

UNIVERSITY OF DUNDEE**UNIVERSITY COURT**

A meeting of the University Court was held on 23 February 2021 by video conference.

Present: Ronnie Bowie (in the Chair);
Janice Aitken;
Alan Bainbridge;
Tricia Bey;
Richard Bint;
Dr William Boyd;
Lady Lynda Clark;
David Dorward;
Gigi (Jia Hui) Gan;
Professor Iain Gillespie (Principal & Vice-Chancellor);
Professor Lynn Kilbride;
Rebecca Leiper;
Bernadette Malone;
Jane Marshall;
Dr David Martin;
Ron Mobed (with the exception of items 38-41);
Scott Quinn (DUSA President);
Marianne Reilly;
Professor Mairi Scott;
Jay Surti;
Sharon Sweeney;
Karen Thomson; and
Keith Winter.

In Attendance: Wendy Alexander (Vice-Principal (International));
Professor Julian Blow (Interim Vice-Principal (Academic Planning & Performance));
Professor Blair Grubb (Vice-Principal (Education));
Dr Neale Laker (Director of Academic & Corporate Governance);
Dr Jim McGeorge (University Secretary & Chief Operating Officer);
Dr Christine Milburn (Senior Policy Officer (Corporate Governance));
Pam Milne (Director of Human Resources & Organisational Development);
Carol Prokopyszyn (Director of Finance);
Wesley Rennison (Director of Strategic Planning);
Professor John Rowan (Vice-Principal (Research, Knowledge Exchange & Wider Impact));
and
Thomas Veit (Director of External Relations).

Apologies: Lord Provost Ian Borthwick; and
Rector, Jim Spence.

Prior to the start of the meeting members were invited to attend a briefing on the topic of the Tay Cities Deal. Through a series of presentations from the Principal & Vice-Chancellor, Regius Professor Sir Mike Ferguson (a lead for the 'Building the Biomedical Cluster project) and the Director of Research & Innovation Services, the Court explored the broad nature of City Deals, specific aspirations from the perspective of the University, and governance/strategic controls in place to ensure that the University maximised the benefits of its involvement while also managing associated risks. Members were

interested in the interconnected socioeconomic vision for the projects and noted that the Tay Cities Deal provided a platform on which the University could build toward its future aspirations. Through questions members explored the broader opportunities for the University, risks to achieving the vision and links to the nine priorities within the [‘Shaping Scotland’s Economy: Scotland’s Inward Investment Plan’](#) from the Scottish Government.

34. MINUTES

The Court decided: to approve the minutes of the Court meeting on 17 November 2020.

35. MATTERS ARISING

(1) Action Log

The Court received the action log of Court business.

The Court decided: to note the updates.

(2) Ordinance 63 (minute 29(3)(i))

The Court decided: to ratify the decision taken on 17 November 2020 to approve changes to Ordinance 63 (Deputy Chair of Court), noting the approval of the Senate, for its part, at its meeting on 2 December 2020.

(3) Statute 9(1)(e) (minute 29(3)(i))

The Court decided: to ratify the decision taken on 17 November 2020 to approve proposed amendments to Statute 9(1)(e) which proposed increased flexibility in the selection of a member of the Court by Dundee City Council. The Court noted the approval of the Senate, for its part, at its meeting on 2 December, and further noted that the changes were subject to the approval of, and any amendments required by, the Privy Council and that the proposed changes would not come into effect until the end of the term of office of the current Lord Provost.

(4) Update on Appointment of Vice-Principal (Academic Planning & Performance)

The Chair of Court highlighted the approval by the Court of changes to the name and scope of the role, as approved by the Court by email on 17 February 2021. The Principal provided an overview of the reasons for the change as set out in the correspondence and in doing-so highlighted that the role of managing the Deans and delivering transformational change in the academic and financial performance of the schools was critical to the University’s future success and would require fundamental reform, and that as such the role of Senior Vice-Principal was more appropriate to the University’s requirements.

The Principal confirmed the impact of the change on timelines for the appointment and the Court agreed that the composition of the appointing committee for the role should be that previously established for the post of Vice-Principal (Academic Planning & Performance) (see minute 17 of the meeting on 19 November 2020).

In response to questions from one member, the Principal confirmed that he would line manage all Vice-Principals, and that in reaching his decision to seek approval from the Court for the change to the advertised role he had discussed the matter with the existing Vice-Principals.

The Court decided: to ratify the decision taken on 17 February 2021 by email to approve the creation and advertisement of the role of Senior Vice-Principal in place of the previously approved role of Vice-Principal (Academic Planning & Performance), and to approve the suggestion that the existing appointing committee remain in place for the revised role.

36. **ACADEMIC EXCELLENCE & STRUCTURE**

The Court considered an update on the work to date in support of the proposals set out at the meeting of the Court on 17 November 2020. In introducing the report, the Principal highlighted the approach taken to consultation and the decision by the University Executive Group (UEG) to extend the consultation period. He also drew members' attention to the response to feedback received to date.

The Court noted that the proposals were based on the goal of increasing the academic excellence and focus of the University, in teaching and learning as well as research, thereby increasing its reputation, while simultaneously improving its financial position such that it was able to generate a sufficient annual surplus to invest in its core activities and develop new projects. In this respect he highlighted the importance of a strong link between research and teaching in building an attractive, cutting edge response to market demand.

The Interim Vice-Principal (Academic Planning & Performance) outlined each of the five interconnected workstreams underlying the AES programme: Teaching Efficiency; Research Excellence; Staff Excellence; Biomedical project; and the New Combined School. He drew members' attention to proposals relating to the leadership, project management and indicative timeline for each workstream, and the proposed governance structure for the overall programme – including the creation of an Oversight Board reporting to the UEG. The Court noted that officers would continue to develop the indicative timelines and define benefit realisation aspects and that the timeline for the delivery of savings, and the level of savings sought had not changed from that presented to the meeting of the Court on 17 November 2020.

The Interim Vice-Principal provided a detailed update on the activities of the Biomedical and New Combined School workstreams. With regard to the New Combined School project, he provided an overview of the approach to the design sprint element of the consultation and key milestones in the timeline. Members noted that, subject to the outputs of consultation, it was expected that a new school would be established on 1 August 2021, shaped further through the 2021/22 academic year, and that recruitment to new portfolios would commence for September 2023 entry.

The Court welcomed the extension to the consultation period and the phased timeline for the New Combined School project. Members reiterated the importance of delivering the savings in accordance with the financial sustainability recovery plan and the potential impact on the renewal of the University's Revolving Credit Facility (RCF) should this not be achieved. Members recognised the importance of the workstream activities becoming 'business as usual' as quickly as possible, and noted that work had already begun to define and develop teaching portfolios for the future.

The Court noted the commitment to the Senate that, consistent with the University's Redundancy Avoidance Policy, all possible actions would be taken to seek to avoid compulsory redundancies when delivering headcount reductions. The Principal highlighted the University's strong track record in this regard and reassured the Court that it was a significant way from contemplating such action.

Members expressed an interest in the high-level vision for the New Combined School and Biomedical project when developed. With regard to the New Combined School, the Principal reported on his discussions with staff and students and advised there was greater support for the new approach to the project, which was focussed on how to operationalise the delivery of the disciplines in a way which was relevant to the University and the local region. He recognised, however that further work was needed to convey this aspiration to the student community.

Turning to the future vision, shape, size and identity of the University, members noted plans to engage with the Court over the coming months, to establish a position by the end of the calendar year. The Principal reiterated the aim that academic excellence and financial sustainability be firmly linked and that excellence without sustainability was not a feasible option for the future.

In response to questions, it was confirmed that arrangements were in place to support workloads for individuals involved in the consultation design sprints, and that that no decision had yet been reached regarding the proposal to combine the Schools of Education & Social Work, Humanities, and Social Sciences.

In response to questions regarding resources required to deliver income generation targets, such as those for international recruitment, the Principal reassured the Court that the UEG was actively considering proposals to ensure that the University was in a robust position.

- The Court decided:**
- (i) to note the progress to date, and in particular the refinements made to the proposals as a result of the consultation process and to endorse the direction of travel;
 - (ii) to note the request that members indicate their interest in serving on the AES Oversight Board by email to the Senior Policy Officer (Corporate Governance); and
 - (iii) to await further updates, including a formal proposal to establish a new combined School, subject to concurrence of the Senate.

37. CHAIR'S REPORT TO COURT

The Court received a report from the Chair outlining activities he had undertaken on behalf of the Court and the University since its last meeting, including his attendance at national meetings and involvement in the induction process for the new Principal.

The Court decided: to note the report.

38. UNIVERSITY EXECUTIVE GROUP REPORT TO COURT

The Principal & Vice-Chancellor introduced the University Executive Group (UEG) report (**appendix 1**). The Court welcomed the report, in particular in terms of the provision of high-level assurance of progress in relation to strategic priorities and management of the response to challenges associated with the COVID-19 pandemic. Members commended the accessibility of the reporting against priorities.

The Court discussed the most recent announcement from the First Minister and noted that the University had prepared communications to staff and students to clarify the position regarding a return to campus by students. Discussions focussed on the University's commitment to supporting its staff. In response to questions, the Director of Human Resources & Organisational Development confirmed that the UEG was working with the Deans' Group to gather suggestions from staff groups and to look at options for flexible working, and members welcomed the openness of the UEG to innovative suggestions.

The Court decided: to note the update and await further updates in due course.

39. REPORT TO COURT FROM THE DUSA PRESIDENT

The President of the Dundee University Students' Association (DUSA) introduced his report to the Court, which provided insight into the key issues and themes affecting the student body, including work on the DUSA Constitution (see minute 49 below).

The Court decided: to note the report.

40. CONVENERS' REPORTS

The Conveners introduced their reports, highlighting matters of interest or requiring approval. Approvals are formally noted against the relevant Committee Report (minute 50).

The Convener of the Audit & Risk Committee highlighted the Committee's endorsement of the Annual Financial Statements and its review of the COVID-19 Risk Register at its meeting on 2 March 2021. The Court was pleased to note that the register was actively used in the management of the University's response to the pandemic.

The Convener of the Finance & Policy Committee drew members' attention to the achievement of the budget savings targets for 2020/21 and associated discussion by the Committee, highlighting the importance of continuing to deliver savings as set out in the five-year financial sustainability plan previously approved by the Court. He highlighted key assumptions within the

budget setting process for 2021/22, including challenges relating to overseas student recruitment targets in light of the pandemic. The Court noted that the Committee had received a paper from the new Director of Research & Innovation Services (RIS) on commercialisation and the Convener highlighted the alignment of this thinking to the pre-Court presentation on the Tay Cities Deal. The Court noted the Committee's discussion of potential risks relating to the recent decline in research income, which the University Executive Group (UEG) was actively considering. Finally, the Convener highlighted discussions with the Dundee University Students' Association (DUSA) CEO regarding its future strategy. Members noted that the CEO was confident that the new strategy could produce an appropriate surplus.

The Convener of the Governance & Nominations Committee outlined the items on the agenda at the meeting of the Committee on 19 January 2021. The Court approved the publication of the Gender Representation Objective Report (see minute 50(3)) and its submission to the Scottish Government.

The Convener of the People & Organisational Development Committee highlighted the Committee's focus on the University's approach to minimising the impact on staff of changes to working during the COVID-19 pandemic. She also highlighted the importance placed on communications with staff in relation to USS and UoDSS pension matters and the Committee's praise of the Annual Report from Health & Safety Services. Finally, she drew members attention to the four policies which required consideration and, if so minded, approval by the Court (see minute 50(4)).

The Court noted that the Remuneration Committee had met three times since the last meeting of the Court to discuss the remuneration of the University Executive Group (UEG), the 2020/21 Grade 10 Remuneration Round, and objective setting and review arrangements for the Principal. The Convener reminded the Court that members of the UEG had declined to be considered for remuneration awards in the 2020/21 round. She advised that the Committee was satisfied that decisions made by the UEG in relation to the 2020/21 remuneration round for grade 10 staff had been informed by relevant data and made in line with Court policies. Finally she drew attention to the Annual Report from the Remuneration Committee (see minute 50(5)(iv)) which was presented in accordance with all relevant sector guidance as outlined. The Court noted that the Committee was satisfied that it had complied with all aspects of current regulatory compliance requirements.

The Court decided: to note the report.

41. **SCOTTISH FUNDING COUNCIL FINANCIAL TRANSACTIONS**

The Court received a paper from the University Executive Group (UEG) which provided an update on discussions with the Scottish Funding Council (SFC) regarding the Financial Transactions Programme for 2020/21. The Director of Finance advised that the level of funding offered exceeded what had been previously reported and that under the Schedule of Delegation & Decision-Making Powers it required the formal approval of the Court.

The Court noted that the Finance & Policy Committee had been consulted by email circulation and recommended approval of the offer of £15.9m in funding. Members noted that this was for specific capital projects within the capital plan needed to be drawn in full by 31 March 2021, and that at the time of the meeting it was expected that the interest rate would be less than 1% for a term of 10 years.

The Director confirmed that in accordance with the agreement for the Revolving Credit Facility (RCF), the Bank of Scotland had verbally confirmed that it was content for the University to accept the funding and did not require the quantum of the existing RCF to be reduced.

- The Court decided:**
- (i) to approve acceptance of £15.9m SFC funding at a maximum interest rate of 1% and a maximum term of 10 years with this to be in place before 31 March 2021; and
 - (ii) to delegate authority to the Director of Finance to finalise approval with the Bank of Scotland for the acceptance of the funding of £15.9m, with no reduction to the existing RCF, and to delegate authority to the Convener of the Finance & Policy Committee to agree any revisions to terms should they be required.

42. **RESERVED BUSINESS: UODSS**

The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Director of Academic & Corporate Governance declared a conflict of interest arising from his role as a member of the UoDSS Board of Trustees and absented himself for the duration of the item. Marianne Reilly declared a conflict of interest as a member of UoDSS.

The Court considered a paper from the University Executive Group (UEG) which recommended changes to the future pension scheme to be offered to employees on grades 1 to 6. The Court noted the proposal was to close UODSS to new members and future accrual from 1 August 2021 and introduce a new Defined Contribution (DC) Scheme in its place for University and subsidiary employees. The Director of Finance advised that the aim of the proposal was to ensure that the University could continue to offer staff pension benefits at a level which provided a dignified retirement while mitigating the risk arising from the significant scheme deficit and improving accessibility through the implementation of a more flexible pension benefit structure.

The paper provided an overview of UoDSS and of the proposed new scheme. The Court noted that both the Finance & Policy Committee and the People & Organisational Development Committee had considered the proposals in line with their remits and endorsed the proposals to the Court. The Court was reminded that changes to benefits were a matter reserved to the Court and that the paper sought permission to begin a formal consultation process with staff with a view to presenting a final proposal at its meeting on 15 June 2021.

The Director of Human Resources & Organisational Development drew members' attention to the views of the campus unions, which had been shared with members prior to the meeting in accordance with a request from the unions.

The Court noted that staff on grades 7-10 were eligible to join the national Universities Superannuation Scheme (USS). Members discussed at length the importance placed on treating all staff equivalently, but ultimately noted that as one of many institutions in USS the University was not able to greatly influence its management of risk. They also noted that the University could not afford to implement a single scheme for all staff on cost grounds. The Court agreed that while it was unfortunate that the University could not address pension risks for all staff across

both schemes, the UoDSS pension scheme deficit was a significant and growing risk, and that it would be negligent not to take action to limit the risk exposure and protect the pension benefits already earned by its members. Members however agreed that the University should make representations to USS regarding the position of that scheme.

Members were concerned at the financial impact of the changes on the lowest paid staff, with some expressing the view that the University should seek to maintain employer contributions at their current levels. The Director of Human Resources & Organisational Development confirmed that the level of employer/employee contribution would be one aspect of the consultation. Members were reminded that in addition to the employer contributions to the new scheme, the University would need to continue to make payments to the existing scheme to pay off the deficit.

The Court also noted concerns from the campus unions regarding the timing of the consultation during the pandemic. The Director of Human Resources & Organisational Development acknowledged that not all UoDSS members would have access to online forums for the consultations proposed and undertook to identify alternative solutions.

- The Court decided:**
- (i) following a vote, to unanimously approve that the University begin consultation on changes to the UoDSS benefits as set out, noting the Court's concerns regarding parity between the USS and UoDSS schemes; and
 - (ii) to ask that the Director of Human Resources & Organisational Development update the unions accordingly.

43. FINANCIAL STATEMENTS FOR THE YEAR ENDING 31 JULY 2020

(1) Annual Report from the Audit & Risk Committee

The Court received the annual report from the Audit & Risk Committee for 2019/20 (**Appendix 2**), noting that it provided a summary of the activities of the Committee, including internal audits during the 2019/20 academic year. The Convener advised that the Committee was satisfied with the work of internal and external audit, and that on the basis of the report provided by management, the views of the Audit & Risk Committee, and the review undertaken by the external auditors, it was content to endorse both the report and the annual accounts to the Court for approval.

The Court decided: to approve the report for onward submission to the Scottish Funding Council.

(2) Letter of Representation

The Court considered the proposed draft letter of representation which was to be provided to the auditors.

The Court decided: to approve the letter of representation for signature by the Chairperson and the Chief Operating Officer.

(3) Annual Report and Financial Statements

The Court received the reports and financial statements for 2019/20 http://www.dundee.ac.uk/finance/procedures/financial_statements.htm. The Director of Finance advised members of changes to the statements following the resignation of the former Principal and members confirmed that they were content with the approach taken.

In terms of the operational results, the reported operating surplus before other gains was £22.6m, a £77.7m improvement from the 2018/19 position. This was skewed by a USS deficit provision reduction of £30.5m reflecting the impact of the 2018 USS valuation, a significant reversal of the £48.4m provision increase reported at 31 July 2019. The University's net cash position had increased by £2.1m to £27.9m. The net operating cash position had increased by £14.5m to stand at a net cash inflow of £11.2m with a capital spend of £12.2m.

Total income decreased by 1.2% compared to the previous year to stand at £253.3m, with income from the Scottish Funding Council up £1.0m to £82.1m, income from research down £7.9m to £61.9m, and income from tuition fees increasing by £7.2m to £74.1m. Total expenditure decreased by 0.6% to £261.3m, with staffing representing the largest category of costs at £159.1m (an increase of 5.6% from the previous year). Other operating expenses decreased by 9.4% to £83.7m. Depreciation and amortisation decreased by 7.1% to £16.9m, including a software impairment of £2.0m.

The Court decided: as recommended by the Finance & Policy and Audit & Risk Committees, to approve the Reports & Financial Statements for the year ended 31 July 2020.

44. **DRAFT OUTCOME AGREEMENT WITH THE SCOTTISH FUNDING COUNCIL**

The Court noted that due to the COVID-19 pandemic, the SFC had this year requested an interim outcome agreement for 2020/21 be considered at this meeting, ahead of an agreement for 2021/22 being developed for consideration in June.

The Court welcomed the wide-ranging report and encouraged the University to continue to be robust in its correspondence with the SFC with regard to the disconnect between delivery against the Outcome Agreement/SFC priorities and the allocation of funding. The Court once again raised concerns regarding the current funding methodology and was pleased to note that these concerns had been raised with the SFC.

The Court decided: to approve the interim agreement for submission to the SFC and to note that the 2021/22 agreement would be presented to the meeting of the Court on 15 June 2021.

45. GOVERNANCE MATTERS**(1) Membership of the Court**

The Court noted the resignation of Catherine Cavanagh as a member of support staff nominated by the campus unions with effect from 20 January 2021. The Court noted Catherine's contributions and wished her well in her future endeavours.

The Court formally noted the nomination by the campus unions of Marianne Reilly of the School of Life Sciences as the member of support staff nominated by a trade union (Statute 9(1)(j)). The Court was content that the nomination had been made in accordance with Ordinance 66 and noted that, under the terms of Statute 9(2)(j) for the purposes of regulating the length of the term of office, her membership of the Court would be deemed to have begun on 1 August 2021.

The Court was advised of delays to the Dundee University Students' Association elections which would now take place in late April 2021.

The Court decided:

- (i) to note the resignation of Catherine Cavanagh from the Court; and
- (ii) to note the appointment of Marianne Reilly to the Court on the basis of her nomination.

(2) Appointment of the Next Deputy Chair

The Court noted the call for expressions of interest in the role of Deputy Chair of Court and the circulation of information relating to the process for the appointment and the role description/person specification.

The Court decided: to note that expressions of interest should be forwarded to the Senior Policy Officer (Corporate Governance) by 12 noon on 16 March 2021.

(3) Election of the Senior Independent Member of Court

The Court noted the call for expressions of interest in the role of Senior Independent Member of Court and the circulation of information relating to the process for the associated election and the role description/person specification.

The Court decided: to note that expressions of interest should be forwarded to the Senior Policy Officer (Corporate Governance) by 12 noon on 16 March 2021.

46. REPORT FROM THE CONVENER OF THE SENATUS ACADEMICUS

The Court received a report from the Chair of the Senatus Academicus and noted in particular the strong and positive engagement of the Senate in the exploration of proposals relating to the Academic Excellence & Structure programme (see also minute 36 above).

The Court also noted the Senate's support for the new Safeguarding Policy as a framework for the University to meet its statutory, regulatory and legal responsibilities for protecting its members from harm (see also minute 50(4) below).

The Court decided: to note the report.

47. **NARRATIVE FOR SENATE**

The Chair of Court agreed to highlight to the Senate the presentation on the Tay Cities Deal; discussions on the Academic Excellence & Structure Programme, and the value placed on Senate engagement in the development of the proposed approach; the Court's approval of amendments to the Ethical Investment Policy; the acceptance of the £15.9m capital funding from the Scottish Funding Council; the approval of the Trans Inclusion, Parental Bereavement Leave Policy, Safe Leave Policy, and Menopause Policy; the Court's approval for the commencement of a consultation process in relation to the University of Dundee Superannuation Scheme (UoDSS); the confirmation in the Annual Financial Statements that the University was operating at a loss; and the approval of the Interim Outcome Agreement for submission to the Scottish Funding Council.

The Court decided: to note the areas for inclusion in the report to the Senate.

48. **REPORT FROM MEETINGS OF THE SENATUS ACADEMICUS**

The Court received a report from the meetings of the Senatus Academicus on 2 December 2020 and 3 February 2021 and noted the areas highlighted to the Court.

- The Court decided:**
- (i) to approve the recommendations concerning the conferment of the title of Professor Emeritus upon Professor Andy Evans, effective from 4 June 2021;
 - (ii) to note the approval of the Senate, for its part, of amendments to Statute 9 (1)(e) and Ordinance 66 (see also minute 35(2) and 35(3) above);
 - (iii) to approve the recommendation made under Statute 10 to appoint the Director of the Doctoral Academy to the membership of the Senate on an *ex officio* basis; and
 - (iv) otherwise, to note the report.

49. **DUSA CONSTITUTION**

The Court considered proposed changes to the Dundee University Students' Association (DUSA) Constitution (**Appendix 3**). The DUSA President outlined the approach taken, including engagement with stakeholders, with the proposed changes limited to the executive roles, to make sure they remained fit for purpose, and minor formatting amendments.

The Court noted that, in accordance with requirements, the revised Constitution had been approved by the Student Representative Council and the DUSA Board of Trustees and had been presented to the Annual General meeting of DUSA on 16 February 2021.

The Court decided: to approve the amendments for submission to the Scottish Charity Regulator (OSCR).

50. COMMITTEE REPORTS

(1) Audit & Risk Committee Minutes

The Court received the minutes of the meeting of the Committee on 25 January 2021 (**appendix 4**), noting the Committee's Annual Report, its consideration of the University as a going-concern, and its endorsement of the Annual Financial Statements and the Letter of Representation (see also minute 43 above).

The Court decided: (i) to note the Committee's Annual report from the Audit & Risk Committee (see also minute 43 above);

(ii) to note the Committee's endorsement of the Annual Financial Statements and the Letter of Representation for signature and submission to the SFC (see also minute 43 above); and

(iii) otherwise to approve the report.

(2) Finance & Policy Committee Minutes

(i) Minutes of the meeting of the Committee on 19 January 2021

The Court received the minutes of the meeting of the Committee on 19 January 2021 (**appendix 5**). The Court's discussion of matters raised by the Committee is detailed in the Conveners' Report (Minute 40).

The Court decided: (i) to note the Committee's endorsement of the acceptance of the SFC Financial Transactions (see minute 41 above);

(ii) to note the Committee's endorsement, for its part, of the Annual Financial Statements for signature and submission to the SFC (see also minute 43 above);

(iii) to note that the Committee recommended to the Court that it confirm that the University had sufficient resource to continue as a going-concern for more than the required 12 months;

(iv) to note the Committee's endorsement of proposals relating to the University of

Dundee Superannuation Scheme (UoDSS)
(see minute 42 above);

(v) to approve the revised Ethical Investment Policy (**appendix 5 annex 1**); and

(vi) otherwise to approve the report.

(ii) Reserved Business: Minutes 6 from the meeting of the Committee on 19 January 2021

The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Court received the reserved minute 6 of the meeting of the Committee on 19 January 2021. The Court's discussion of matters raised by the Committee is detailed in the Conveners' Report (Minute 40).

The Court decided: to approve the minute and note that the minute would be published as an appendix to the Court meeting following the expiry of the Freedom of Information Act (Scotland) 2002 exemptions.

(3) Governance & Nominations Committee

The Court received the minutes of the Committee's meeting on 19 January 2021. The Court's discussion of matters raised by the Committee is detailed in the Conveners' Report (**appendix 6**).

The Court decided: (i) to approve the Gender Representation Objective Report for publication on the University's webpages and submission to the Scottish Government by the deadline of 30 April 2021 (**appendix 6 annex 1**);

(ii) to approve the recommendation that Marianne Reilly serve on the People & Organisational Development Committee for the remainder of the academic year in the first instance; and

(iii) otherwise to approve the minutes.

(4) People & Organisational Development Committee

(i) Minutes from the Meeting on 21 January 2021

The Court received the minutes of the Committee's meeting on 21 January 2021 (**appendix 7**). The Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 40).

The Court decided: (i) to approve the Trans Inclusion Policy;

(ii) to approve the parental Bereavement Policy;

- (iii) to approve the Safe Leave Policy;
- (iv) to approve the Menopause Policy;
- (v) to note the Committee's endorsement of proposals relating to the University of Dundee Superannuation Scheme (UoDSS) (see minute 42 above); and
- (vi) otherwise, to approve the minutes.

- (ii) Reserved Business: Minute 6(3) from the Meeting on 21 January 2021
The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Court received minute 6(3) of the Committee's meeting on 21 January 2021. The Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 40).

The Court decided: to approve the minute and note that the minute would be published as an appendix to the Court meeting following the expiry of the Freedom of Information Act (Scotland) 2002 exemptions.

- (5) Reserved Business: Joint Meeting of the Finance & Policy and People & Organisational Development Committee
The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Court decided: to approve the minute of the additional meeting on 10 December 2020 (**Appendix 8**).

- (6) Remuneration Committee

- (i) Minutes from the Meeting on 11 December 2020

The Court received the minutes of the Committee's meeting on 11 December 2020 (**appendix 9**). The Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 40).

The Court decided: (i) to note that in accordance with authorities delegated by the Court, the Committee considered and approved a salary range for the Vice-Principal (Academic Planning & Performance) appointment;

[Secretary's note: this decision was superseded by the approval of changes to the role and salary referenced in minutes 35(4) (above) and 50(5)(iii)(below).]

(ii) to note that members of the University Executive Group had declined to be considered for remuneration awards in the 2020/21 round, but that the Committee had indicated what its position would have been for noting in future rounds; and

(iii) otherwise, to approve the minutes.

(ii) Minutes from the Meeting on 11 December 2020 (Objective Setting/Performance Review for the Principal)

The Court received the minutes of the Committee's meeting on 11 December 2020 (**Appendix 10**). The meeting focussed on the consideration of objective setting and review for the new Principal. Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 40).

The Court decided: to approve the minutes.

(iii) Minutes from the Meeting on 12 February 2021

The Court received the minutes of the Committee's meeting on 12 February 2021 (**Appendix 11**). The Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 40).

The Court decided:

- (i) the Court noted that the full year expenditure approved by the Committee of in the 2020/21 Grade 10 remuneration was £81k relative to the notional budget approved by the Court of £149k;
- (ii) to note that the Committee was satisfied that, in relation to the 2020/21 remuneration round, due process had been followed and UEG had discharged its delegated authority appropriately;
- (iii) that in accordance with authorities delegated to the Committee by the Court, the Committee had considered and approved a salary range for the position of Senior Vice-Principal, subject to final approval of the Court of this position; and
- (iv) otherwise, to approve the minutes.

(iv) Annual Report from the Remuneration Committee

In accordance with section 78 of the Scottish Code of Good HE Governance 2017, the Court received the Annual Report from the Remuneration Committee, which provided assurance that its decisions were properly informed by relevant

data and made in line with existing policies previously approved by the Court. The Court's discussion of the report is detailed in the Conveners' Report (Minute 40).

The Court decided:

- (i) to confirm that the Court was satisfied that the University's policies and processes had been adhered to in relation to senior staff remuneration; and
- (ii) otherwise, to approve the annual report for publication as an appendix to the Court minute (**appendix 12**).

(v) Welfare & Ethical Use of Animals Committee

The Court received the minutes of the Committee's meeting on 14 January 2021 (**appendix 13**).

The Court decided: to approve the report.

51. RESEARCH GOVERNANCE ANNUAL REPORT

The Court received an interim annual report from the Research Governance & Policy Sub-Committee of the Senatus Academicus which summarised its activities for the 2018/19 academic year in accordance with the UK Concordat to Support Research Integrity. Members noted that the report had been delayed due to work on the Research Excellence Framework, and that a report covering 2019/20 and 2020/21 would be submitted to the Court later in the year.

The Court decided: to note the report (**appendix 14**) and await further reports on an annual basis.

52. STAFF COUNCIL MINUTES

The Court received the minutes from the Staff Council's 'Principal's Question Time' on 24 November 2020, where discussions had focussed on the COVID-19 pandemic.

The Court decided: to note the minutes.

53. SENIOR STAFF APPOINTMENTS

The Court noted the appointment of the following members of staff:

Name	Title	Date
Professor Michael Brown	Professor of Geotechnical Engineering	28 October 2020
Professor Sarah Coulthurst	Professor of Microbial Interactions	28 October 2020
Professor Lucina Hackman	Professor of Forensic Anthropology	28 October 2020
Professor Colin Henderson	Professor of Experimental Pharmacology	28 October 2020

Professor Karen Petrie	Professor of Algorithms and Education	28 October 2020
Professor Gopal Sapkota	Professor of Disease Signalling	28 October 2020
Professor Satpal Virdee	Professor of Chemical Biology	28 October 2020

The Court decided: to note the appointments.

Mr Ronald Bowie
Chair of Court
University of Dundee

APPENDIX 1**UNIVERSITY EXECUTIVE GROUP REPORT TO COURT
(Minute 38)****A. INTRODUCTION**

1. Since the last meeting of the Court on 17 November 2020 we have been working hard to drive the critical goals of the institution, maintain pace in relation to our strategic objectives and coordinate our mode of operation and the delivery of teaching in line with swiftly changing Scottish Government guidance. As is usual for the February report to the Court, in addition to the regular updates on performance, this report provides overviews on the Scottish Government budget and student recruitment figures. It being the first formal report since the arrival of Professor Iain Gillespie, there are also references to leadership and UEG priorities.

B. STRATEGIC MATTERSUEG Strategic Priorities

2. Throughout the period of leadership transition, all of the UEG has remained committed to driving forward the strategic objectives that are key to the growth and success of the University. Prior to and since Iain's arrival, UEG has been reflecting on our individual and collective priorities and we are in the process of sharpening these which we will report on at the next meeting of Court. As a Group, UEG is fully supportive of and engaging in the commitments outlined by Iain in his briefing to the Court on 15 January, to building our response to the sustainability agenda, to enhancing stakeholder engagement, and to continuing to champion widening participation.
3. Court members will find, in annex 1, a comprehensive update on the progress against each existing priority, both in relation to the stated timelines and the relative impact on outcomes with regard to completeness. As can be seen, we are making steady progress on each of our eight priorities. We currently have three priorities which are as of now rated amber – Academic Excellence and Structure, Maximising Student Numbers and Income and Equality, Diversity and Inclusion, and a narrative update is provided for each of these in paragraph 5 - 7 below.
4. **Maximising Student Numbers and Income:** Our One Dundee team (admissions, recruitment, global partnerships, academic international leads) have been instrumental over the previous months in mitigating risk in relation to both Brexit and COVID to ensure we remain on target in achieving our recruitment figures and income. Despite a somewhat positive outlook towards budget targets for the 2020/21 budget cycle (we will have a clearer position once Q2 management accounts are published), due to the level of uncertainty in relation to the pandemic it is appropriate that this priority remains amber until impacts are better known.
5. **Equality, Diversity and Inclusion:** Although we have made good progress in relation to Equality, Diversity and Inclusion (EDI), are on track with plans to submit our Race Equality Charter application and have made significant progress on our BLM action tracker, we anticipate delays to our Athena Swan application due to workload pressure placed on existing staff during the pandemic. We are looking to mitigate risks associated with this delay and continue to emphasise our full commitment to the inclusivity agenda and intent to submit a robust application when it is appropriate to do so, given the current circumstances of intense workload.
6. **Academic Excellence and Structure (AES):** The Court will consider this in more detail elsewhere on the agenda (paper C), but, in short, the AES programme is progressing at a more measured pace, providing much more opportunity for considered consultation. Although still in the early stages of what will be a long-term (three-five year) programme, we foresee this project as placing us on the critical path to achieving future university-wide excellence that meets the evolving demand of the markets for our key activities and underpins our future financial sustainability. The changes to the management of this programme described in paper C will help assure that financial targets previously agreed by Court are delivered on time, and in line with our developing Strategy.

University Strategy

7. As the current University Strategy (2017-2022) is drawing to a close, we have begun to consider our approach to the development of the next 5-year strategy. We are keen to involve the Court at an early stage and have begun to discuss with the Chair of Court how we might explore initial perspectives and concepts with the Court to define what the big questions are for the Court to answer – for example what type of University we want to be: in particular, our concept of “world leading”, what “triple intensive” means for us, and how we capture and signpost our identity as an institution. In developing

our Strategy, we will seek lessons from our response to the pandemic, for example, in shaping a shift to a “digital campus” and our aspirations for reach and delivery over the next 5-years. Early consultation with the Court and the wider University community will be critical in molding our future path and vision throughout the year to develop a strategy that is both authentic, reflective of our values and is fit for purpose for the University.

C. EXTERNAL MATTERS

Scottish Government Budget

8. Public Finance Minister Kate Forbes announced the [Draft Scottish Budget](#) for 2021/22 on 28 January 2021. The Minister announced three overarching principles related to recovery from the effects of the pandemic- all of which we believe align closely with our priorities, activities and mission:
 - A national mission for new, good, and green jobs, backed by a large-scale and transformational programme of infrastructure investment, to boost skills and employment opportunities for all, with a supportive tax environment to deliver inclusive growth across all of Scotland.
 - The promotion of lifelong health and wellbeing, underpinned by a world-class public health system and renewed work to tackle health inequalities, not least the drugs and mental health crises.
 - The promotion of equality and supporting young people to grasp their potential, driving progress at all levels of learning, tackling the deep-seated inequalities in society, and supporting the renewal and recovery of our local communities.
9. A review of the figures announced by the Minister indicate that the budget represents a 2.7% increase in core funding for higher education across capital and resource budgets. Capital has increased by 1.3% for the sector. Resource (revenue) has increased by 3.4% for the sector.
10. Universities Scotland were advised by Government that the figures announced in the budget represents around half of the sector’s funding increase for 2021/22, with additional new resource to come to cover the increased volume of undergraduate and graduate apprenticeships. Universities Scotland has welcomed the announcement.
11. The allocation of funding to institutions is expected to be announced in March. As the funding methodology is not expected to change before then, we are aware of the likelihood that we will, once again, be in receipt of a below sector average for any uplift applied and for the absolute amount of any uplift to be modest. This is however a matter which the Principal and the Chair of Court have been active in raising with the Scottish Funding Council (SFC).
12. Members may wish to note that the SFC Review of Provision is unlikely to impact on funding prior to the 2022/23 academic year.

Scottish Funding Council (SFC) Review of Coherent and Sustainable Provision

13. Since the release of the Phase 1 report on 20 October 2020, the SFC Review has been focused on the establishment of workstreams to consider in more detail each of the themes that emerged as a result of consultation, which are as follows; Integrated Tertiary Model, Accountability Framework, Relationship with Employers, Research and Innovation, Digital, Financial Sustainability and Core Funds. UEG members continue to actively follow developments related to their respective portfolios, however, the SFC have stated that they expect to involve institutions in discussions in Phase 3. In our regular meetings with the Deans’ Group we have already begun to consider how we may effectively lobby, engage and position ourselves to influence the outcomes of those themes that will be of particular importance for the University and our institutional aims.

Brexit

14. We have continued to maintain oversight of key risks and potential impacts of Brexit and what the new withdrawal agreement, established on 28 December 2020 will mean for us as an institution. We would emphasise that this is an evolving area. In line with our widening participation agenda it is worth noting the launch of the Government’s new Turing Scheme which is intended to replace the former Erasmus scheme. Our Outward Mobility Group are currently reviewing the further details recently announced by UK Government. We plan to participate in both schemes during the transition period to Turing, with our initial Turing focus on regions/institutions where Erasmus does not operate.

Pay and Pensions

15. Pensions matters also remain on our horizon, with risks increasing in relation to both the Universities Superannuation Scheme (USS) and the University of Dundee Superannuation Scheme (UoDSS). With regard to the former, we anticipate the publication of further information relating to the valuation of the scheme and options to meet the requirements of the pension regulations to reduce the Scheme's deficit, however at this point we expect costs to rise. Members will note a reserved item on the agenda regarding UODSS. Our focus remains to ensure that we are able to provide our staff with a dignified retirement option while mitigating the risks relating to the Scheme. We remain engaged with Unions in relation to both schemes, however there is an increased risk of industrial action at this point.

D. INTERNAL MATTERSStakeholder Engagement

16. As a University, we are keen to build on our existing external engagement and to develop partnerships and collaborations that are mutually beneficial for the University and the community it serves. To this end, Iain has already begun a programme of meetings including with elected representatives (MSPs, MPs, councillors), Scottish Government and Dundee Council representatives and other stakeholders including NHS Tayside and the James Hutton Institute as well as the other Dundee FE/HEIs. It is our intention to build momentum in terms of our engagement with stakeholders and in doing so create opportunities to deliver on our mission and key priorities.

Student Recruitment**2020/21 Intake Outlook**

17. We now have a clear picture of our 2020/21 Semester 2 intake and of our 2020/21 full year Undergraduate and Postgraduate Taught intakes. As previously reported the University has met almost all Scot/ EU Controlled and Uncontrolled UG targets, is within 5% of the UG RUK post-COVID budget, and exceeded the UG Overseas post-COVID budget. The Semester 2 PGT Overseas intake is below the Semester 2 post-Covid target, largely because of slower China demand recovery than modelled in March 2020. The Semester 2 PGT Home/EU intake is above post-COVID budget. As a consequence, though we have not met our full year PGT Overseas budget target, (to date) we have exceeded our full year PGT Home/EU budget and we still expect to meet full PGR intake expectations. In spite of the challenges imposed by the pandemic, as a result of our successes in ensuring current international students returned to study with Dundee (in person or remotely) and in recruitment, we expect to exceed overall international fee income budget for 20/21.

2021/2022 Applications

18. We have provided members with an update on our applications position in the current cycle after the UCAS (Undergraduate) Equal Consideration deadline for applications relative to the same point in 2020/21. Regardless of the underlying demand position, it is clear this is a very uncertain cycle, and so our focus is on maximising demand from each region for September 2021 and converting as many as possible of those who deferred from September 2020. In considering the data we would emphasise the following:
- We expect that EU student conversion rates will be adversely affected due to changes to funding for these students.
 - We expect to need a strong Clearing to maintain and grow our RUK UG intake in 2021/22.
 - Scotland has introduced supervised quarantine for all incoming travelers including international students, a move which is known to be unattractive to international applicants. With restrictions that are stricter than those being put in place in England remaining competitive in this recruitment market is set to be even more challenging.
 - At the time of writing, we do not know whether the Scottish Government will allow international students to quarantine in managed residences or whether they will be required to remain in the (expensive) approved hotels.
 - Whilst we might anticipate these restrictions should ease by autumn they will have a crucial impact on September 2021 entry as these international candidates are in receipt of their offers now, or in the next month, and many will make decisions on their destination country in that period.

Tay Cities Deal

19. As referenced in paper P, we officially signed the Tay Cities Deal (TCD) with TCD partners, UK and Scottish governments on 17 December 2020, with University projects (Tayside BioMedical Cluster and Just Tech) accounting for £40 million capital funding over the next 10 years. We expect to sign the legal contract with Dundee City Council in the next couple of months.
20. At our Court Briefing, prior to the formal meeting, we will specifically focus on the Tay Cities Deal to give members a sound understanding of our aspirations for the project, details of the BioMedical Cluster project and finally, institutional delivery of the project.

Senior Appointments

21. We recently made three new Deans' appointments. After an extensive international search, we have appointed Professor Philip Preshaw as our new Dean of Dentistry. Philip will take up his role on 1 March and was previously at the National University of Singapore as well as having held appointments in the US and at Newcastle University. Our new Interim Dean of Humanities will be Professor Murray Frame, who we welcomed at our most recent meeting with the Deans. Professor Graeme Hutton has been appointed as our new Interim Dean of Social Sciences, taking up his role on 1 March. Mentoring support is being arranged for each of the new appointments. Meanwhile the Principal has taken stock of the workload facing us to deliver the future excellence and sustainability of our University and has recommended to Court that the ongoing recruitment of a VP (APP) be terminated and instead a Senior VP be recruited to take forward work on academic planning and performance, with an expanded portfolio and role. Iain will update Court on progress at the meeting.

E. COVID MATTERS

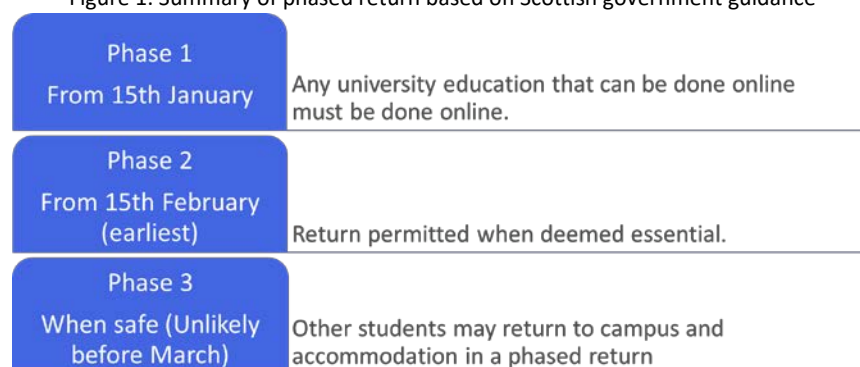
Operations and Management

22. The COVID-19 pandemic has continued to dominate activities and discussions, and although we would have hoped for better news to start the New Year in terms of the suppression of the pandemic and the associated restrictions, the University worked tirelessly to align our activity with the most recent Scottish government guidance and ensure our community is as safe as possible. Our student testing centre, which opened on 30 November 2020 remains open and has tested hundreds of students since its opening. All but staff for whom it is essential to be on campus continue to work remotely, and we continue to support the wellbeing and needs of our community through a flexible, dynamic and supportive approach to working.
23. As the pandemic evolves, we remain diligent in our efforts to control the spread of the virus and mitigate disruption of University business. Case numbers remain low with, at the time of writing, 65 cases reported since 5 January 2021 (of which 49 were students and 16 were members of staff). The University continues to follow Business Continuity plans as set out to Court on a number of occasions to mitigate the level of disruption. It is likely we will be living with the virus for quite some time therefore it is important we appropriately adjust to this 'new normal'.

Learning and Teaching

24. The tremendous work of our academic staff over the previous months has helped us prepare and transform our current offerings into a blended format ready for Semester two. As it stands, the majority of teaching remains online except for exceptional circumstances where courses are either time-critical or assessments cannot be postponed. The extent of in person teaching in each phase will of course, depend on the Phase as defined by the Scottish Government and the tier level the region is in and we will review this at regular intervals. See the diagram below which provides a summary of the teaching activity permitted in each Phase.

Figure 1. Summary of phased return based on Scottish government guidance



Staff Support

25. As we enter yet another month of remote working and increased working demands imposed by the pandemic, we are actively exploring ways in which we can support our staff to promote wellbeing and ensure appropriate work-life balance. At our recent meeting with the Deans' group we discussed ways in which the leadership team could foster a healthy work culture. UEG are committed to exploring innovative ways that we can support staff during this challenging time. We understand and appreciate the individual needs and circumstances of our staff and therefore continue to maintain the University's principles of flexibility and dynamic working.

Student Support

26. Over the course of the Christmas Break the University had several measures and initiatives in place to support our students—both those that have remained on campus and those who have returned home. The Self Isolation Response Team have been carrying out welfare checks for those who remained in accommodation over the winter period as well as food packages for those self-isolating. In addition, we have also developed digital activity resource packs for our students to ensure a smooth transition to blended delivery. Permissible under the stated guidelines, on Christmas day, we were able to host a free Christmas lunch for students on campus which was met with great success, serving over 150 Christmas lunches in DUSA. Student Services, DUSA and other facets of the University have demonstrated a true ‘One Dundee’ approach in trying and uncertain times to ensure our students retain the levels of student experience in which our institution is renowned.

Research

27. Through our commitment to create Covid-secure research environments we have sought to maintain momentum and continuity of research throughout the duration of the pandemic. Court’s attention is drawn to the significant contribution the University of Dundee is making to address the pandemic in terms of high-level government advice, testing, vaccine development and large-scale clinical trials as well as research into social, economic, educational and wider impacts on well-being.

F. FINAL THOUGHTS

28. As 2020 drew to a close, there was much jubilation and anticipation for what 2021 might bring in terms of pushing back the pandemic. The reality has been extended lock-down, a programme of vaccination and much debate about whether we are in a sprint or a marathon race against the virus. In reality, it is both. As a metaphor for where we are as a University, and assuring our academic excellence and sustainability, this has some utility. UEG fully realises this and we believe that we have the programmes and initiatives that we are putting in place to win both the sprint and the marathon. It will be crucial for us as UEG that these programmes and initiatives are co-designed and delivered in partnership with Court as well as with our internal and external stakeholders. The coming few months will provide us with the opportunity to reimagine our University and its future as we continue to maintain operational excellence and create the building blocks for moving forwards.

**University Executive Group
February 2021**

Annex 1. UEG Strategic Priority Table

1. Financial Sustainability: Carol Prokopyszyn Expected Timeframe: 01/08/2020 to 31/07/2021 (For year 1 of the 5-year plan)		
RAG Rating →	Timeline	Outcomes and Impact
<p>Objective Overview</p> <p>This project continues progress towards financial sustainability on the themes of ‘survive’ and ‘thrive’. It includes a mix of in-year actions on budgetary control and longer-term initiatives which will link to the priority on development of a new strategic plan.</p> <ul style="list-style-type: none"> ➤ Maintain cost control in line with budget and Plan. ➤ Introduce additional cost saving measures if required ➤ Deliver financial scenario modelling to support strategy review. ➤ Reduce employer risk in UODSS through benefit change. ➤ Diversify income streams (e.g. commercialisation) 		
<p>Key Updates:</p> <ul style="list-style-type: none"> • In year cost savings achieved in line with budget 20/21. • High level budget principles and scenarios agreed and detailed budget process underway for 21/22+. • UODSS benefit change proposal presented to this meeting of Court. Project on track. • Loan proposal from SFC presented to this meeting of Court (contingent upon outcome of SFC Board meeting 4/2). • Next steps on commercialisation of research results and expertise agreed with Director of RIS. 		

2. Academic Excellence and Structure: Julian Blow Expected Timeframe: 01/01/2021 to 31/07/23		
RAG Rating →	Timeline	Outcomes and Impact
<p>Objective Overview</p> <p>This project aims to achieve academic excellence across Schools underpinned by financial sustainability. It is comprised of 6 project workstreams who report to the Project Oversight Board, chaired by the Principal:</p> <ul style="list-style-type: none"> ➤ Staff management – <i>Pam Milne</i> ➤ Teaching Excellence – <i>Blair Grubb</i> ➤ Research Excellence – <i>John Rowan</i> ➤ New Combined School – <i>Julian Blow</i> ➤ SLS and SMED – <i>Dean of Medicine and Dean of Life Sciences</i> ➤ Financial Reporting – <i>Peter Fotheringham</i> 		
<p>Key Updates</p> <ul style="list-style-type: none"> • Management structure with AES Oversight Board and AES Operations Team proposed • 4 ‘Options’ consultation meetings held in February to discuss future of SESW, SHUM and SSoS • Decisions made in response to feedback: i) change of working title to ‘New Combined School’; ii) structure of New Combined School to be based on 5-8 larger disciplinary groupings based around strong academic themes; iii) consultation period extended to incorporate more complex ‘Design Sprint’ phase that will aim to identify underpinning academic themes for New Combined School • Timelines drawn up for key aspects of AES project incorporating extended consultation for New Combined School • AES project updates discussed at Senate on 3rd Feb, with support for proposed changes • Teaching Excellence – timelines and sub-group meetings organised for both the Teaching Efficiency and the Curriculum Design Principles projects. • Research Excellence – established new cross institutional fixed-term working group examining five priority areas through fortnightly meetings and monthly reports: Capturing excellence at relevant scales; Research and WAM; Grant income & Overheads; Commercialisation; Research services functions and cost-base; RPG economy. 		

3. Business Transformation: Jim McGeorge Expected Timeframe: Research end February 2021; HRP end September 2021		
RAG Rating →	Timeline	Outcomes and Impact
<p>Objective Overview</p> <p>To introduce an ERP solution that transforms our core business systems (Finance, HR/Payroll and Research) and delivers prioritised upgrades to our existing student system, in order to drive new ways of working and enhanced approaches to the efficient and effective delivery of Professional Services to meet the University’s strategic priorities.</p>		

Key Updates

- Research 1 anticipated to go live at the end of February 2021.
- Research 2 plan received. Change control being put in place to commit parties to timescales.
- Four-week delay on HRP due to additional testing and impact of Covid lockdown on staff.
- Student management system enhancements agreed. Plan to be finalised in February.
- Programme remains within budget.

4. Blended Learning: Blair Grubb
Expected Timeframe: from 05/01/21

RAG Rating →	Timeline	Outcomes and Impact
Objective Overview		
<p>The 'Blended Learning' project is designed with two primary objectives:</p> <ul style="list-style-type: none"> ➤ Blended Learning for 20/21, including delivery of curricula and high-quality student experience in this new teaching mode ➤ Curriculum Design Principles <ul style="list-style-type: none"> - Define the hallmarks and attributes of all UoD degrees (including inclusive curriculum, active learning, diverse curriculum delivery and assessment, curriculum-based employability skills development. - New process linked to Periodic Programme Review, that will evaluate academic fit and programme financial sustainability. 		
Key Updates		
<ul style="list-style-type: none"> • Semester 2 recommenced on 5th January online following Tier 4 lockdown. • Students mainly learning remotely although some have returned to campus, e.g. placements, essential and time-critical face-to face learning, library access, MH issues. All activities have been re-assessed from a H&S perspective to make sure they are safe. • NSS will run for all final year students commencing 01/02/21 for 6 weeks. • The Student Pulse Survey will run for all other students to gauge their satisfaction with semester 2 and to allow disciplines to make in semester adjustments where students are having difficulties. • Arrangements for end of semester examinations (where required) and online graduation are underway. • Curriculum Design Principles - project recommenced in January and consultation document shared with Steering and Stakeholder Groups. Four design sprints (includes students) are being held in January –mid February and the feedback will inform a rewrite of the project document. Target date for completion of principles document is May 6 Senate meeting. 		

5. Digital Strategy: Blair Grubb and John Rowan
Expected Timeframe: to July 2021

RAG Rating →	Timeline	Outcomes and Impact
Objective Overview		
<p>The Coronavirus pandemic has clearly illustrated the need for an enhanced digital capability at the University. This project will:</p> <ul style="list-style-type: none"> ➤ Develop a high level, multi-year university-wide strategy covering administration, recruitment, research, teaching and underlying infrastructure. ➤ Set out key principles and include plans for a governance model, roadmap, sustained investment and organisational structure. 		
Key Updates		
<ul style="list-style-type: none"> • Short life working group has developed outline strategy under interim Principal • Director of IT undertaking round of consultation meetings to explore the outline with key staff and stakeholders with a view to refining further • Blair Grubb and John Rowan to take on Convenership of the Working Group • Targeting the end of the academic year for completion 		

6. New Strategic Plan: Iain Gillespie Expected Timeframe: 01/02/2021 to 30/04/2022		
RAG Rating →	Timeline	Outcomes and Impact
Objective Overview The current strategic plan is due for renewal in 2022. We are now beginning the process of consulting on the development of a new strategic plan.		
Key Updates <ul style="list-style-type: none"> • Discussion of the way forward with the Chair of Court is progressing positively. Triple intensity identified as a concept requiring exploration with the Court. • It is likely that a workshop with Court on the re-articulation of our core purpose, a key part of our sense of self, will be held in May. Work on our Vision and Strategy will align with this. • The Planning Conference in June will be repurposed to support this activity. • Our strategy will need to incorporate our response to the legacy of change wrought by Covid-19, whether positive or negative. A workstream on this will be developed. • The new strategy will be supported by an implementation plan and a reinvigorated planning process. 		

7. Maximising Student Numbers and Income: Thomas Veit and Wendy Alexander Expected Timeframe: 01/08/2020 to 31/07/2021		
RAG Rating →	Timeline	Outcomes and Impact
Objective Overview The 5y budget assumes £101m total fee income post contingency in 5y. (the pre-COVID figure was £102m). This is overwhelmingly to come from near doubling international fee income. The pandemic means new challenges with respects to student recruitment. This project aims to mitigate those risks and maximise our recruitment.		
Key Updates <ul style="list-style-type: none"> • S2 Overseas closer but slightly below post COVID budget, income targets overall have been met; Home/EU PGT ahead of budget • Key challenge remains volatility around policy making (e.g. mandatory hotel quarantine Scotland vs England) and competitiveness and impact on applications now even if measures were relieved for autumn • Manage COVID related developments – conversion, pre-departure, arrival, self-isolation support, online & blended welcome & landing well support • Lead on-line and in country recruitment, admissions, conversion for 21/22 for open and partnerships • COVID related planning continues with possible scenario planning should quarantine hotels affect September intake; work is ongoing with Towards 20/21 group to improve online teaching delivery overseas • Continued work with OIEG to recover student numbers, full year target now 150 at best case • Investment review for overseas student recruitment budget including marketing/on-line brand building Edtech initiatives (e.g. THE Campus) • Transnational education: deliver recruitment, teaching and student support for offshore Joint Educational Programmes. 		

8. Equality, Diversity and Inclusion: Pam Milne Expected Timeframe: to July 2021		
RAG Rating →	Timeline	Outcomes and Impact
Objective Overview The Equality, Diversity and Inclusion objective has been designed with two primary goals: <ul style="list-style-type: none"> ➤ Implementation of Race Charter <ul style="list-style-type: none"> - Formation of a University self-assessment team - Development of timelines for actions. - Formation of a focus group to facilitate the development of a University action plan. ➤ Retain Athena Swan Bronze Award <ul style="list-style-type: none"> - Preparing draft submission by the end of the current year - Liaise with relevant established groups in preparation for final submission. 		
Key Updates <ul style="list-style-type: none"> • Race Equality Charter - Four work groups now established and had first meetings to start to define action plans. • Clear timeframe now agreed for route to submission. • Athena Swan – Been unable to recruit new AS lead at a senior level. 		

Annex 2. Research Related Grants

1. The selection of grants and awards detailed below is intended to showcase the diverse range of research undertaken across the University which is enabled by funding sources that include research councils, charities and industrial sponsors. Please note that any joint awards listed below state the University of Dundee value only.
2. We would like to highlight that there were 57 awards made in the reporting period with a total value of c. £9.5 million, inclusive of £2 million in overhead contribution.

A. Research Award Highlights

- (i) **Professor D M F van Aalten (School of Life Sciences)**
Chemical and Genetic Validation of Aspergillus Fumigatus Cell Wall Targets
£1,577,548 (including £831,732 overheads) from the Medical Research Council

Aspergillus fumigatus is a fungal pathogen that causes invasive infections, including co-morbidity with COVID-19. This MRC grant will contribute to an increased understanding of the unique protective cell wall of this pathogen, unlocking new drug targets.

- (ii) **Professor V H Cowling (Life Sciences)**
mRNA Cap Regulation of Gene Express, Cell Function and Fate (Investigator Award)
£1,361,584 from the Wellcome Trust

This project investigates human development and how information in genes is used to form the different cells of the body. In this work, we will ask how a structure which helps to read genes, the “RNA cap”, controls the formation and function of neurons

- (iii) **Professor E R Jefferson (School of Medicine)**
CO-CONNECT: COVID - Curated and Open Analysis and Research Platform (UKRI Open Call - UKRI Ideas to Address COVID-19) (Joint with University of Nottingham and 17 others)
£1,048,370 (including £260,207 overhead) from the Medical Research Council

The Medical Research Council, National Institute of Health Research and the Department of Health and Social Care funded £4M CO-CONNECT (COVID - Curated and Open aNalysis aNd rEsearCh platform) project is developing a UK-wide, real-time infrastructure enabling trustworthy, de-identified, secure analysis of COVID-19 data sets from across multiple sources. This will help us to answer key questions about immunity to COVID-19 and the implications for patient outcomes. The project is co-lead by Dundee.

- (iv) **Dr Jens Januschke (Life Sciences)**
Dissection the Coupling of Cell Polarity with the Stem Cell Cycle by Chemical Genetics
£427,882 (including £201,173.11 overhead) from Biotechnology and Biological Sciences Research Council

Stem cells operate in most tissues of our body to replace damaged or worn out cells. To do this stem cells in some instances divide asymmetrically i.e. they produce one copy of themselves and quite remarkably a different cell type in a single division. This project addresses how the machinery that controls the timing of cell division regulates this ability of neural stem cells in an invertebrate model system.

- (v) **Dr A M Johansen (Social Sciences)**
Police Accountability - Towards International Standards (POLACS)
£406,709.00 (including £245,385 overhead) from the Economic and Social Research Council

This ESRC funded project in collaboration with sociologists, political scientists and legal scholars from Germany, France, Canada and Japan, investigates and compares police complaints systems in these countries. The aim is to identify standards for good practice in complaints handling and develop the theoretical and methodological basis for research into police complaints procedures.

- (vi) **Professor C M Colvin (Duncan of Jordanstone College of Art & Design)**
Visual Research in Creative Collections and Economies
£241,374 from Arts and Humanities Research Council

The AHRC Capabilities for Collections grant will allow DJCAD, the School of Humanities and the Archives and Museums Services to build our resource in specialist equipment necessary to digitise our internationally important collections such as the Alastair MacLennan, REWIND and Richard Demarco Archives. Further, this will expand our public engagement and publication activities around non-traditional archives and will promote and disseminate these significant collections.

- (vii) **Professor A M Mcfadden (Health Sciences)**
My Baby, My Choice: Experiences Of Mothers With Intellectual Disabilities And Their Infant Feeding Choices
£93,412 from the Scottish Graduate School of Social Science

This PhD studentship will examine how women with intellectual disabilities make decisions about feeding their babies and what support they need to carry out their wishes. Women with intellectual disabilities will be asked to keep a video diary and take part in research interviews during pregnancy and the first few months after birth. The study is a collaboration between the School of Health Sciences and the Scottish Commission for Intellectual Disabilities.

B. Research Awards > £500,000

Name	School	Project Title	Total Value	Funder
Professor J R Swedlow	Life Sciences	Next Generation Data Formats for BioImaging (Technology Development)	£1,282,716.	Wellcome Trust

C. Research Awards > £100,000 < £500,000

Name	School	Project Title	Total Value	Funder
Professor J D Chalmers	Medicine	Understanding the Role of Vaccine Targeted Respiratory Pathogens at Exacerbation of COPD	£480,072.30 (including £96,253 overhead)	GlaxoSmithKline
Professor E R Jefferson	Medicine	World Class Labs (Multiomics)	£400,000	HDR UK (Health Data Research UK)
Professor C N A Palmer	Medicine	SHARE 21-22	£330,973	Chief Scientist Office
Professor U Zachariae	Life Sciences	High Resolution Structure, Function and Anti-Viral Inhibition of the SARS-CoV2 E Protein Ion Channel (joint with St Andrews University and Trinity College Dublin)	£328,010 (including £177,148 overhead)	Biotechnology and Biological Sciences Research Council
Professor R Petty	Medicine	GO2 PRECISE	£286,270	Cancer Research UK
Dr M Baxter	Medicine	Identifying and Validating Predictive Biomarkers in Advanced Oesophageal Adenocarcinoma - A Springboard to REAListic Medicine (BE-REAL)	£225,097	Chief Scientist Office
Professor I H Gilbert	Life Sciences	Pilot Study of Aminacyl-Acid tRNA Synthetases as Drug Targets for TB and Malaria	£193,468 (including £39,203 overhead)	Bill and Melinda Gates Foundation
Dr L Manfredi	Medicine	Softtech - High Growth Phase 1	£116,750	Scottish Enterprise Glasgow

D. Research Awards £50,000 <£100,000

Name	School	Project Title	Total Value	Funder
Dr M M McGilchrist	Health Sciences	Quebec Support Unit EHR Access Project (Renewal)	£90,246 (including £8,204 overhead)	University of Sherbrooke
Dr M J Brown	Science and Engineering	SSEN Innovative OHL foundation assessment and upgrading	£80,791 (£42,326)	Scottish and Southern Electrical
Professor J R Swedlow	Life Sciences	Next Generation File Formats for BioImaging	£78,277.89 (including £10,210.16 overhead)	Chan Zuckerberg Initiative
Professor A Ciulli	Life Sciences	Targeting E3 ubiquitin lifases with small molecules (iCASE) Student - Thomas Webb	£67,276	AstraZeneca UK Ltd
Professor I H Gilbert	Life Sciences	Target Discovery for Antimalarials (Joint with University of California San Diego)	£51,280.00 (including £8,042 overhead)	University of California, San Diego

E. Research Awards <£50,000

Name	School	Project Title	Total Value	Funder
Professor C Mackintosh	Life Sciences	DTP Bid Led by University of Dundee (Additional Funding)	£44,978	Medical Research Council
Dr H M Whitford	Health Sciences	Implications of a More Gender Balanced Nursing Workforce	£44,853	Scottish Graduate School of Social Science
Dr A Shoemark	Medicine	BEAT_PCD ERS CRC	£29,822.66	European Respiratory Society
Dr H M Whitford	Health Sciences	Implications of a More gender Balanced Nursing Workforce	£29,603	Scottish Government
Professor W N Hunter	Life Sciences	University of Dundee NPIF Studentships 2017 (Additional Funding)	£27,149	Medical Research Council
Dr L Zheng	Science and Engineering	Unsteady State, Asymmetric Heat Transfer and Storage for Insulating Composite Materials and Performance Optimisation	£23,500 (including £2,150 overhead)	Southwest University of Science Technology
Dr J Ross	Social Sciences	Self-referencing in the Classroom	£16,920.26 (including £16,920.26 overhead)	Economic and Social Research Council
Head of School	Science and Engineering	DTP 2016-2017 University of Dundee (Additional Funding)	£14,289	Engineering and Physical Sciences Research Council
Dr S Wyllie	Life Sciences	Identification and Validation of the Targets of Compounds Demonstrating In Vitro Activity Against Trypanosoma Cruzi (Fellowship) Supplementary application due to COVID-19	£13,235	Royal Society
Professor C MacKintosh	Life Sciences	DTP Bid Led by University of Dundee (Additional Funding)	£12,504	Medical Research Council
Professor J A Sixsmith	Health Sciences	AGE-WELL	£11,470 (including £3,970 overhead)	AGE-WELL
Dr J R Boehnke	Health Sciences	Longitudinal Analyses of the BOOST Trial Data (Joint with University of Leeds)	£10,000 (including £10,000 overhead)	NHS National Institute for Health Research
Head of School	Science and Engineering	NPIF EPSRC Doctoral University of Dundee 2017 (Additional Funding)	£9,602	Engineering and Physical Sciences Research Council

Dr J Bodor	Duncan of Jordanstone College of Art & Design	What Is A Living Archive? Curating The Unruly Archives Of Contemporary Art	£9,000	Royal Society of Edinburgh
Dr P Ramsay	Health Sciences	Developing a Behavioural Intervention to Increase Lay- Peoples Intentions to Initiate CPR in the Event of Out-of- Hospital Cardiac Arrest (OHCA)	£8,447 (including £8,447 overhead)	Medical Research Council
Dr A Morel	Social Sciences	Basic Silicate Rock By-Product: ANnew Agricultural Input That Captures CO2	£4,371 (including £4,371 overhead)	Scottish Government
Dr M A Sicilia Aguilar	Science and Engineering	Reading Between The Lines: What Time Tells Us About Space	£3,000	Science and Technology Facilities Council
Dr N B Bamford	Life Sciences	Bacterial motility after dispersal - Why leave if you can't get away? (Joint with University of Edinburgh - lead- , University of Southampton and University of Nottingham).	£2,683.20	National Biofilm Innovation Centre (NBIC)
Dr J Ross	Social Sciences	Exploring the Links Between Metacognition, Perspective Taking and Self- Representation in 16 to 24- Month-Old Infants (Vacation Scholarship)	£2,000	Carnegie Trust for the Universities of Scotland

Annex 3. People and Prizes

Below is a summary of the awards and prizes that have been achieved by our University of Dundee community since the writing of our last UEG report to Court.

Clarivate's Highly Cited Researchers 2020

1. In late November 2020, 6 of our academics (four experts from the School of Life Sciences and two experts from the School of Medicine) were named in Clarivate's Highly Cited Researchers 2020 list. The list, which is published annually, recognises researchers who have demonstrated significant influence in their field through the publication of highly cited papers within the last decade. The Dundee academics named in the prestigious list are:
 - Professor Dario Alessi (School of Life Sciences)
 - Professor Albena Dinkova-Kostova (School of Medicine)
 - Professor Grahame Hardie (School of Life Sciences)
 - Professor Blair Smith (School of Medicine)
 - Professor John Peters (School of Life Sciences)
 - Professor John Raven (School of Life Sciences)
2. We are delighted that the University's stellar academics have been named in such a prestigious list. This is a testament to our vibrant research community and the excellent research that is undertaken at the University every day.

Scottish Portrait Award for Fine Art University of Dundee Winner

3. Li Huang, a PhD student in his first year at the Duncan and Jordandstone College of Art & Design, at the University has been awarded the prestigious Scottish Portrait Award for Fine Art for an intimate painting portraying a conversation between the artist and his late father. He was awarded first prize in the competition which celebrates and promotes excellence in contemporary portraiture in Scotland.

MBE for Emeritus Professor Geoff Codd

4. Professor Geoff Codd (School of Life Sciences) has been awarded an MBE in recognition of his services to the field of cyanobacterial blooms (blue-green algae) and toxins. Over his career Professor Codd has investigated toxic cyanobacterial (blue-green algal) blooms, particularly their toxins (production, properties, health effects and control). His laboratory has served as a centre for cyanobacterial toxin analysis and toxicity assessment for several national water authorities, environmental and health agencies, for the risk management of water resources and associated activities.

Annex 4. University Executive Group Meetings

The University Executive Group has met formally on 9 November, 16 November, 18 November, 23 November, 30 November, 2 December, 16 December, 13 January, 27 January and 10 February. The following items were considered:

A. CORPORATE ISSUES

- Business Transformation (SITS)
- MRSU closure
- COVID-19
 - Teaching and delivery
 - Lecture capture
 - Testing
 - Sub-Group updates
 - Scottish Government guidance

B. HUMAN RESOURCES ISSUES

- Reward and recognition processes for 2021
- Equality, Diversity and Inclusion
- Salary setting framework
- Workload management
- Staff working remotely overseas

C. FINANCE ISSUES

- High level budget principles cycle 2021/22
- Budget risks update
- Going concern
- SFC financial transaction funding
- Pension benefit change

D. STRATEGIC MATTERS

- Academic excellence and structure
- UEG Away Day
- Organisational change proposals (marketing, RIS)
- SFC review

E. INTERNATIONAL ISSUES

- Student recruitment analysis
- Collaborate partnership updates

APPENDIX 2

ANNUAL REPORT FROM THE AUDIT & RISK COMMITTEE
(Minute 43 (1))

Membership and Meetings

1. The Committee meets four times per annum and the meetings for the year 2019/20 took place on 20 August 2019, 29 October 2019, 3 March 2020 and 19 May 2020.

Attendance by members was as follows:

		Aug.	Oct.	Mar.	May.
Karen Reid (Convener)	Court member	Y	Y	Y	Y
Lady Lynda Clark	Court member	Y	Y	Y	Y
Keith Winter	Court member	N	Y	Y	Y
Karen Bassett	Co-opted	Y	Y	Y	Y
Colin Clunie	Co-opted	-	-	Y	Y
Gordon Weir	Co-opted	-	-	Y	Y

2. Additionally, the Convener of the Finance & Policy Committee, Richard Bint, the Internal Auditors (Scott-Moncrieff) and External Auditors (Ernst & Young), University Secretary and Directors of Academic & Corporate Governance and Finance attended meetings of the Audit & Risk Committee in 2019/20 on a regular basis.

Financial Statements

Year ended 31 July 2020

3. The Committee received draft financial statements for the University for the year ended 31 July 2020 at its meeting on 25 January 2021, following their consideration by the Finance & Policy Committee at its meeting on 19 January 2021.
4. The Committee also received a report from the external auditors, Ernst & Young, who anticipated issuing unqualified audit opinions in respect of the University's financial statements and those of its subsidiary entities. The external auditors confirmed they had obtained appropriate and sufficient evidence to enable them to conclude satisfactorily on each of the significant accounting and audit matters identified.
5. The external auditors identified two unadjusted audit differences to report. The auditors had identified one audit difference of £0.2m in relation to the current year effect of the sale of the medical curriculum to Anglia Ruskin University Higher Education Corporation, which is in line with previous accounting treatment. The second item relates to items capitalised as intangible assets which did not meet the capitalisation criteria, but management chose not to adjust this. The aggregated impact of the unadjusted audit difference was £0.4m which the auditors and management agreed was not material.
6. In relation to the corporate governance statement the external auditors concluded that in all material respects the University had met the requirements placed upon it.
7. The external auditors did not identify any significant or material circumstances of non-compliance and, based on the work undertaken, did not identify any significant deficiencies in the design or operation of an internal control that might result in a material misstatement in the financial statements.
8. In considering the report from the external auditors, the Committee agreed that the University should be considered a going concern but noted that, in the context of current funding levels from the Scottish Funding Council, longer-

term financial sustainability remained a significant risk. The committee noted that the external audit opinion included an emphasis of matter paragraph to draw attention to disclosures around the future financial performance of the University following the impact of Covid-19. The committee agreed this reflects the significance of the disclosures to the understanding of the financial statements.

Terms of Reference and Procedures

9. The Committee undertook its annual review of its remit and terms of reference at its meeting on 29 October 2019.
10. When considering internal audit reports the Committee primarily focuses on critical or high risk recommendations where a control weakness that is fundamental to the area under review has been identified and where the University should take immediate or prompt action. When critical level recommendations are made, the internal auditors inform the Convener of the Audit & Risk Committee at the earliest possible time. For all internal audit reports, the audit sponsor or relevant Director is invited to attend the meeting of the Committee to provide appropriate contextual information to the Committee and to allow joint exploration of any issues reported.
11. A formal process of following up and reporting on outstanding recommendations is in place. In the year in question, the Committee was presented with a report outlining the status of outstanding recommendations twice: once from the internal auditors at the October meeting and once from management at the March meeting. In the event that there is evidence of repeated non-implementation of recommendations, the individual responsible may be asked to attend a meeting of Audit & Risk Committee for further discussion.
12. While recognising the essential role of internal audit in providing a framework and formal procedures for risk management, internal control and governance, the Committee maintains an independent interest in particular areas, assisted by discussions at Committee meetings with members of the University's senior management. For example, the Committee has been particularly interested in the ongoing Business Transformation programme and maintained risk oversight of the ongoing COVID-19 pandemic.

Internal Audit

13. Internal audit work for the year was provided by Scott-Moncrieff. Their appointment ended on 31 July 2020. During 2019/20 the Committee received reports on the internal audit assignments with recommendations graded as shown in the table below:

	Red	Amber	Yellow	Green
General Ledger	-	2	1	2
Student Income Collection	-	-	2	2
Curriculum Planning	-	-	-	5
Workload Allocation Model	-	-	2	1
School Operational Planning*	-	-	-	-
Information Governance	-	3	1	-
Public Protection	-	1	2	1
Accounts Payable	-	-	-	2
Total	0	6	8	13

**This review was in a different format to standard reports and did not include any 'formal' recommendations.*

General Ledger

14. The internal auditors reviewed the new General Ledger system in terms of appropriateness for recording financial transaction, ensuring completeness and integrity, and for producing appropriate management information. The review also included an investigation into the processes for data cleansing and transfer from the old system.
15. The review found that the migration of data for the University of Dundee's General Ledger reflected good practice with processes in place to reconcile migrated data and obtain appropriate sign-off. Thus, the review concluded that the University had established the expected level of reporting functionality. The auditors recommended that the University carry out a benefits realization and lessons learned exercise on the implementation of the General Ledger. The auditors also suggested the University reduce the number of superusers.

Student Income Collection

16. The internal audit on student income collection focused on reviewing the processes used in the collection of student payments. The review found that the University had a set of robust processes in place to ensure that fees and other payments from students were collected in full and in a timely manner. The auditors found that appropriate systems were used to record student fee income and facilitate the regular monitoring of student's payments.
17. The internal auditors highlighted opportunities for improvement, noting that the development of formal policies and procedures in relation to student income collection would be beneficial to reflect and reinforce current practice.

Curriculum planning

18. The internal audit on curriculum planning reviewed the curriculum planning arrangements and their alignment to the University strategy and relevant objectives. The review also considered the processes for developing educational partnerships. The auditors found that the University of Dundee had a well-developed approach to curriculum planning, including appropriate engagement with key stakeholders enabling programmes to be relevant to students and potential employees, which was all being applied on a consistent basis. A low-risk area for improvement was noted in relation to the need to periodically review policies related to the curriculum to ensure they remained reflective of current practices, since this would strengthen the University's control framework.

Workload Allocation Model

19. The internal auditors reviewed the implementation of the new Workload Allocation Model across schools within the University focusing on the Schools of Life Sciences, Education and Social Work and Medicine in the review. The main aim of the new Model was to create a transparent, fair and consistent model that would allow for comparisons to be made across schools and disciplines, identifying efficiencies and gaps across the institution. The auditors found that the new Workload Allocation Model would take time to be integrated across the University and found two areas of moderate risk exposure for improvement, relating to opportunities to enhance the accuracy of data within the Model and the need for a communication plan to be established.

School Operational Planning

20. The review of the University's approach to operational planning for 2020/21 had to be revised due to the COVID-19 pandemic. The internal auditors supported management in the planning of a series of sessions designed to consider the performance of Schools and Directorates as well as their indicative plans for 2020/21. The auditors considered whether the planning conference enabled sufficient engagement across the University through attendance and questioning of presenters. The review also considered whether the content of the presentations adequately reflected on performance and included plans that had taken the current operating environment into consideration in light of the COVID-19 pandemic.
21. The auditors found that the outcome was successful in achieving the aim of enabling strong challenge of the plans of the University through the sessions, noting a small number of minor improvement opportunities. It was noted that extra time could be allocated to future student services presentations, as it had seen the highest number of questions. It was also noted through a review of presentation slides that it was not always clear if external risks were appropriately identified and communicated.

Information Governance

22. The review focused on the adequacy of information governance arrangements within the University. The review considered the adequacy of policies, procedures and the governance framework which ensured that the University complied with the relevant regulatory and legal requirements. The auditors noted that information governance operating procedures were available to all staff on the intranet, and that the Data, Records & Information Committee (DRIC) met regularly and had a remit for information governance related matters.
23. The auditors recommended a number of improvements including the development of an overarching governance strategy or policy framework; the development of a formal risk-based process which would allow for the assessment of wider compliance of information governance policy and legal requirements; and the development of an information governance training and awareness programme. It was noted that the information governance activities had been negatively impacted by the loss of a senior member of the information governance team.

Public Protection

24. The review of Public Protection considered the University's approach to handling cases, *inter alia*, of gender-based violence and Hate Crime, in line with the guidance set out by Universities UK and the expectations of the Scottish Government and legislation. The report found that the University provided comprehensive information on reporting concerns in relation to Gender-Based Violence and Hate Crime. In addition, a good level of support was provided internally alongside signposting to external sources of support, with a trauma-informed approach being taken to handling and supporting disclosures.
25. The auditors noted that the University should ensure that safeguarding policies were developed for adult and child protection and Prevent, and that they aligned with the existing Safeguarding Protocol. Furthermore, it was recommended that when published, the policies and associated procedures should be clearly communicated to staff. The review also recommended that the University review the risk assessment checklists used for reporting serious incidents, ensuring that these had considered any implications in respect to vulnerable adults and child protection. Finally, the report recommended that the University should ensure that there was a formal governance reporting line in place for the Equally Safe Group.

Accounts Payable

26. The review of Accounts Payable was an addition to the 2019/2020 Annual Plan reflecting on the changed risk environment since the outbreak of COVID-19. The report assessed the arrangements in place ensuring the University had robust procedures to ensure payments continued to be made for goods and services, and that these services continued to operate in a remote working environment. Overall, the auditors found that the University accounts payable procedures reflected good practice and were well designed to facilitate remote working practices. The auditors noted two minor areas for improvement noting that the Accounts Payable Policies and procedures were up to date but lacked a review process ensuring they continued to reflect ongoing practice. The auditors also noted that the job titles of relevant approvers within the procedure for Processing Student Fund Payments should be used rather than individuals' names.

Overall

27. Each report included management responses and was considered in detail with the auditors and officers addressing comments and questions from Committee members. The Committee was satisfied with the management responses to the issues raised and with the proposed timescales for the implementation of recommendations. The progress on this was routinely monitored through follow-up reports from the auditors and by University officers, as outlined above. The COVID-19 pandemic was taken into account when developing timelines for management responsibilities and recommendations.

Internal Audit Opinion

28. The internal auditors provided the Committee with their overall assessment of the University's internal control systems. Based on the areas they examined in 2019-20 the auditors were of the opinion that 'the university of Dundee has a framework of governance and internal controls that provides reasonable assurance regarding the effective and efficient achievement of objectives and the management of key risks'.

Risk Management

29. The Committee reviewed the institutional risk register at its October and May meetings. The Committee also received regular updates on risk management processes in the format of the minutes from the Risk Management Oversight Group meetings and updates from the Policy Officer (Risk & Audit).

30. An additional meeting of the Committee was held on the 24 February 2020 with a specific risk agenda. Members carried out deep dives on the Institutional Risk Register, specifically focusing on financial sustainability, research, the new Business School and the University estate.
31. With the development of the COVID-19 pandemic, the Committee also reviewed the COVID-19 Risk Register at its May meeting and regularly thereafter.
32. The Committee considered regular reports from the Director of Legal highlighting key legal risks and quantifying the potential costs arising from any anticipated litigation.

Other Activities

33. The internal and external auditors, Scott Moncrieff and Ernst & Young, came to the end of their contracts on 31 July 2020. Under the APUC framework Ernst & Young were re-appointed as the external auditors for the period of three years from 22/06/2020. A tender was carried out for the internal audit contract and KPMG were appointed as the University's internal auditors effective from 03/09/2020 for an initial period of three years.
34. In October 2020 the Audit & Risk Committee considered a draft internal plan for 2020/21. Reviews were scheduled in the following areas: Technology: Cyber, Business Transformation: HRP Implementation, Portfolio Development, HR Process: Academic Performance Review, Core Financial control: Payroll, Compliance: Data Quality and Strategic planning.
35. The Committee reviewed and approved the Business Continuity Management Framework on the 3 March 2020.
36. The Committee reviewed Business Continuity Planning in response to the COVID-19 pandemic.
37. The Committee maintains oversight of the planning and implementation of the Business Transformation Programme and in this respect receives updates from the University Secretary at each meeting. Considerable challenge and scrutiny has been provided by the Committee, with members reviewing the timescale for implementation and discussing the associated risks. The Committee also reviewed the 'Lessons Learned' report from Ernst & Young which had focused on the procurement and specification process of the Business Transformation Programme.
38. The Committee undertook scrutiny and challenge of a number of key policy and practice areas, including health & safety and risk related policies such as anti-bribery, whistleblowing and conflict-of interest.
39. The Convener met both the internal and external auditors separately before each meeting of the Committee, ensuring that the issues raised in these private meetings were communicated to University senior management and the Committee as appropriate.

Communication to the Court

40. Minutes of the meetings of the University Court are available from:
<http://www.dundee.ac.uk/governance/governance/court/court-agendas-minutes/>
41. Key matters communicated to the Court by the Audit & Risk Committee related to:
 - Summaries of Internal Audit reports;
 - Annual Financial Statements;
 - The implementation of the University Strategy;
 - Oversight of risk pertaining to COVID-19;
 - Risk Management matters, including the institutional risk register;
 - Business Continuity Management Framework; and
 - GDPR compliance.

Opinion

Auditors

42. The Committee is satisfied with the performance and diligence of the internal and external auditors.

Effectiveness of Internal Controls

43. On the basis of the internal audit work undertaken during the course of the year, comments from the external auditors on the University's financial statements and statements from management, the Audit & Risk Committee believes that the University has an adequate framework of risk management control and governance arrangements, and adequate arrangements for promoting efficiency and effectiveness (VfM). The Committee will continue to monitor the progress of the University on the implementation of the recommendations contained in the report from the external auditors and from the various reports by the internal auditors.

Keith Winter

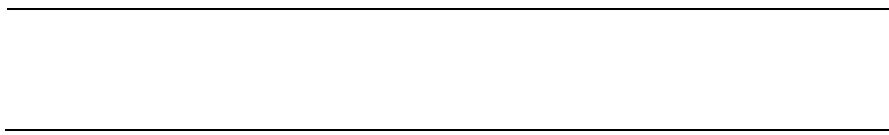
January 2021

APPENDIX 3
DUSA CONSTITUTION
(Minute 50 (1))

CONSTITUTION

of

DUNDEE UNIVERSITY STUDENTS' ASSOCIATION



1. NAME AND FORM

1.1 The name of the Association shall be “Dundee University Students’ Association” (“the Association”). The Association is the students’ association of the University of Dundee (“the University”).

1.2 The Association shall:-

1.2.1 Be an unincorporated association of members who are, in the main, students of the University;

1.2.2 Entrust the management, administration and development of the Association to Board of Trustees;

1.2.3 Establish a Council of the Students’ Association which shall be a democratic body to set the policy of the Association in conjunction with the Board of Trustees;

1.2.4 Be a non-profit making organisation with any financial surpluses being re-invested in the Association; and

1.2.5 Adhere to the requirements of the Education Act 1994 (as amended).

1.3 This document, together with proper and valid amendments, shall be known as the Constitution.

1.4 There shall be Bye Laws to the Constitution which will set out further provisions on certain matters.

2. OBJECTS AND PURPOSES

2.1 ***The Association exists to promote and represent the interests of the student body at the University. The Association aims to provide the highest level of social, recreational, advice and support services to all members irrespective of age, gender, background or beliefs. The Association aims to assist its members to enhance their experiences of being a university student and assist in gaining the highest possible quality of education by providing opportunities to volunteer and make valuable use of their free time to help benefit themselves and others. The Association’s recreational facilities are designed to offer its members a wide variety of facilities in which to relax and socialise. As a student-led organisation the Association aims to respond to the needs of its membership promptly and effectively and to openly welcome and encourage their contribution to the workings of the Association.***

2.2 The Association’s objects and purposes are to:-

2.2.1 Advance the arts, culture, education, science, heritage and sport by providing amenities and supporting activities for the members;

2.2.2 Prevent and relieve poverty and advance health by providing advice and welfare services for members and potential members and;

2.2.3 Promote and advance citizenship amongst the membership through democratic structures for student representation within the Association, the University, associated organisations and in society in general.

2.3 The following are important to the fulfilment of the objects and purposes set out in clause 2.2:

2.3.1 Representing and promoting the general interests of students of the University;

- 2.3.2 Representing students in their needs and aspirations;
 - 2.3.3 Supporting students throughout their university life and relieving hardship, poverty or difficulties connected with university life;
 - 2.3.4 Advising, informing and listening to students;
 - 2.3.5 Promoting participation in the work and activities of the Association;
 - 2.3.6 Providing social, welfare and recreational facilities and services; and
 - 2.3.7 Supporting student development, sports, societies and other co-curricular activities.
- 2.4 In fulfilling its objects and purposes as set out in clause 2.2, the Association aims to provide:
- 2.4.1 Social facilities to enhance the academic experience and to be the focus of the academic community;
 - 2.4.2 Leisure activities (including competitive and non-competitive sport) religious and political activities, to enable students and staff to mix outwith the academic environment;
 - 2.4.3 Support for students facing difficulties, whether in academic or personal matters, and to look after students' welfare and relieve hardship or poverty;
 - 2.4.4 Representation of students within the structures of the University, to ensure the future of course development through active participation by students; and
 - 2.4.5 Opportunities for students to gain experience in the running of the Association, by participating in its democratic structures and by working for the Association.

3. **POWERS**

In pursuance of the objects and purposes set out in clause 2 (but not otherwise), the Association shall have the following powers (in addition to such powers as they may have at common law or under statute):-

- 3.1 To provide charitable assistance and encouragement to enhance in as many aspects as possible the overall student, university and learning experience;
- 3.2 To purchase, take on lease, hire, or otherwise acquire, any property (whether heritable or moveable) or rights which are suitable and necessary for the Association's activities;
- 3.3 To improve, manage, develop, or otherwise deal with, all or any part of the property (whether heritable or moveable) and rights of the Association;
- 3.4 To sell, let, hire out, license, or otherwise dispose of, all or any part of the property (whether heritable or moveable) and rights of the Association;
- 3.5 To borrow money, and to give security in support of any such borrowings by the Association;

- 3.6 To employ such staff as are considered appropriate for the proper conduct of the Association's activities, and to make reasonable provision for the payment of pension and/or other benefits for members of staff, ex-members of staff and their dependants;
- 3.7 To engage such consultants and advisers as are considered appropriate from time to time;
- 3.8 To effect insurance of all kinds (including without prejudice to the foregoing generality Employers' Liability Insurance, Public Liability Insurance and Trustees' Liability Insurance);
- 3.9 To invest any funds which are not immediately required for the Association's activities in such investments as may be considered appropriate (and to dispose of, and vary, such investments);
- 3.10 To advance money on loan with or without security and upon such terms as the Trustees shall think fit;
- 3.11 To liaise with other voluntary sector bodies, local authorities, United Kingdom or Scottish government departments and agencies, and other bodies, all with a view to furthering the Association's objects;
- 3.12 To apply for and hold all necessary permissions, licences and authorities which are necessary or desirable for or in connection with the carrying out of the Association's activities;
- 3.13 To establish and/or support any other charitable body, and to make donations for any charitable purpose falling within the Association's objects;
- 3.14 To incorporate wholly owned subsidiary companies to carry on any trade;
- 3.15 To provide and operate restaurant, catering, canteen, refreshment and bar facilities and to hold any licences, permissions or authorities necessary for these purposes;
- 3.16 To take such steps as may be deemed appropriate for the purpose of raising funds for the Association's activities;
- 3.17 To undertake and organise schemes for the raising of money, other financial support and assistance in kind, appeals both public and private, and the selling of goods and other products produced in connection with or ancillary to the objects of the Association or any of them;
- 3.18 To accept grants, donations and legacies of all kinds (and to accept any reasonable conditions attaching to them);
- 3.19 To draw, make, accept, endorse, discount, execute and issue cheques, promissory notes' bills of exchange, warrants and other negotiable or transferable instruments;
- 3.20 To print, publish, buy and sell any periodicals, books, magazines or leaflets and other publications relating to or for the purposes of the Association;
- 3.21 To promote, subscribe to and assist (whether by the making or granting of gifts, donations, covenants, grants or otherwise) associations, institutions, organisations, companies, societies, clubs, local and public bodies and authorities and other bodies and funds having for their object or which may be expected to result in the advancement, protection, or benefit of the objects of the Association or any of them;

- 3.22 To enter into any arrangements with any government or authority, supreme, municipal, local or otherwise and to obtain from any such government or authority any rights, concessions, privileges that may seem to further any or all of the Association's objects or any of them.
- 3.23 To enter into partnership or into any arrangement for joint, shared or mutual promotion, investment or development, union of interests, reciprocal concessions or co-operation with any person, partnership, association or company carrying on, engaged in or about to carry on or engage in any business or transaction which the Association is authorised to carry on or engage in or any business activity capable of being conducted so as to directly or indirectly further the objects of the Association and to take or otherwise acquire and hold shares or stock in ore securities of, and to make grants to or otherwise assist any person, partnership or company and to sell, hold, re-issue with or without guarantee or otherwise deal with such shares, stock or securities;
- 3.24 To make such reasonable and not unduly restrictive charge for any of its services as the Association thinks fit including without prejudice to the foregoing generality interest charges on loans made by the Association;
- 3.25 To do anything which may be incidental or conducive to the furtherance of any of the Association's objects.

4. MEMBERSHIP

There shall be the following classes of members of the Association:-

4.1 Ordinary Members

All matriculated students of the University shall be Ordinary Members, unless such a student exercises his or her right not to be a member of the Association.

4.2 Life Members

Life Members of the Association as at 1969, persons who have studied for at least two years in the University and graduates of any institution with which the Association has a reciprocal agreement shall be eligible to become Life Members of the Association.

4.3 Associate Members

The Association shall be entitled to grant Associate Membership in its sole discretion and for the time being in terms of any publication setting out Associate Membership.

4.4 Honorary Members

4.4.1 The Association shall be entitled to grant Honorary Membership.

4.4.2 The following shall be Honorary Members:-

- (a) The Chancellors, Rectors and Principals of the University.
- (b) The President of the Association, the Rector's Assessor of the University and the Students' Assessor on the *Senatus Academicus* of the University.
- (c) Former Sabbatical Trustees of the Association.
- (d) Former non-Sabbatical Trustees of the Association and other members of the public deemed by Council to have made an extraordinary contribution to the Association.

4.5 **Voting Rights**

Only Ordinary Members of the Association will be entitled to vote at General Meetings of the Association or otherwise in relation to the business of the Association. Life Members, Associate Members, Honorary Members shall have no voting rights.

5. **BOARD OF TRUSTEES**

5.1 **Composition**

The management, administration and development of the Association shall be entrusted to a Board of Trustees.

5.1.1 The Board of Trustees shall consist of fourteen (14) members (“the Trustees”) who shall be following:-

- (1) The President of the Association (“the President”);
- (2) Vice President of Academia or such other name as may be applied;
- (3) Vice President of Representation or such other name as may be applied;
- (4) Vice President of Student Wellbeing or such as other name as may be applied;
- (5) Vice President of Community or such other name as may be applied;
- (6) Vice President of Fundraising or such other name as may be applied; and
- (7) Vice President of Student Activities or such other name as may be applied;
- (8) Seven (7) additional Trustees (“the Additional Trustees”) at least three of whom shall not be members of the University.

5.2 **Appointment of Trustees**

The Trustees shall be elected/ co-opted in accordance with procedures set out in the Bye Laws.

5.3 **Sabbatical Trustees**

5.3.1 The Association with the agreement of the University shall be entitled to designate some Trustees as “Sabbatical Trustees”. Such positions shall comprise less than half of the Board of Trustees and shall be remunerated and subject to a service agreement as stipulated in the Bye Laws. Any such remuneration shall be fair and reasonable and made in the best interests of the Association.

5.3.2 The Trustees named in clauses 5.1 (1) to (4) shall be designated as Sabbatical Trustees.

5.3.3 The Trustees named in clauses 5.1 (1) to (7) shall be known as the Executive and shall form the Executive Committee as set out in the Bye Laws.

5.4 **Powers, Duties and Responsibilities**

The powers, duties and responsibilities of the Trustees shall be set out in the Bye Laws.

5.5 **Delegation to committees**

The Board of Trustees may delegate any of their powers to any committee consisting of such persons as the Trustees may determine.

5.6 **Meetings**

The Board of Trustees shall hold and regulate the conduct of meetings in accordance with the provisions as set out in the Bye Laws.

5.7 **Termination of/ removal from office**

A Trustee's tenure as a Trustee may be terminated in accordance with the Bye Laws by termination or removal.

5.8 **Conflict of Interest**

5.8.1 A Trustee must act in good faith and with the care and diligence that it is reasonable to expect of a person who is managing the affairs of another person in fulfilling the purposes of the Association.

5.8.2 No Trustee shall have a personal interest in the sale of goods or services of the Association or in any profits arising there from; and

5.8.3 No Trustee shall participate in a decision where there may be a conflict of interest and Trustees shall always place the interests of the Association before other personal interests (whether financial or not).

6. **STUDENTS' REPRESENTATIVE COUNCIL**

There shall be a Council of the Students' Association which shall be known as the Students' Representative Council of the Association ("Council"). Council shall have the power to recommend policy for the Board of Trustees' consideration. The composition, powers, form of elections and appointments and conduct of meetings shall be set out in Bye Laws.

7. **GENERAL MEETINGS**

There shall be an Annual General Meeting of the Association and General Meetings can be called on the request of a stated number of Ordinary Members. The procedure for calling and the conduct of the Annual General Meeting and General Meetings shall be set out in Bye Laws.

8. **OPERATION OF ACCOUNTS AND HOLDING OF PROPERTY**

8.1 The signatures of two of the Trustees shall be required in relation to all operations (other than lodgement of funds) on the bank, building society accounts and other holdings held by the Association; and

8.2 The title to all property including any land or buildings, the tenant's interest under any lease and (so far as appropriate) any investments shall be held either in the names of the President and another member of the Executive team as appropriate (and their successors in office) or in the name of a nominee company holding such property in trust for

the Association; any person or body in whose name the Association's property is held shall act in accordance with the directions issued from time to time by the Trustees.

9. ACCOUNTING RECORDS, ANNUAL ACCOUNTS AND AUDITORS

9.1 The Board of Trustees shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements;

9.2 The Board of Trustees shall ensure the preparation of annual accounts complying with the Charities Accounts (Scotland) Regulations 1992 (as amended or re-enacted), such accounts to be prepared to the Thirty-first day of July in each year;

9.3 The Association shall appoint an auditor or auditors on such terms and remuneration as may be determined and agreed.

10. AMENDMENTS TO THE CONSTITUTION

10.1 A proposed amendment to the Constitution must have been passed by the Board of Trustees and Council prior to commencement of the procedures in clauses 10.2- 10.4.

10.2 Any proposed amendment to the Constitution should be intimated in writing to the Vice President of Representation not less than 21 days in advance of the General Meeting at which it is to be considered;

10.3 The terms of any proposed amendment shall be made available to Ordinary Members and posted in the Association buildings and such other places as may be specified in the Bye Laws not less than 14 days prior to the General Meeting;

10.4 Any amendment to the Constitution altering the powers of the General Meeting over the Trustees shall be subject to Referendum (as defined and set out in the Bye laws). A simple majority of those present and entitled to vote shall suffice to pass the proposed amendment subject to the requirement that at least one quarter of the Ordinary Members will require to participate in the voting. The amendment to the Constitution proposed will require to be ratified by the University Court of the University; and

10.5 No amendment to the Constitution may be made if the effect would be that the Association would cease to be a charity;

10.6 Amendments to the Bye Laws are effected by a duly passed decision of both the Board of Trustees and Council;

10.7 Nothing in this clause shall be interpreted to preclude the use of online or other means of voting and "present" where it appears in clause 10.4 shall be interpreted accordingly.

11. SOCIETIES AND GROUPS

The Association may recognise clubs and societies which do not have purposes, objects and aims in conflict with those of the Association. Such societies and groups shall adopt a constitution in accordance with that set out in Bye Laws.

12. STANDING ORDERS

The Association may issue Standing Orders regulating the conduct of meetings.

13. DISSOLUTION, AMALGAMATION AND MERGER

- 13.1 If the Board of Trustees determines that it is necessary or appropriate that the Association dissolve, amalgamate or merge it shall convene a General Meeting (as defined and set out in the Bye Laws) with not less than 21 days' notice of the meeting (stating the terms of the proposed resolution) being given;
- 13.2 If a proposal by the Board of Trustees to dissolve, amalgamate or merge the Association is confirmed by a two-thirds majority of those present and voting at the General Meeting, the Board of Trustees shall have power to dispose of any assets held by or on behalf of the Association. Any assets remaining after satisfaction of the debts and liabilities of the Association shall be transferred to some other charitable body or bodies having objects similar to those of the Association; the identity of the body or bodies to which such assets are transferred shall be determined by the members of the Association at, or prior to, the time of dissolution, amalgamation or merger by way of a decision taken at an Annual General Meeting or General Meeting;
- 13.3 For the avoidance of doubt, no part of the income or property of the Association shall (otherwise than in pursuance of the Association's charitable objects) be paid or transferred (directly or indirectly) to the members, either in the course of the Association's existence or on dissolution.

14. INTERPRETATION

For the purposes of this Constitution, "charitable" shall be interpreted as charitable within the meaning of section 505 of the Income and Corporation Taxes Act 1988 (including any statutory modification or re-enactment thereof) and the Charities and Trustee Investment (Scotland) Act 2005 (including any statutory modification or re-enactment thereof) ("the 2005 Act"). The Association and the Trustees shall not act in any manner which is inconsistent with the terms of the 2005 Act and any act which is inconsistent with the 2005 Act shall be deemed to be null and void.

APPENDIX 4

AUDIT & RISK COMMITTEE MINUTES (Minute 50 (1))

A meeting of the Committee was held on 25 January 2021 via TEAMS online meeting.

<u>Present:</u>	Keith Winter (Convener); Karen Bassett; Tricia Bey; Lady Lynda Clark; and Colin Clunie.	
<u>In Attendance:</u>	Dr Neale Laker Dr Jim McGeorge Dr Christine Milburn Olaf Postola Carol Prokopyszyn Stephen Reid Neil Thomas James Lucas Liz Rogers Richard Bint Peter Fotheringham Wendy Alexander	Director of Academic & Corporate Governance; University Secretary & Chief Operating Officer; Senior Policy Officer (Corporate Governance); Corporate Governance Support Officer; Director of Finance; EY (Partner); KPMG (Partner); KPMG (Senior Manager); Policy Officer (Risk & Audit); Convener of the Finance & Policy Committee; Deputy Director of Finance; and Vice Principal (International).
<u>Apologies:</u>	Olga Potopova	EY (Manager).

1. MINUTES

Resolved: to approve the minutes from the meeting of 29 October 2020 including reserved business minute 17.

2. MATTERS ARISING

(1) Action Log

The Committee noted and approved the log of ongoing actions.

Resolved: to approve the action log.

3. CONVENERS REPORT

The Convener provided the Committee with an overview of his activities since the last Committee and in doing so highlighted that he had met with the new Principal in December 2020 to brief him on matters relating to the business of the Committee including: membership of the Committee, the internal audit plan and the Court's approach and appetite for risk. The Convener also informed members that he had attended the meeting of the Finance & Policy Committee on 19 January 2021 and he drew attention to the importance of maintaining an effective relationship between the two committees given their shared interests.

Resolved: to note the update.

4. COVID-19 RISK REGISTER

The Committee reviewed the updated COVID-19 Risk Register. Members discussed the health, safety and wellbeing of staff, residual risk assessments and the workloads of staff during the post-Christmas lockdown. The Committee discussed the risk-ratings assigned to each risk and noted the impact of additional child-care responsibilities as a result of home schooling on mental health and productivity.

In response to questions, and in the context of the University's obligations to the health and safety of staff, students and the local community, the University Secretary undertook to ask the COVID-19 Operations Sub-Group to consider if the University should take a position on whether the University should require its staff to be vaccinated.

The Committee went on to discuss the potential impact of future variants of the virus and different international approaches to vaccination and agreed to revisit the COVID-19 Risk Register at their next meeting on 2 March 2021.

Resolved: to note the update.

5. FINANCIAL STATEMENTS FOR YEAR ENDED 31 JULY 2020

(1) Review of Financial Year and of Going Concern

The Deputy Director of Finance presented the financial review of the year ended 31 July 2020, which included the University's cash position, income and expenditure, the financial position by School and a review of the University as a going concern. Members noted that the Finance & Policy Committee had reviewed the accounts at its meeting on 19 January 2021 and therefore the Committee focused on the basis for the University being considered a going concern.

The Deputy Director drew members' attention to ongoing processes which would influence the finalisation of the financial statements, and the Committee noted that if any amendments were required, these would be highlighted to the Committee in advance of the submission of the Statements to the Court. The Committee were assured as to the robustness of the processes leading to the production of the financial review and financial statements.

The Committee went on to discuss performance relative to the 2020/21 budget, in particular aspects relating to international student recruitment, and were pleased to note that forecasts indicated that the University remained within the projections and contingencies approved by the Court.

The Committee were content to endorse the financial statements to the Court for approval and recommended to the Court that the University be considered a going concern.

Resolved: (i) to endorse the financial statements to the Court for approval, subject to the circulation of any amendments required by the external auditors; and

(ii) for its part, to advise the Court that the University should be considered a going concern.

(2) External Audit Annual Report & letter of those charged with governance

[Secretary's note: The Director of Academic and Corporate Governance, in his capacity as a trustee of UoDSS, declared a conflict of interest in discussions relating to the Scheme and left the meeting for the duration of discussions on this topic.]

The external auditors, EY, presented their annual report to the Committee. Members noted that the report was largely unchanged from the version presented to the Committee at its meeting on 29 October 2020. The external auditors outlined their focus on liquidity and compliance, and the Committee noted that the auditor expected to provide the Committee with a clear opinion.

The external auditor outlined to the Committee two unadjusted differences which related to the historic sale of the licence to the medical curriculum and items which did not meet capitalisation criteria but had been capitalised as Intangible Assets. Members also noted adjustments made to accruals relating to TechOne.

In response to questions regarding liabilities from the University of Dundee Superannuation Scheme (UoDSS), the Committee noted that the Financial Statements presented took account of the deficit from the Scheme up to this point. Members noted that a review had been undertaken by the University, with proposals considered by the Finance & Policy Committee and the Pensions Sub-group and that these were expected to be presented to the Court at its meeting on 23 February 2021. Members were content that this risk was appropriately referenced in the Institutional Risk Register.

The Committee were content to approve the external audit report.

Resolved: (i) to approve the external audit report, subject to the circulation of any amendments required by the external auditors once their work was complete; and
(ii) to approve the letter of representation for signature by the Chair of Court.

(3) Draft Financial Statements & Note from the Director of Finance Providing Assurance to the University Court.

The Director of Finance introduced the draft financial statements for the period to 31 July 2020. The Director informed the Committee she would amend the adjusted items raised by the external auditors.

Resolved: having received the report of the external auditors and having considered points therein, to recommend that Court approve the Annual Report and Financial Statements once finalised.

6. SUBSIDIARY COMPANIES

(1) Dundee Student Villages

The Committee reviewed the draft Trustees' report and consolidated financial statements for the year ended 31 July 2020 for Dundee Student Villages.

Resolved: to note the draft report.

7. DRAFT AUDIT & RISK COMMITTEE ANNUAL REPORT

The Committee considered a draft of the annual report to Court and to the Scottish Funding Council. The Committee were content with the report and were minded to approve the report for submission to the Court and the Scottish Funding Council.

Resolved: to approve the report for submission to the Court and to the Scottish Funding Council.

8. REPORT ON INSTANCE OF MINOR FRAUD

The University Secretary presented a paper on a minor incident of attempted fraud through the payroll system. The Committee noted that the attempt had been unsuccessful, and that the incident had been reported to the police. Members noted that the incident had been detected by the University's processes and commended the payroll team for their actions but reiterated the importance of ensuring that operational teams remained vigilant. Members were advised that an internal audit was currently being undertaken on payroll to ensure that processes remained robust.

Resolved: to note the update.

9. NARRATIVE FOR COURT

It was agreed that the Convener's report to Court on 23 February would include reference to the following: the Committee's consideration of the COVID-19 Risk Register; the unqualified audit opinion from the external auditors and Committee's recommendation that the University be considered a going concern; Committee's endorsement of the Annual Financial Statements; and the Committee's approval of the Audit & Risk Committee Annual Report for submission to the Court and Scottish Funding Council.

10. **DATE OF NEXT MEETING**

Resolved: Tuesday 2 March 2021, 2pm.

Keith Winter

Convener

APPENDIX 5

**FINANCE & POLICY COMMITTEE MINUTES
(Minute 50 (2)(i))**

A meeting of the Committee was held on 19 January 2021 via video conference.

Present: Richard Bint (Convener);
Alan Bainbridge;
Ronald Bowie;
Dr William Boyd;
David Dorward;
Professor Iain Gillespie (Principal & Vice-Chancellor);
Scott Quinn (DUSA President);
Professor Mairi Scott; and
Sharon Sweeney.

In Attendance:

Bernadette Malone	(Deputy Chair of Court);
Keith Winter	(Convener of the Audit & Risk Committee);
Professor Julian Blow	(Interim Vice-Principal (Academic Planning & Performance));
Cheryl-Ann Cruickshank	(DUSA CEO) (item 12)
Peter Fotheringham	(Deputy Director of Finance);
Rose Jenkins	(Director of Estates & Campus Services);
Dr Neale Laker	(Director of Academic & Corporate Governance) with the exception of items 1(2), 6 & 20;
Dr David McBeth	(Director of Research & Innovation Services) (item 4);
Dr Jim McGeorge	(University Secretary & Chief Operating Officer);
Dr Christine Milburn	(Policy Officer (Corporate Governance));
Carol Prokopyszyn	(Director of Finance);
Wesley Rennison	(Director of Strategic Planning);
Allan Tough	(Head of Procurement) (item 13);
Professor John Rowan	(Vice-Principal Research, Knowledge Exchange & Wider Impact); and
David Wood	DUSA Finance Manager (item 12).

1. **MINUTES**

(1) Minutes of the Meeting of the Finance & Policy Committee on 20 October 2020

Resolved: to approve the minutes of the meeting of 20 October 2020.

(2) Reserved Business: Minutes of the Joint Meeting of the Finance & Policy Committee and the People & Organisational Development Committee on 10 December 2020

[Secretary's note: The Director of Academic & Corporate Governance declared a conflict of interest as a member of the UoDSS Board of Trustees and left the room for the duration of the item. He did not receive papers for this item.]

Resolved: for its part, to approve the minutes of the meeting of 10 December 2020.

2. **MATTERS ARISING**

(1) Action Log

Members noted the action log for the Committee. The Director of Finance provided a short update in relation to the submission by the University to the Scottish Funding Council (SFC) Financial Transactions call. The Committee agreed that should any offer from the SFC exceed the £5m threshold approved by the Committee in accordance with the limits of its authority set out in the Schedule of Delegation & Decision-Making Powers, the Director of Finance should circulate a paper to the Committee by email seeking endorsement to the Court.

Resolved: to approve the action log.

[Secretary's note: The Committee subsequently considered proposals relating to the SFC Financial Transactions call by email, and made the following decisions by email on 12 February 2021:

- (i) to recommend to the Court that it approve acceptance of the full £12.4m SFC Financial Transactions;*
- (ii) to approve proposals that the University negotiate with the Bank of Scotland to gain approval for the additional funding of £12.4m, with no strict requirement to reduce the existing RCF; and*
- (iii) to delegate authority to the Convener to agree the final details of the SFC Financial Transactions funding proposals for submission to the Court for approval.]*

3. BUDGET RISKS AND OPPORTUNITIES: UPDATE

The Deputy Director of Finance introduced a paper which set out progress in relation to the achievement of the £6.9m of efficiency and productivity savings in the 2020/21 budget (growing to £9.3m by 2024/25) and the risks to achieving these targets. The Committee noted that since the last report further progress had been made, and that the targets set for both schools and directorates had been achieved - and in some areas exceeded. In response to questions the Deputy Director confirmed his confidence that the majority of savings achieved would be recurrent, but that the year-on-year savings increases required in the budget were expected to be challenging.

Discussions focussed on the financial position of the Scottish sector and members encouraged officers to continue to raise the consequences of underfunding with the Scottish Government. The Committee noted that this had been an early focus for the new Principal in his discussions with the Scottish Funding Council (SFC) and the MSPs.

The Committee reviewed the risk profile of the savings and in doing-so noted risks relating to reduced service activity and research overhead which in total amounted to £4.7m. Members went on to highlight the importance of maintaining the current focus on vacancy management while also recognising the impacts this could place on staff workload.

Turning to the drafting of the financial plan for approval by the Court in June the Committee set out its expectations in terms of the level of granularity required.

Resolved: to note the update, the achievement of the savings targets, and risks to savings.

4. COMMERCIALISATION OF ASSETS

The Committee received a paper from the new Director of Research & Innovation Services which set out his preliminary thoughts on commercialisation activity in the University, current activity in this respect, and aspirations for the future. He drew members' attention to the increased importance of economic and societal impact in the region in terms of unlocking future investment, and in particular the potential for the explicit support of spin-out companies by the University to yield returns. The Director also set out areas of vulnerability and proposed mitigation.

The Director gave a statistical overview of the success rate and returns for commercialisation within the HE sector and the Committee noted the estimated scale for returns at the University of Dundee. Members noted that levels of return could be expected to be highly variable year on year, but that that a sustained income averaging around £2.7m pa was a reasonable estimate of the potential contribution. The Director outlined the plan to increase the number of potential spin-out projects above the quality threshold, and the importance of balancing this increase relative to the level of resources required in order to maximise margin vs spend. The Committee was supportive of the proposed addition of external involvement in the existing 'Spin-out Panel' membership to support activities in this area.

The Committee was particularly interested to learn of the broad basis for the University's contribution to the local economy and encouraged the Director to seek partnerships which were beneficial to both the University and the Tayside region. Members also noted plans to explore potential to further increase licensing revenue.

The Committee note that the Director planned to review the University's policies related to commercialisation to ensure that they were not unduly risk averse.

- Resolved:**
- (i) to endorse proposals that the University's approach to commercialisation activities should be broader than simply in relation to financial return and to encourage the University to continue to support those taking forward commercial opportunities;
 - (ii) to note that the Director of RIS would lead the development of a new transparent policy and process for the creation and management of Spin-out Companies for consideration at a future meeting; and
 - (iii) to note that the Director of RIS would undertake a review of the University's impact on the local economy in due course.

5. RESEARCH ECONOMY

The Vice-Principal (Research, Knowledge Exchange and Wider Impact) presented a summary of research finance for 2019/20 including the outturn, overhead contribution, and the impact of the COVID-19 pandemic. In doing-so, the Vice-Principal focused on trend data provided and highlighted the role of research income in increasing staff FTE beyond core-funded positions.

Members noted that since 2015/16 research income had fallen and that this had been attributed to a decrease in the number of research staff. Members however also noted that over the same period there had been an overall increase in overhead recovery in cash terms and an improvement in the percentage recovery, largely as a result of a conscious shift toward funding sources which paid closer to the Full Economic Cost of research (FEC). In response to questions the Vice-Principal informed the Committee that the University had taken steps to address the decrease in research staff, and that he expected the level of research income to return to previous levels in due course.

Through discussion the Committee highlighted the importance of maximising opportunities to reduce expenditure on research infrastructure through the review and consolidation of physical, data, and people-related costs to reflect the changing research base. Members also expressed the view that if research activity levels continued to decrease this may pose a risk to the perception of the University's standing and to its ability to maintain contribution levels. Members also noted the current focus on the Research Excellence Framework and its future impact on the calculation of the REG (Research Excellence Grant).

Finally, the Committee noted that, at 40%, the University remained within the top five UK institutions for the proportion of research income compared to total income. Members noted the challenges and opportunities associated with this.

- Resolved:** to thank the Vice-Principal for his report and note that further insight into the University's research economy would be provided once the 2019/20 TRAC return was available.

6. RESERVED BUSINESS: UODSS BENEFIT CHANGE

The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

Following on from discussions at the joint meeting of the Finance & Policy and People & Organisational Development committees on 10 December 2020, the Director of Finance outlined initial proposals for a new Defined Contribution Scheme to replace the current University of Dundee Superannuation Scheme (UoDSS). In doing so she drew members' attention to the cost forecast, impact modelling and project plan/timeline. In discussing the paper members highlighted the importance of mitigating financial risks relating to the current scheme and welcomed the focus on providing a meaningful pension to its members. Through discussion the Director clarified that the cost of deficit recovery contributions to the current scheme were expected to exceed any savings to the University from the proposed reduction in employer contributions under the new scheme.

Resolved: to note the role of the People & Organisational Development Committee with regard to consideration of benefits and staff implications, and to, for its part, endorse the proposals to the Court for approval.

7. **ESTATES & CAMPUS SERVICES REPORTS**

The Committee considered the regular update from the Director of Estates & Campus Services, which on this occasion focused on the impact of Covid-19 on the Capital Programme. The Director also drew members' attention to proposals to mitigate risks relating to the Crawford Building through the rearrangement of vocational and teaching spaces between the Matthew and Crawford Buildings in the immediate term.

Discussions focused on opportunities arising from the Scottish Funding Council (SFC) Financial Transactions application approved at the previous meeting. In this respect it was noted that this income would be in the form of a loan and could only be used to advance projects within the existing programme of requirements and not to fund additional projects. Members were advised that the Director of Estates & Campus Services would work through options resulting from any award through this route and provide a brief overview of its impact on the five/ten-year Capital Plan previously noted.

The Committee also noted that the Director of Estates & Campus Services had previously undertaken to review the impact of changes to working and learning practices following the COVID-19 pandemic on space utilisation.

Resolved: to note the report.

8. **DIRECTOR OF FINANCE REPORT**

The Committee considered a report from the Director of Finance which provided updates on the Tay Cities Deal, issues relating to the Universities Superannuation Scheme (USS), an introduction to the Scottish Funding Council (SFC) report on University Finances and further information on TRAC benchmarking. Members noted the formal approval and signing of the Tay Cities Deal.

Members considered the TRAC data presented and noted the importance of the overall activity mix and international income in terms of the University's economy. In that regard, members noted that Scottish universities were significantly disadvantaged relative to English institutions due to the underfunding of Home students and agreed that this should be the focus of lobbying efforts.

Through discussion members raised the importance of capturing the non-financial benefits of research in terms of the student experience and societal impact.

Resolved: to note the report.

9. **PERIOD 4 MANAGEMENT ACCOUNTS**

The Committee received the draft management accounts for the period to 31 November 2020 (P4) and the Deputy Director of Finance confirmed that the P5 management accounts showed a similar outcome, though the profile showed some change. The Deputy Director drew members' attention to the prudently revised forecast for the January 2021 student intake, and clarified expectations regarding staff costs.

The P4 management accounts showed a full year forecast of an operating deficit of £11.2m, £4.2m ahead of budget, and a £2.0m improvement on the Q1 forecast. Cash at the end of Period 4 was £48.1m.

Resolved: to note the accounts.

10. **OUTLINE OF BUDGET SETTING/PLANNING ROUND 2021/22**

The Committee considered a paper from the Director of Finance which outlined the process to set the budget for 2021/22 and to develop medium term plans to address the University's financial sustainability challenges. In response to questions, the Director outlined assumptions within the process and confirmed that it was based on the five-year financial sustainability recovery plan previously approved.

The Director went on to provide an overview of the impact of the COVID-19 pandemic on the financial projections and members noted that the extended period of the pandemic had increased uncertainties in some areas. Members noted in particular potential consequences in terms of income and resources relating to the international recruitment market. Members however noted that international applications were still being received for study on campus, that international students continued to pay their fees on a similar timeframe to that pre-pandemic, and that there were strong indications that international students remained keen on studying in the UK. In response to questions officers advised the Committee that substantial investment would be required if the University was to pursue the online international study market longer-term.

The Committee expressed interest in the anticipated impact on Rest of UK (RUK) recruitment, but noted that it was too early to predict how travel restrictions and changes to exam processes would change demand for places. The Committee was reassured to note that the funding profile of the Tay Cities Deal previously discussed would be included in the modelling of cash forecasts.

- Resolved:**
- (i) to strongly support the proposal that the 2021/22 budget setting and planning process continue to follow the five-year financial sustainability recovery plan previously approved; and
 - (ii) otherwise, to approve the plans as presented.

11. **ANNUAL FINANCIAL STATEMENTS: UPDATE ON GOING CONCERN**

The Committee received a paper which set out the basis on which it was appropriate that the Court, through the approval of the 2019/20 financial statements, confirm the University to be a going concern. Members noted that as a result of changes to external audit regulations and the impact of the COVID-19 pandemic, the process for confirmation of going concern had been a more significant undertaking than usual and had resulted in a more substantial report on this occasion.

In response to questions the Deputy Director confirmed that the external auditors intended to include an 'emphasis of matter' paragraph in the audit opinion which would reflect the increased risk environment for the University due to COVID-19, but that there were no qualifications to the accounts.

- Resolved:**
- for its part, to recommend to the Court that it approve the accounts for the year ended 31 July 2020, and that the Court confirm that the University had sufficient resource to continue as a going-concern for more than the required 12 months.

12. **DUSA MANAGEMENT ACCOUNTS, KEY FINANCIAL RISKS AND STRATEGIC PRIORITIES**

The Dundee University Students' Association (DUSA) CEO and Finance Manager attended the meeting and presented a report on the DUSA management accounts, key financial risks for DUSA and future strategic priorities. Members were reminded that it was a requirement of the Scottish Code of Good HE Governance 2017 that the governing body satisfy itself that the students' association was properly resourced and supported to function as an effective and autonomous organisation.

In presenting the paper the CEO highlighted the financial challenges which DUSA had faced over the previous 12 months. Members noted that DUSA continued to focus on movement away from dependence on the 'night-time economy' which was noted to be in decline and toward health, fitness and café economies. The Committee noted that due to the COVID-19 pandemic it was still too early to determine whether this strategy had been successful, but it was expected that the new strategy was capable of generating a surplus.

The CEO drew members' attention to the DUSA financial results for 2019/20, the financial position of DUSA as of 31 December 2020 and the forecast to July 2021 and members noted that revised projections in light of the further national lockdown was for a deficit of ~ £632k.

The Convener formally thanked DUSA for their work with the University to support students throughout the COVID-19 pandemic.

Resolved: to thank the CEO for the report.

13. ANNUAL PROCUREMENT REPORT

The Head of Procurement presented a summary of the University's procurement related activity for 2019/20. Discussion focussed on efforts to consolidate the number of suppliers to ensure best value for money. The Committee was also reassured to note the robust procedures in place to combat fraud.

In response to questions, the Head of Procurement outlined the approach taken to community benefits in relation to larger projects. The Committee encouraged the University to consider how this practice may be extended to more general procurement activity.

The Head of Procurement presented the University's 2020/21 procurement priorities. The Committee was supportive of the priorities identified to capitalise on the new systems and to set related targets and Key Performance Indicators, and it looked forward to being appraised of these at the time of the next annual report.

The Committee received and approved the University's Annual Procurement Report for 2020 in accordance with S18 of the Procurement Reform (Scotland) Act 2014.

Resolved: (i) to approve the University's Annual Procurement Report for 2020;
and
(iii) otherwise to note the report.

14. ANNUAL FUNDRAISING REPORT

The Committee received an annual report from the Head of Development & Alumni Relations (DARO) detailing philanthropic income and alumni engagement for 2019/20 and an overview of planned activity in 2020/21.

Members noted the impact of COVID-19 on major capital plans had reduced opportunities for fundraising activity in this area, but praised the DARO team for their work in securing £170k for the Student Financial Aid Fund to support students during the pandemic and for raising £75k for Coronavirus research in the same period.

The report also set out future fundraising plans, including those relating to capital projects such as the Tay Cities Deal Innovation Hub, research-based projects and alumni giving.

Resolved: to thank the Head of Development & Alumni Relations for the report.

15. **RESERVED BUSINESS: STUDENT NUMBERS – DISTANCE LEARNING UPDATE**

[The paper was considered to be reserved business. Exemptions in S.33(1)(b) apply to the paper. The minute was approved for release.]

The Committee noted the report from the Director of Strategic Planning and welcomed the overview of distance learning (online learning) numbers. The report provided information on the evolving approach of the University and income by school over the period 2013/14 – 2019/20. The Committee expressed an interest in projections for online learning including anticipated growth relating to the School of Business.

Resolved: to note the report.

16. NARRATIVE FOR COURT

The Committee agreed to highlight to the Court discussions relating to budget risks, the impact of COVID-19 on commercial income, the research economy of the University, the importance placed on continuing to pursue the five-year financial recovery plan when setting the 2021/22 budget, and changes to the strategic focus of DUSA.

Resolved: to ask that the Convener highlight these matters in his report to Court.

17. ENDOWMENTS SUB-COMMITTEE MINUTES

The Committee received the minutes of the meeting of the Endowments Sub-Committee on 3 December 2020.

Resolved: to note the endorsement of the Endowments Sub-Committee when considering the Ethical Investment Policy (item 18 (below)).

18. ETHICAL INVESTMENT POLICY

The Committee considered proposed amendments to the Ethical Investment Policy (**annex 1**) as endorsed by the Endowments Sub-Committee (see also minute 17 above). The Committee was supportive of the amendments, which reflected the decision to divest from fossil fuel companies by October 2025. The Principal confirmed that environmental sustainability was a key future area for the University and that he looked forward to working with the Court to take forward further initiatives in due course.

Resolved: to endorse revisions to the policy to the Court for approval (**annex 1**).

19. RESERVED BUSINESS: BUSINESS TRANSFORMATION MINUTES

[Secretary's note: The Committee considered the item as reserved business. The University asserts that the paper is exempt from public disclosure and claims exemptions in S.30(b), 30(c) and 33(1)(b) of the Freedom of Information (Scotland) Act 2002.]

The Committee noted that the minutes from meetings of the Business Transformation Steering Group on 19 September, 22 October and 20 November 2020 had been made available to all members of the Court via the Court One-Drive area.

Resolved: to note the minutes.

20. RESERVED BUSINESS: PENSION SUB-GROUP MINUTES

[Secretary's note: The Director of Academic & Corporate Governance declared a conflict of interest as a member of the UoDSS Board of Trustees and left the room for the duration of the item. He did not receive papers for this item.]

The Committee received the minutes of the meeting of the Pension Sub-Group on 30 October 2020.

Resolved: to approve the minutes.

21. RESEARCH GRANT APPROVALS

The Committee noted the regular report of research grant awards since the last meeting. The trends comparison chart for research awards indicated that to date the value of awards in 2020/21 (£15m) was in between the levels of the previous years at the same period and that 49% of grants submitted in the period to date were from the Schools of Medicine and Life Sciences.

Resolved: to note the report.

22. ANNUAL REVIEW OF TREASURY POLICY

The Committee reviewed the Treasury Management Policy and approved minor amendments to counterparty lists to include reference to 'lenders', and changes to job titles of finance staff throughout the document. With regard to proposals to amend credit rating requirements, the Committee agreed that no amendments should be made to the Policy, but that the Committee may, as it had in the past, approve exceptions to these ratings after due consideration of circumstances.

Resolved: to approve the policy.

23. STATEMENT ON DSV ACCOUNTS

The Director of Finance provided the Committee with a copy of the draft Financial Statements for Dundee Student Villages (DSV) Ltd for the year ended 31 July 2020.

Resolved: to note the draft Financial Statements for Dundee Student Villages (DSV) Ltd for the year ended 31 July 2020.

24. DATE OF NEXT MEETING

Resolved: to note that the next meeting would take place on 23 March 2021.

Richard Bint

(Convener)

APPENDIX 5 ANNEX 1

ETHICAL INVESTMENT POLICY

Ethical Investment Policy

The University's Ethical Investment Policy forms part of the over-arching "University of Dundee Strategy to 2022":

'We will build upon our strong track record of improving environmental sustainability to minimize the negative impact we have on the world and its resources.'

Introduction

Sustainability is a key priority for the University and this extends to the sustainable investment of funds. To ensure that investments match the priorities and values of the University, an Ethical Investment Policy has been developed. This Policy is intended to support our aims to invest in a better global future by delivering strong returns through involvement in companies which demonstrate policies and practices which accord with the University's missions and values as expressed in its strategy document "Strategy to 2022".

Investments

The University will not knowingly invest in companies whose activities are in direct conflict with the values it publicly espouses. The University believes that to accord with its values when investing its funds, regard must be made to social, environmental, sustainability and governance issues.

Endowment funds are managed by a third party Fund Manager and invested in accordance with the Ethical Investment Policy.

The primary purpose of the investment of endowment funds is to optimize returns in order to support the generation of sufficient revenue to meet the specific purposes for which the funding was given to the University.

Ethical investment

This Statement provides guidance as to how the management of the Endowment Funds which is delegated to a third party Fund Manager should be exercised.

The University has committed to sustainable and ethical investments in the management of the Endowment Funds. In pursuing responsible investment the University endeavours to ensure that any third party Fund Manager follows the [United Nations Principles of Responsible Investment and meets the Public Sector Equality Duty under the Equality Act 2010](#).

In addition, the University seeks to ensure the following ethical restrictions will be applied to exclude holdings in:

Tobacco – Any companies involved in producing and distributing tobacco products where revenues exceed 10% of global earnings and any companies involved in the manufacture of cigarettes and other tobacco products.

Armaments – Companies producing weapons and weapon systems, including cluster munitions and anti-personnel landmines. Companies whose main business includes the supply of strategic components (such as weapons guidance systems), military vehicles and services.

Fossil fuels – Companies involved in the extraction and/or distribution of fossil fuel reserves or the provision of fossil fuel related energy equipment and services. This includes all companies with the following Global Industry Classification Standard classifications:

- Oil, Gas and Consumable Fuels Industry
- Energy Equipment and Services Industry
- Diversified Metals and Mining Sub-Industry

In making investment decisions the University expects its appointed Fund Manager to encourage good behaviour or discourage poor behaviour through the screening of investments. The Fund Manager should seek to eliminate exposure to the following areas:

- explicit environmental damage;
- institutional violations of human rights, including the exploitation of the workforce;
- discrimination of the individual;
- the manufacture of cosmetic products that are tested on animals.
- gambling
- pornography

Appointment of Fund Managers

Third party fund managers are appointed following a tender process which takes into account the social, environmental and ethical policies of the University. Fund managers are required to ensure that investments are made in line with the University's Ethical Policy Statement and report on how compliance has been demonstrated.

Representation process

The Ethical Investment Policy is available on the University's web pages, enabling members of the University community to have an opportunity to engage with the Policy. Staff and students are also given an opportunity to engage with this policy via their staff and student representatives at appropriate University Committees.

Review process

The Ethical Investment Policy will be subject to annual review, evaluation and monitoring process undertaken by Endowments Sub-Committee who will consider the policy and make recommendations for the Finance & Policy Committee to consider.

APPENDIX 6

GOVERNANCE & NOMINATIONS COMMITTEE MINUTES (Minute 50 (3))

A meeting of the Committee was held on 19 January 2021 by videoconference.

Present: Ronald Bowie (Convener);
Janice Aitken;
Jia Hui (Gigi) Gan;
Principal, Professor Iain Gillespie;
Bernadette Malone;
Jane Marshall;
Ron Mobed; and
Professor Mairi Scott.

In Attendance: Professor Blair Grubb (Vice-Principal (Education));
Dr Neale Laker (Director of Academic & Corporate Governance);
Dr Jim McGeorge (University Secretary); and
Dr Christine Milburn (Senior Policy Officer (Corporate Governance)).

1. MINUTES

Resolved: to approve the minutes of the meeting of 19 October 2020.

2. MATTERS ARISING

(1) Action Log

The Committee received an action log summarising progress in relation to outstanding actions from previous meetings. In relation to the tracking of the recommendations from the quinquennial review of the effectiveness of the Court in 2019, the Director of Academic & Corporate Governance undertook to update the Committee via email with regard to the timing of the Senate Review of Effectiveness and of the discussion of items on the tracker which were dependent on the review.

Resolved: to note the log and await further updates regarding the timing of the Senate review of effectiveness.

(2) Membership and Appointments 2020/21 (Minute 7(1))

The Convener confirmed that at the time of the meeting he was in discussion with a potential candidate for the role of Convener of the Remuneration Committee from 1 August 2021. The Committee agreed that the Convener should provide a further update by email once discussions were concluded to enable a recommendation to be made to the Court at its next meeting on 23 February 2021.

Resolved: to note the update and await further correspondence from the Convener.

(3) Schedule of Delegation & Decision-Making Powers (Minute 13)

The Committee formally homologated its decision via email on 9 November 2020 to endorse to the Court amendments to the Schedule of Delegation & Decision-Making Powers designed to implement the Collaborative Partnership Code of Practice. The endorsement was made subject to the approval of the Code by the Senate which was granted on 2 December 2020.

Resolved: to note the homologation of the decision to endorse to the Court amendments to the Schedule of Delegation & Decision-Making Powers.

3. CONVENER'S UPDATE

The Convener updated the Committee on his activities and interactions at a sectoral level which were of relevance to its business. In response to feedback from the 2020 review of the effectiveness and performance of the Chair of Court, prior to the meeting the Convener circulated a brief update on his activities outside the regular formal schedule of meetings. Activities included the arrangement of meetings with the Scottish Funding Council (SFC), work relating to the Public Stakeholder Meeting of Court, attendance of meetings relating to the induction of the new Principal & Vice-Chancellor and attendance of meetings of the Committee of University Chairs and the Committee of Scottish Chairs.

Resolved: to note the update and recommend to the Chair that he follows this template for future Convener's updates.

4. SECTORAL UPDATE

(1) Gender Representation on Public Boards Act

The Director of Academic & Corporate Governance presented the draft Gender Representation Objective Report. Members noted that the report was a requirement of

Section 8 of the Gender Representation on Public Boards (Scotland) Act 2018 and set out how the Court had achieved the Gender Representation Objective (GRO) that 50% of the non-excluded lay membership of the University Court must be female.

In the case of the University the requirement translated to at least five of the eleven non-excluded members and the Director told members that at the point at which the report was published, six of the non-excluded members were female (55% of the non-excluded lay members). Members also noted that based on recent appointments, the University expected to be compliant with requirements in 2021/22.

Resolved: to recommend to the Court that the report (**Annex 1**) be approved, published on the University's webpages and submitted to the Scottish Government by the deadline of 30 April 2021.

5. PUBLIC STAKEHOLDER MEETING OF COURT

The Committee reflected on the Public Stakeholder Meeting of the Court which took place on 13 January 2021 in an online format using Microsoft Teams Live. Members noted that there had been 406 attendees at the event – a significant increase on previous years. Initial data suggested that relatively few of the stakeholders individually invited to attend had done so, but members noted that there were plans to provide them with links to the video of the event.

The Principal went on to give an overview of his approach and future plans for engagement with political stakeholders including MPs, MSPs, local councillors and the Scottish Funding Council (SFC). The Committee welcomed the approach set out and were supportive of the proposal to develop a rolling programme of events.

Discussions focussed on the nature of the questions posed by the audience, and it was noted that it was to have been anticipated that the questions would concentrate on the Academic Excellence & Structure project given the timing of the event relative to the consultation process for the project. Members however hoped that future events could focus more on the future vision of the University and its links to the city of Dundee. Members also suggested that compartmentalisation of questions into (1) presented items and (2) general questions may improve the breadth of questions.

Resolved: to note the discussions.

6. ELECTION OF THE CHAIR OF COURT 2022

The Director of Academic & Corporate Governance drew member's attention to the anticipated timeline for the election of the Chair of Court in 2022. Members noted that formal proposals for the process would be prepared for the meeting of the Committee in August 2021, but that input was sought at this stage regarding some elements of the process.

Following discussion and noting the significance of the role in terms of impact on the University, the Committee agreed in principle to the recommendation that the University engage the services of a search agency in this process, noting that the Committee would consider the full process at its meeting in May 2021. Members noted that this was common practice elsewhere in the Scottish Sector, and that the recent use of a search agency in relation to the appointment of lay members of the Court had been successful in identifying highly qualified individuals from a broad range of backgrounds.

In response to questions the Director confirmed that the engagement of a search agency was permitted under regulations for the election and did not interfere with the role of the Appointing Committee as set out in the Higher Education Governance (Scotland) Act 2016.

Resolved: to agree in principle with the recommendation that the University engage the services of a search agency for the purpose of identifying a broad range of potential candidates for the role of Chair of Court from 1 August 2022, noting that the Committee would consider the full process at its meeting in May 2021.

7. EARLY STAGE COURT BUSINESS

The Committee considered and provided input into an early draft of the agenda for the Court on 23 February 2021. The Committee recommended that the pre-meeting briefing session be focused on the Tay Cities Deal.

Members also outlined their expectations with regard to a further paper on the Academic Excellence & Structure project. In this respect members noted that the University Executive Group (UEG) had extended the consultation period for the project and that as a result the paper would not present final proposals, but would focus on providing clarity regarding what the anticipated outcomes/success factors were, what the timeline was, what the risks and risk mitigations were, and the management and governance arrangements for the project.

Resolved: to note the draft agenda.

8. CORPORATE GOVERNANCE STATEMENT

The Committee was advised that following consideration by the external auditors, a number of minor updates had been made to the draft Corporate Governance Statement previously endorsed by the Committee. Members noted that the amendments elaborated on the business continuity structure and governance arrangements during the COVID-19 pandemic.

Resolved: to endorse the amendments as set out.

9. NARRATIVE FROM THE COMMITTEE TO THE COURT

The Committee recommended that the Convener highlight to the Court discussions relating to the Annual Public Stakeholder Meeting of the Court, the recommendation that an external search agency be engaged in the process for the election of the next Chair of Court, and the reminder of the expectation that all mandatory modules would be completed by members of the Court.

Resolved: to recommend that the Convener highlight these areas in his report to the Court.

10. COMPLETION OF MANDATORY TRAINING MODULES BY COURT MEMBERS

The Senior Policy Officer (Corporate Governance) updated the Committee on the completion of mandatory Equality, Diversity & Inclusion (EDI) and Information Security training modules. She told the Committee that at the time of the meeting four members were still to complete the two mandatory EDI modules and that following discussion they were expected to complete the modules by the end of the month. With regard to the Information Security module, members noted that a new module had been released which replaced one which had been completed by many members and that all Court members would be advised of the requirement to complete the new module.

Resolved: to note the update.

11. COLLABORATIVE PARTNERSHIP CODE OF PRACTICE

The Committee received a paper from the Director of Quality and Academic Standards which updated members on the output of the ELIR Collaborative Partnerships Working Group formed in response to a 'priority action' from the last ELIR review.

Resolved: to note the update.

12. DATE OF NEXT MEETING

Resolved: to note that the next meeting would be held on 23 March 2021.

Ronald Bowie

Convener

APPENDIX 6 ANNEX 1

GENDER REPRESENTATION OBJECTIVE REPORT

A report made in compliance with Section 8 of the Gender Representation on Public Boards (Scotland) Act 2018

The Court of the University of Dundee, being the appointing person under the [Gender Representation on Public Boards \(Scotland\) Act 2018](#) (the 'Act'), affirms that it has met the gender representation objective.

Of the 14 non-executive (or lay) members of the Court, 3 are currently excluded by the Act either because they are elected or because they are nominated by another person. At the point of publication of this report, there are 6 female members from the remaining 11 members, representing 55% of the non-excluded lay members. Under the terms of the Act, the gender representation objective (GRO) is met when 50% of the non-excluded membership of a governing body are female. The University has an odd number of non-excluded lay members, so the percentage applies as if the Court had one fewer non-excluded lay member than it does (i.e. 50% of 10 members).

Consideration of candidates (Sections 3 and 4 of the Act)

From the date of Royal Assent of the Act to the date of this report there have been two recruitment processes to fill lay vacancies on the University Court: summer 2019 and spring 2020. Additionally, a recruitment process was nearing completion at the point the Act achieved Royal Assent in March 2018. For completeness' sake, further information on each of these three recruitment rounds is set out below:

2018

There were three vacancies and the recruitment campaign elicited 49 eligible applications, of which 10 were from women applicants. Following interview, 2 women were appointed and one man, and as a result the Court amongst its 9 non-excluded lay positions at that time had 6 female members and 3 male members¹. The University had therefore met its GRO with 66% of its non-excluded membership female.

2019

During the latter part of 2019, as the result of an *ad hoc* lay vacancy in the membership of Court, an emergency recruitment process was initiated to fill the vacancy as quickly as possible. A single male candidate was interviewed and appointed, and the resulting membership continued to meet the GRO with 6 female and 3 male members.

2020

Three vacancies arose in 2020 and a recruitment process was initiated to fill them, but it also took a view on two future vacancies falling due in 2021. 35 applications were received, of which 7 were from female candidates. Following interview, 3 candidates were appointed by the Court for membership beginning in August 2020 (2 women and 1 man) and 2 male candidates were appointed for membership beginning in August 2021. This will have the effect from August 2021 of reducing the number of women among the non-excluded membership of the Court to 5, but as is set out above, this will mean the University continues to meet the GRO.

Encouragement of applications by women (Section 5 of the Act)

In making the appointments, the Court and the appointing committee understood the responsibilities set out in the Act and made appointments in accordance with the Act. In order to encourage applicants from women, a range of online routes were used including: Women on Boards, Advance HE Board Vacancy Portal, Public Appointments Scotland, as well as NED.co.uk, Stonewall and other discipline-specific websites. For the most recent recruitment, the University additionally appointed Perrett Laver with the express request that they create as diverse a list of candidates as possible. Emails to the University community (staff, students, alumni and friends) stressed the desire for greater diversity on Court.

Duty to take steps towards achieving objective (section 6 of the Act)

¹ University Statute changes introduced in 2020 had the effect of increasing the number of non-excluded lay members under the Act from 9 to 11.

Since the University had achieved the GRO in the appointments it made in 2018, no further steps have been taken to achieve and maintain the objective beyond those outlined above.

The Court is however mindful that it will need to take account of the Act and may need to take additional steps in future appointments to ensure that the GRO is maintained.

Court's commitment to diversity

The University Court has made a commitment to increasing the equality, diversity and inclusiveness of its membership more generally across all the protected characteristics in accordance with accepted principles and best practice and with equality legislation.

**The Court of the University of Dundee
February 2021**

APPENDIX 7

PEOPLE & ORGANISATIONAL DEVELOPMENT COMMITTEE MINUTES (Minute 50 (4)(i))

A meeting of the Committee was held on 21 January 2021.

Present: Jane Marshall (Convener);
Lynn Kilbride;
Bernadette Malone;
Jay Surti;
Karen Thomson;
Gigi Gan Jia Hui; and
William Boyd.

<u>In Attendance:</u>	Dr Jim McGeorge Pamela Milne Julie Strachan Dr Christine Milburn Olaf Postola Carol Prokopyszyn Nick Helps	University Secretary; Director of Human Resources & Organisational Development; Deputy Director of Human Resources & Organisational Development; Senior Policy Officer (Corporate Governance); Corporate Governance Support Officer; Director of Finance (for item 3); and Head of Health and Safety (item 8).
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Apologies: Dr David Martin;
Professor Julian Blow; and
Rebecca Leiper.

1. MINUTES

- (i) Minutes from the meeting on 29 October 2020.

Resolved: to approve the minutes from the meeting.

- (ii) Minutes from the joint meeting on 10 December 2020.

Resolved: to approve the minutes from the meeting.

2. MATTERS ARISING

- (1) Action Log

The Committee noted the log of ongoing actions and were content with progress reported.

Resolved: to approve the action log as presented.

3. CONVENER'S UPDATE

The Convener provided her regular update to the Committee. In doing so she reminded members that she had chaired the joint meeting of the Finance & Policy and People & Organisational Development Committees. She told the Committee that she continued to contribute to agenda planning processes and ensure that the Committee remained focused on matters relating to its remit.

Resolved: to note the update.

4. **REPORT FROM THE DIRECTOR OF HUMAN RESOURCES & ORGANISATIONAL DEVELOPMENT**

The Director of Human Resources & Organisational Development (HR&OD) introduced her report and in doing so informed the Committee that the University's response to the COVID-19 pandemic remained the main focus of activity in her directorate. The Director drew members' attention to revised COVID-19 regulations issued by the Scottish Government before Christmas 2020 and outlined the further work being undertaken by the University to adapt to these. The Committee noted that the University continued to utilise the Coronavirus Job Retention Scheme (furlough scheme) where appropriate.

In response to questions regarding the impact of the pandemic on the mental health of staff and students, the Director reassured members of the provision available through the University's Counselling and Occupational Health Services and also outlined Organisational & Professional Development (OPD) training programmes and support forums that had been developed as a direct response to the challenges faced by staff. The Director also reassured the Committee that the University was proactive in its acknowledgement of the impact of pandemic-related additional child-care responsibilities on staff workloads.

In response to questions regarding how the University's working practices may change after the COVID-19 pandemic, the Director informed the Committee that a small group had been convened to consider this and that it was also the on-going focus of discussions at the University Executive Group.

The Committee went on to consider the 'business-as-usual' activities highlighted by the Director in her report, specifically the success of the long service awards event which had this year moved online. Members also discussed progress made in relation to the University's plan to submit an application to the Race Equality Charter later in the academic year, and members noted that a number of work streams had been put in place to support this activity.

Members raised questions regarding the process for the induction of the new Principal. The Director outlined the comprehensive package of support that had been put in place, including, but not limited to, the provision of a substantial handover from the Interim Principal, regular meetings with the Chair of Court, the provision of coaching support and engagements with the University Executive Group (UEG) individually and as a team.

Members made reference to some questions raised at the public meeting of the Court, around the provision of additional IT support. The Committee noted that the University had undertaken substantial work to ensure that staff received the equipment required to work from home, but that the specific matter raised regarding the provision of broadband was not a matter which the University could resolve.

Resolved: to note the update.

5. **BUSINESS TRANSFORMATION UPDATE**

The Committee received the regular update from the Director of Human Resources & Organisational Development on the implementation of the HR/Payroll Module of the OneUniversity solution. Members noted that at the time of the meeting the project was a week behind schedule, but that User Acceptance Testing (UAT) was due to commence. The Committee noted that challenges associated with COVID-19 and the impact of primary and secondary school closures were regularly updated on the project risk register.

Members expressed interest in the benefits and efficiencies of the new system, once implemented. The Director explained that much of the functionality in the new system (such as employee self-service and manager's desktop) did not exist in the new system so its introduction would be transformative. There were, however, some areas where a direct comparison would be possible, for example in relation to online recruitment. The Director confirmed that a substantial training programme was being developed to support staff in their use of the system and that the roll-out would follow the approach taken during the successful launch of the Finance module in 2019.

Resolved: to note the update.

6. COMMITTEE BUSINESS

(1) Formal Disciplinary, Capability, Grievance and Appeals: 2019-20

The Committee received a paper from the Deputy Director of Human Resources & Organisational Development which outlined the process for handling appeals, grievances and hearings and provided a summary of the total number of cases considered by the University over the previous academic year. Members welcomed the report and asked that future reports contain further evaluative content, particularly in relation to lessons learned from the data compiled. In response to questions, the Deputy Director advised the Committee that ongoing cases were reviewed with the University Secretary on a monthly basis to ensure progress, and that the annual report would be considered by the University Executive Group (UEG) to identify any lessons learnt and any clustering of cases. The Committee was assured by the relevantly small number of cases, and the process in place for managing them.

The Committee noted that the number of formal cases was very similar to that of previous years, and that numbers were relatively small in proportion to the size of the organisation. The Deputy Director also advised the Committee of separate work ongoing to establish data on cases which were resolved informally and did not reach the formal process. In this respect the Deputy Director agreed that it would be valuable to cross reference information in the report with employee survey data.

Resolved: to note the update.

(2) Academic Excellence & Structure update

The University Secretary provided the Committee with an update on the Academic Excellence and Structure (AES) project. It was noted that substantial feedback had been submitted by staff and students as part of the consultation process for the project, most of which related to the proposed merger of the schools of Education & Social Work, Humanities and Social Sciences.

The Committee noted that since the discussion of the project at the meeting of the Court on 17 November 2020, and given the richness of the feedback received, the University Executive Group (UEG) had extended the timeframe for the consultation process. As a result, it was likely that the submission of final proposals to the Senate and Court would be delayed until their April or June meetings. The Committee was supportive of this extension to the consultation period and noted that this had been well received by staff. In response to questions, the University Secretary highlighted the importance placed on communication with staff and students.

One member shared feedback communicated regarding aspects of the Biomedical sub-project looking at the interface between the Schools of Life Sciences and Medicine and the University Secretary undertook to raise this with Vice-Principal (Academic Planning and Performance) and Deans concerned.

The Convener concluded the discussion by highlighting the importance of transparency and of maintaining awareness of the potential impact on staff morale.

Resolved:

- (i) to note that the University Secretary would raise the feedback received in relation to the Biomedical project with the Vice-Principal (Academic Planning & Performance); and
- (ii) to note the report.

(3) Reserved Business: Pensions Update

The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Committee received a paper from Director of Finance, which followed on from the pensions paper considered at the joint meeting of the People & Organisational Development Committee (PODCo) and the Finance & Policy Committee (F&PC).

In introducing the paper, the Director drew members' attention to the cost and risk analysis provided and invited them to consider those aspects of the proposals which were within the remit of the Committee, including employee benefits and impact. The Committee noted that the F&PC had considered the paper at its meeting on the 19 January 2021 and had focused on financial risk mitigation and exploration of the cost/benefit of the proposals.

In outlining initial proposals for a new Defined Contribution (DC) scheme to replace the University of Dundee Superannuation Scheme (UoDSS), the Director drew members' attention to the cost forecast, impact modelling and project plan/timeline. In discussing the paper, the Committee highlighted the importance of mitigating financial risks relating to the current scheme and welcomed the focus on providing a meaningful pension to members. Through discussion, the Director clarified that the cost of deficit recovery contributions to the current scheme were expected to exceed any savings to the University from the proposed reduction in employer contributions under the new scheme. The Director also highlighted the University's ongoing responsibility for the estimated £70m deficit in the current scheme.

Members discussed possible unintended consequences of changing the scheme and the Director provided the Committee with assurance that the complete package could remain an attractive one to employees, and that the flexibility of the new scheme would encourage more participants not to opt-out. She reassured the Committee that in her view the revised proposals, combined with the other employment benefits offered, meant that the University would remain an employer of choice locally.

Members highlighted the importance of ensuring that communications to staff were clear and understandable in setting out the changes and were pleased to note that the Director continued to work with Mercers who had previous experience in this respect.

Resolved: to note the role of the People & Organisational Development Committee with regard to consideration of benefits and staff implications, and to, for its part, endorse the proposals to the Court for approval.

7. EQUALITY, DIVERSITY AND INCLUSION

(1) Equality, Diversity & Inclusion Minutes

The Committee received the minutes from the Equality, Diversity and Inclusion (EDI) Committee on 30 December 2020. Members discussed the completion rates of the EDI training modules, and the action being taken to address areas where improvement was required.

Resolved: to note the update.

(2) Trans Inclusion Policy

The Director of Human Resources & Organisational Development introduced the Trans Inclusion Policy. Members noted that the policy aligned with the protections set out in the Equality Act 2010. Members considered changes to the Policy since it was initially considered in early draft form in May 2020 and were unanimously supportive of the Policy.

Resolved: to endorse the Trans Inclusion Policy to the Court for approval.

(3) Athena SWAN and Race Equality Charter update

The Director of Human Resources & Organisational Development provided the Committee with an update on progress in the preparation of the University's submission to the Athena SWAN and Race Equality Charter awards. Members noted that work towards these was on track.

The Director drew attention to the substantial volume of work associated with the Race Equality Charter submission, with a steering group and five workstreams in place and the agenda supported by various members of the UEG.

Resolved: to note the update.

8. HEALTH AND SAFETY

(1) Health, Safety & Welfare Annual Report

The Head of Health & Safety Services attended the meeting to introduce the Annual Report on Health, Safety and Welfare. He outlined the key messages in the report and members noted that throughout the COVID-19 period there had been a reduction in the number of accidents reported. He informed the Committee that near misses had been reported during the same period, giving confidence that people were still reporting incidents.

The Committee explored the nature of accident reporting, with Members noting that trips and falls accounted for the majority of accidents, and that a smaller number of injuries occurred which required reporting to the Health and Safety Executive (HSE) – known as ‘reportable incidents’.

In response to questions, the Head of Health & Safety Services assured the Committee that University’s all staff survey had been used to evaluate perceptions of health and safety and showed generally positive views from staff. Members noted that this data was provided to the Committee on a biennial basis and would next be reviewed in 2021/22. In response to questions regarding the tracking of mandatory training completion, members noted increased levels of completion and that quarterly reports were provided to the University Secretary and the Director of Academic & Corporate Governance who had in place appropriate measures to hold staff to account if they had not completed training within a reasonable timeframe.

The Committee noted that work was ongoing to improve the system for monitoring the tracking of online training completion to increase efficiency and that the frequency of inspections and reporting was being increased.

The Committee thanked the Head of Health & Safety Services for his diligence and hard work through the period of the COVID-19 pandemic and asked that their thanks be shared with the Health & Safety Services team.

Resolved: to note the update.

(2) Health, Safety & Welfare Sub-Committee Minutes

The Committee reviewed and approved the minutes from the meeting of the Health & Safety Sub-Committee on 7 December 2020.

Resolved: to approve the minutes.

9. COURT NARRATIVE

It was agreed that the Convener’s report to Court on 23 February 2021 would include reference to the following: the Committee’s endorsement of the proposals contained within the pension paper; the Committee’s discussion on workloads and discussions relating to University mental health support (see min 4(i)); and endorsement of the Trans Inclusion Policy, Menopause Policy, Safe Leave Policy and Parental Bereavement Policy.

10. UNION MATTERS

(1) Local Joint Committee Minutes

The Committee noted the minutes from the meeting of the Local Joint Committee on the 30 November 2020.

Resolved: to note the minutes.

(2) Parental Bereavement Leave Policy

The Committee reviewed and endorsed the Parental Bereavement Leave Policy for approval.

Resolved: to endorse the Parental Bereavement Policy for approval to the Court.

(3) Safe Leave Policy

The Committee reviewed and endorsed the Safe Leave Policy presented by the Director of HR&OD, noting the importance of the Policy for those experiencing Gender Based Violence (GBV).

Resolved: to endorse the Safe Leave Policy for approval to the Court.

(4) Menopause Policy

The Committee reviewed the Menopause Policy presented by the Director of HR&OD, endorsing it for approval subject to a final review of some of the terminology used.

Resolved: to endorse the Menopause Policy to the Court for approval, subject to minor amendment.

11. **DATE OF NEXT MEETING**

Resolved: Monday 15 March 2021

Jane Marshall
Convener

APPENDIX 8

JOINT MEETING OF THE FINANCE & POLICY AND PEOPLE & ORGANISATIONAL DEVELOPMENT COMMITTEE MINUTES (Minute 50 (4)(ii))

A meeting of the Committee was held on 10 December 2020 via video conference.

Present: Jane Marshall (Convener);
Richard Bint;
Alan Bainbridge;
Ronald Bowie;
Dr William Boyd;
David Dorward;
Professor Lynn Kilbride;
Professor David Maguire (Interim Principal & Vice-Chancellor);
Bernadette Malone;
Dr David Martin;
Scott Quinn (DUSA President);
Professor Mairi Scott; and
Jay Surti;
Sharon Sweeney;
Karen Thomson; and
Keith Winter.

In Attendance: Professor Julian Blow (Interim Vice-Principal (Academic Planning & Performance));
Peter Fotheringham (Deputy Director of Finance);
Rose Jenkins (Director of Estates & Campus Services);
Julie Lynch (Head of Finance Partnering);
Dr Jim McGeorge (University Secretary & Chief Operating Officer);
Dr Christine Milburn (Policy Officer (Corporate Governance));
Carol Prokopyszyn (Director of Finance);
Wesley Rennison (Director of Strategic Planning); and
Professor John Rowan (Vice-Principal Research, Knowledge Exchange & Wider Impact).

Apologies: Catherine Cavanagh; and
Dr Neale Laker (Director of Academic & Corporate Governance).

1. RESERVED BUSINESS: UODSS BENEFIT CHANGE- PROJECT UPDATE

The paper and discussions were considered exempt from public disclosure and the University claimed exemptions in S.30(b)(i) of the Freedom of Information (Scotland) Act 2002. These exemptions are now considered to have expired.

The Finance & Policy and People & Organisational Development Committees of the Court met to consider a paper from the Directors of Finance and Human Resources & Organisational Development (HR & OD) which summarised draft proposals for a new defined contribution scheme to replace the existing University of Dundee Superannuation Scheme (UoDSS pension scheme). The proposals set out the basis for the modelling and refinement of proposals for a new scheme and members noted the intention that proposals would be submitted to the People & Organisational Development Committee meeting on 21 January 2021 and to the Court on 23 February 2021.

In introducing the paper, the Director of Finance reiterated the University's commitment to providing a fair, sustainable, affordable, and dignified retirement package for all staff, while drawing members' attention to the increasing deficit, risk and cost of the existing UoDSS pension scheme and the numbers of eligible staff who withdrew from it. Members agreed that with the scheme deficit estimated to be approaching £70m the University needed to take action to limit this open-ended risk and ensure that commitments undertaken in relation to the scheme could continue to be met. The Director also outlined the benefit terms of the existing scheme.

Members noted that the paper proposed the closure of the existing scheme to new members and to future accruals for existing members, but that in accordance with the terms of the scheme pre-2011 Defined Benefits accrued would remain salary linked. Turning to the new Defined Contribution (DC) proposal, the Committees noted that MERCERS had been commissioned to provide independent expert advice. Key aspects of the proposed scheme included a default entry level of 5% employee & 10% employer contribution, and a minimum entry level of 2% for employee and 7% employer contributions, with 1% reduction intervals and employee contributions matched by employer contributions reducing at the same rate. Turning to risk benefits, members noted the proposal to provide death-in-service- benefits at five times basic salary (an increase relative to the existing provision within the UoDSS pension scheme) and income protection of 50% of salary (and after 52 weeks deferment, with the 52-week deferment reflecting the sick pay benefit from the University).

In response to questions the Director of Finance confirmed that the additional benefits were estimated to cost 1-2% of salary, meaning that the total scheme cost to the University would start at 11-12%, with a maximum of 14-15% of salary. The Director also confirmed that under the terms of the new scheme salary sacrifice would continue to apply, that the pensionable pay definition would be continued from the UoDSS pension scheme, that the staff included in this proposal would be the same group of staff eligible for UoDSS (grades 1 to 6), that auto-enrolment would be into the new scheme at default entry level, and that the proposed delivery vehicle for the new Scheme was by Master Trust and would require the engagement of a Master Trust supplier (such as Legal & General or Aviva) to run it. In this respect the Committees highlighted the importance of careful due diligence when selecting the new provider.

The Committees recognised that the new scheme may be seen as the University offering a reduction in the level of employer contribution based on the current UoDSS contribution being 17.1% and the new scheme having a maximum employer contribution of 15%. The Director of Finance however confirmed that as a result of the deficit increasing, the employer's contributions would be expected to rise to 24.3% following the completion of the 2020 valuation, with a significant portion of that contribution used to address the deficit. She also confirmed that under the new arrangements the University would separately continue to make payments to address the deficit of the UoDSS scheme.

Members noted that with the new scheme likely to be more attractive to those who currently opted, the total cost to the University may in fact rise, but that importantly, the level of risk from the UoDSS pension scheme deficit would be being effectively managed and controlled. In response to questions the Principal confirmed that in the current financial position the University did not have alternative funding sources which could be called upon to address the deficit indefinitely.

In discussing comparisons to the Universities Superannuation Scheme (USS), members noted that unlike USS, the University was in a position to negotiate directly with the UoDSS Trustees and to lead the development of proposals to address the rising level of risk.

The Committees went on to discuss the proposals in more detail and noted that the new Defined Contribution (DC) scheme would not be index linked or include spousal pension, but that upon retirement the individual would have the option to invest their final 'pension pot' in a scheme which had these features and, unlike the existing scheme, would also have the flexibility to make alternative arrangements to better suit their circumstances and requirements. The Director noted that upon death, the DC 'pension pot' would normally be considered part of the individual's estate and would be able to be passed on to their next of kin. The Committees suggested that in finalising the proposals, officers should consider how individuals would access suitable financial advice at the time of their retirement. The Committees also requested additional information on how the proposed scheme compared to those available across the HE sector and amongst local employers; and that it would be helpful to see fully worked through case studies.

Turning to the timeframe proposed, members were satisfied that the proposal included sufficient flexibility to fully and appropriately engage with staff and unions throughout the consultation process. Members went on to highlight the importance of communication throughout the process and were pleased to note the proposed use of open meetings.

Thereafter the Committees concluded that while the change was to a degree unwelcome, action was necessary given the level of risk associated with the existing UoDSS Pension Scheme and was content that the University was committed to the provision of a secure and affordable pension under the proposals for a revised offering.

Resolved: (i) to note the rising level of deficit, contributions and risk projected in relation to UoDSS if no action was taken;

- (ii) to note the discussion of the committees in relation to proposed benefits, and in particular the flexibility of the proposed scheme at the time of retirement for the individual to select an indexed linked scheme should they wish;
- (iii) to, noting (ii) above, recommend that officers consider how to address the availability of financial advice to members at the point of retirement;
- (iv) to request that the next iteration of the proposals include comparison with those available elsewhere in the sector and from local employers as well as case studies; and
- (v) otherwise, to note the proposed timetable for future papers and consultation and to note the work required to firm up final proposals for submission and consideration.

Jane Marshall

(Convener)

APPENDIX 9

REMUNERATION COMMITTEE MINUTES (8 DECEMBER 2020) (Minute 50 (6))

A meeting of the Committee was held on 8 December 2020 via TEAMS online meeting.

Present: Bernadette Malone (Convener);
Richard Bint;
Ronald Bowie;
David Dorward;
Gigi (Jia Hui) Gan;
Jane Marshall;
Ron Mobed; and
Sharon Sweeney.

In Attendance: Professor David Maguire (Principal & Vice-Chancellor) by invitation of the Convener;
Dr Jim McGeorge (University Secretary & Chief Operating Officer), Items 1-5, 7-10 and appropriate parts of item 6 by invitation of the Convener;
Pam Milne (Director of HR and Organisational Development), Items 1-5 and 7-10 by invitation of the Convener; and
Dr Christine Milburn (Senior Policy Officer (Corporate Governance)) as Clerk to the committee.

1. MINUTES

Resolved: to approve the minute of the meeting of the Committee on 24 September 2020.

2. MATTERS ARISING

(1) Action Log

The Committee received the action log and noted the updates provided.

Resolved: to approve the amendments to the Action Log.

(2) Review of Committee Effectiveness (Minute 9)

The Committee formally homologated its endorsement to the Court of amendments to the Remit & Terms of Reference for the Committee, as agreed by email correspondence.

Resolved: to formally homologate the Committee's endorsement to the Court of amendments to its Remit & Terms of Reference.

3. CONVENER'S UPDATE

The Convener outlined her attendance at meetings of relevance to the business of the Committee. Members noted that, in accordance with the agreed response to recommendation 80 of the Scottish Code of Good HE Governance, the Convener had attended meetings of the University/Union Local Joint Committee with the campus unions and of the Dundee University Students' Association (DUSA) to discuss the business of the Committee over the previous twelve months and to seek their views in relation to the remuneration package of the Principal and the senior executive team. The Convener praised the insightful questions, engagement, and balanced views of these groups.

The Convener also highlighted her attendance at a meeting of the Scottish Committee of the Universities and Colleges Employers Association (UCEA). Members noted the key areas of discussion included a focus on the financial challenges to the sector and pensions risks.

Resolved: to note the update.

4. **SECTORAL UPDATE**

The Director of Human Resources & Organisational Development (HR & OD) drew members' attention to items and issues raised through her sectoral networks. Members noted in particular a range of responses to the COVID-19 pandemic across the sector including in relation to pay, pay cuts, incremental progression and redundancy. Members noted the confidentiality/sensitivity of the information concerned (only some of which was in the public domain) and after discussion indicated that it would be helpful for some kind of anonymised report to be shared with the Committee, and potentially the Court, to show where the University was positioned in terms of the range of responses. The Director agreed to work with the Chair of Court and the Interim Principal & Vice-Chancellor to consider how this information might best be presented and shared.

The Committee's attention was also drawn to the review of the 2018 CUC HE Senior Staff Remuneration Code. Members noted that the review was led by Advance HE and that initial survey results had provided an overview of compliance and areas where recommendations could be enhanced. In this respect the Committee noted that divergence of practice amongst the devolved nations, in part due to the Scottish Code of Good HE Governance (2017) taking precedence in Scotland, would likely be addressed in the next version of the Code. With regard to other areas such as transparency of reporting and use of benchmarking, members noted that the University was well placed in relation to best practice.

The Director informed members that the 2020/21 remuneration round for non-UEG grade 10 staff had been extended due to a procedural issue. As a result, an additional meeting of the Committee would be scheduled for February 2021 to review the process through which the UEG had reached its decisions.

Resolved: to note the updates.

5. **POLICY ON STARTING SALARIES**

The Committee received a paper from the Director of Human Resources & Organisational Development which set out both policies and practices at the University in relation to the setting of starting salaries. The Director outlined the process followed at the University in relation to internal and external academic and professional services appointments, including the use of benchmark information, information on existing salary, and equality impact data when arriving at a remuneration decision.

Members welcomed the paper and recommended that it be shared with deans and directors through the University Management Group to continue to raise awareness.

Resolved: Director of Human Resources & Organisational Development to arrange for further sharing of the paper.

6. **RESERVED BUSINESS: SALARY REVIEW OF UNIVERSITY EXECUTIVE GROUP MEMBERS**

[Secretary's note: The Director of Human Resources & Organisational Development left the room for the duration of the item. The University Secretary left the meeting after presenting aspects of the report which related to members of the UEG he line managed, returning at the request of the Convener for the summary of discussions.]

The Committee received a paper from the Director of Human Resources & Organisational Development (HR & OD) which provided contextual information including salary, term of employment, recent pay awards and equality data relating to members of the University Executive Group (UEG). The Committee also reviewed UCEA benchmarking data for each role, data setting out the Principal's salary multiple relative to the median earnings of the University's entire workforce, and a report from the Interim Principal & Vice-Chancellor and the University Secretary & Chief Operating Officer (University Secretary) which provided an overview of the outcomes of the performance reviews of each UEG member. Members praised the continued improvement to the quality of data and analysis provided to the Committee.

The Committee was reminded of the decision by all members of the UEG individually, as detailed in minute 5 of the meeting of the Committee on 24 September 2020, to indicate that on the basis of the University's financial circumstances they did not wish to be considered for a salary increase in the 2020/21 remuneration round.

The University Secretary provided a short overview of the performance and salary benchmarking of the Director of External Relations and the Director of Human Resources & Organisational Development before leaving the meeting. The Interim Principal then provided an overview of the performance and benchmarking information relating to each of the Vice-Principals, the University Secretary & Chief Operating Officer, and the Director of Finance. The Interim Principal also commented on the exceptionally strong performance of the UEG as a team during his period of office and drew attention to remuneration-related risks at an institutional level. With regard to the latter, the Committee indicated that it would be valuable to see further information regarding salary ranges for professorial salaries at the University by UCEA band/benchmark, noting that this information was available to, and considered by, the UEG when making its decisions relating to grade 10 staff in Schools and Directorates. The Committee also expressed an interest in the balance of professorial and Professional Services staff in the top quintile of University salaries, and indicated that it would be helpful to provide this in the context of information on the relative roles, criteria and responsibilities to support the Committee in understanding the different career structures, recruitment markets and remuneration risks.

Turning to the report and supplementary information provided verbally by the Principal, members noted a number of instances where recommendations for salary increases would have been made had members of the UEG not declined to be considered during the 2020/21 remuneration round. While respecting the views of the UEG, the Committee highlighted its role in ensuring that salaries were fair and equitable. Members also expressed the view that the financial position in 2021/22 was unlikely to be significantly more favorable and that in its view it was not sustainable for UEG members to continue to decline the opportunity to have their performance recognised and rewarded.

Members expressed concern that the salaries for two members of the UEG were low relative to benchmark and performance over the year and the Committee explored what actions could be taken as a result. Following discussion, it was agreed that the Chair of Court, Convener of the Committee and the Principal should jointly write to each member of the UEG to: (a) recognise their performance over the previous 12 months; (b) make reference to the Committee respecting their decision not to apply for awards in the 2020/21 round; and (c) in the case of the two members referred to above, indicate the level of award which the Committee would otherwise have made to them .

The Committee agreed that in the event that one or both of these members subsequently indicated that they were minded to accept the award, it should be approved. The Committee further agreed that in the next remuneration round consideration should be given to performance over a three-year period (the period which would, by that time, have passed since most members of UEG were last considered for an award), and that the awards recommended in the letters (if they were not accepted) should form part of that consideration.

Members highlighted the importance of being transparent with all members of the UEG with regard to the process followed, particularly in relation to the two offers of additional remuneration made, and recommended that the Interim Principal should discuss the process and outcomes with members of his team.

- Resolved:**
- (i) to note the role of the Committee in the management of risks relating to competitiveness, retention, succession planning and compliance with governance codes;
 - (ii) to note the contextual data provided;
 - (iii) to respect the decision of the UEG not to seek reward in the 2020/21 round, but to note that on the basis of the data received the Committee would have approved an award of £5k to each of two members of the UEG;
 - (iv) to thank officers for the reports provided and request that the report on performance submitted in the 2021/22 round follow the same comprehensive format but include consideration of the performance of the UEG over a three-year period;

- (v) to ask officers to provide information to a future meeting regarding how those in the top salary quintile for salary range for grade 10 professorial and professional services salaries within each school/Directorate at the University compare to UCEA benchmark, with the intention of improving the Committee's understanding of the basis for salary increases and providing assurance that outstanding staff were paid sufficiently relative to benchmark;
- (vi) to ask the Interim Principal and the University Secretary to provide data on the number of professorial and professional services staff in the top quintile of University of Dundee salaries in the context of the responsibilities and criteria for these roles;
- (vii) to ask the Chair of Court, Convener of the Committee, and Interim Principal & Vice-Chancellor to write to each member of the UEG to communicate the thanks of the Committee for their performance, to share expectations for the 2021/22 round, and in the case of two members, to reference the level of award which the Committee had recommended while noting the decision of individual UEG members to not seek consideration in the 2020/21 round; and
- (viii) to ask that the Interim Principal communicate with members of the UEG regarding the process and decisions of the Committee.

7. REMUNERATION PARAMETERS FOR APPOINTMENT OF NEW VICE-PRINCIPAL (ACADEMIC PLANNING & PERFORMANCE)

The Director of Human Resources & Organisational Development outlined the process to date in relation to the appointment of a new permanent Vice-Principal (Academic Planning & Performance). The Committee agreed with the recommendation that standard University policies should apply with regard to relocation and pensions. Based on the consideration of benchmarking information provided, the Committee also approved a salary range of £120k-£140k for the role.

Resolved: to approve a salary range of £120k-£140k for the role of Vice-Principal (Academic Planning & Performance), noting that the Court had approved the delegation of authority to the appointing panel to make the appointment, subject to the approval of the terms and conditions by the Remuneration Committee, and subsequent reporting to the Senate and the Court regarding the appointment.

8. CONSULTANCY, OTHER PAID WORK AND NON-EXECUTIVE DIRECTORSHIPS (UEG)

The Committee was advised that the Vice-Principal (international) had been invited to renew her non-remunerated membership of the Scottish Government Trade Envoy for a further period of one year. Members noted the extent of the role, the benefits to the University, and that the role was not remunerated.

Resolved: to approve the renewal.

9. NARRATIVE FOR COURT

Resolved: The Committee recommended that the Convener highlight to the Court discussions relating to the review of the 2018 CUC HE Staff Remuneration Code and the salary review of members of the University Executive Group.

10. DATE OF NEXT MEETING

Resolved: to note that the next meeting was scheduled for 9 March 2021, but that an additional meeting of the Committee would be arranged for February 2021 to consider matters relating to the 2020/21 remuneration round.

APPENDIX 10**REMUNERATION COMMITTEE MINUTES (8 DECEMBER 2020) – OBJECTIVE
SETTING/PERFORMANCE REVIEW FOR THE PRINCIPAL
(Minute 50 (6))**

A meeting of the Committee was held on 8 December 2020 via TEAMS online meeting.

Present: Bernadette Malone (Convener);
Richard Bint;
Ronald Bowie;
David Dorward;
Gigi (Jia Hui) Gan;
Jane Marshall;
Ron Mobed; and
Sharon Sweeney.

In Attendance: Professor David Maguire (Principal & Vice-Chancellor) by invitation of the Convener;
Dr Jim McGeorge (University Secretary & Chief Operating Officer) by invitation of the Convener;
Pam Milne (Director of HR and Organisational Development) by invitation of the Convener;
and
Dr Christine Milburn (Policy Officer (Corporate Governance)) as Clerk to the committee.

1. OBJECTIVE SETTING/PERFORMANCE REVIEW FOR THE PRINCIPAL

The Chair of Court outlined measures in place to support the transition in the leadership of the University, including:

- coaching support for the new Principal,
- a structured induction which had already included meetings with members of the University Executive Group (UEG)/the University Executive Group as a whole and attendance at the last meeting of the Court, and would continue in January with a programme of meetings with deans and directors.
- a structured programme of transition, facilitated by an external consultant, Tom Kenny; and
- a series of regular meetings between the Chair of Court, the Interim Principal and the new Principal which aimed to ensure a smooth and effective transition.

Members noted that the new Principal would face significant challenges from the start of his tenure.

In response to questions the Chair of Court confirmed that he expected to finalise objectives for the new Principal prior to his arrival, and that these would be shared with the Committee in due course. The Chair went on to outline the continuous approach to performance management, including regular meetings with the Chair, quarterly formal meetings, a 6-monthly review of feedback from stakeholders and UEG members and an annual Objective Setting & Review (OSAR) meeting which would focus on monitoring and setting objectives. The Committee welcomed the holistic approach and noted that this would likely cascade down to members of the UEG in the future.

Resolved: to note that finalised objectives would be circulated in due course.

APPENDIX 11

REMUNERATION COMMITTEE MINUTES (12 FEBRUARY 2021) (Minute 50 (6)(iii))

A meeting of the Committee was held on 12 February 2021 via TEAMS online meeting.

Present: Bernadette Malone (Convener);
Richard Bint;
Ronald Bowie;
David Dorward;
Jane Marshall;
Ron Mobed; and
Sharon Sweeney.

In Attendance: Professor Iain Gillespie, Principal & Vice-Chancellor (by invitation of the Convener);
Dr Jim McGeorge (University Secretary) (by invitation of the Convener);
Pam Milne (Director of HR and Organisational Development) (by invitation of the Convener);
and
Dr Christine Milburn (Policy Officer (Corporate Governance)).

Apologies: Jia Hui (Gigi) Gan.

1. MINUTES

Resolved: to approve the minutes of the meeting of the Committee on 8 December 2020.

2. MATTERS ARISING

(1) Action Log

Members received the action log for the last meeting of the Committee and noted the updates provided. The Committee noted in particular the additional benchmarking information provided and reiterated the value of monitoring the salaries of the top-performing members of the professoriate against an equivalently performing peer group (see also below).

Resolved: to note the updates.

3. **RESERVED BUSINESS: REPORT TO THE REMUNERATION COMMITTEE – 2020/21 REMUNERATION ROUND**

The Committee received a report from the Director of Human Resources & Organisational Development (HR & OD) which set out the context for the 2020/21 remuneration round, the procedure followed by the University Executive Group (UEG), and the awards approved by the UEG. The Committee praised the clarity of the process and reporting.

As with previous years, the report highlighted a discrepancy between the numbers of applications from different schools, and the Committee noted UEG's decision to engage in further dialogue with the Deans to ensure that all staff were given opportunity to be considered for recognition and reward. The Committee also agreed that it would be helpful to receive contextual information on clinical remuneration for the purposes of better understanding the University's pay ratio data.

In response to questions regarding a case where the recommended award exceeded the usual £2k, £3k and £5k bands, the Director confirmed that the bands were guidelines, and that there were precedents for increasing the value beyond this level where evidence suggested that performance had been outstanding, salaries were not in line with benchmarks and/or where there would be potential retention concerns. The Committee indicated a desire to avoid retention issues being raised on a regular basis in-year and encouraged officers to ensure that these were addressed through the annual remuneration round where possible.

The Committee discussed the Equality, Diversity & Inclusion (EDI) data provided, and encouraged the UEG to further consider the trends identified.

The Committee confirmed that it was satisfied that the relevant policies and procedures had been appropriately followed, and the Committee homologated the decisions within the report. In total £81k of the £149k budget was awarded to 21 Staff (7 female, 14 male).

Salary increases in Schools and Professional Services had been approved by UEG as follows:

	No. of awards	Total
Professional Services	6 (4 male, 2 female)	£23,000
Deans	0	£0
Academic Staff	15 (5 female, 10 male)	£58,000
Total		£81,000

The Committee also noted that two severance payments had been approved in the last 12 months. Members also noted two instances where in-year salary uplifts had required to be agreed by UEG for professorial or grade 10 staff in the period.

Resolved: to confirm to the Court that the Committee was satisfied that the relevant policies and procedures had been appropriately followed, homologate the decisions within the report, and note the expenditure of £81k relative to a budget of £149k.

4. **RESERVED BUSINESS: REPORT ON DECISIONS MADE IN ACCORDANCE WITH THE SCHEDULE OF DELEGATION & DECISION-MAKING POWERS SINCE 12 DECEMBER 2019**

In accordance with the remit for the Remuneration Committee, and the corresponding policies, the Committee received a report from the Director of Human Resources & Organisational Development (HR & OD) detailing decisions taken by the Remuneration Committee and/or the Convener of the Remuneration Committee in accordance with the Schedule of Delegation and Decision-Making Powers over the previous 12-month period.

Resolved: to note the report.

5. **ANNUAL REMUNERATION COMMITTEE REPORT TO THE COURT**

The Committee provided feedback on the draft Annual Remuneration Committee Report to the Court.

Resolved: to approve the report for submission to the Court, subject to minor amendments.

6. **SENIOR APPOINTMENTS: UPDATE ON VICE-PRINCIPAL (ACADEMIC PLANNING & PERFORMANCE)**

The Principal outlined to the Committee the justification for his recent proposal to the Court that the previously approved Vice-Principal (Academic Planning & Performance) role be amended. Members noted that after reflection, the Principal had formed the view that a Senior Vice-Principal role was required given the criticality of the leadership and management of the Deans to the delivery of the complex programmes of change required to drive improvements in the academic and financial performance of the schools. Members noted that the recommendation was also aligned to feedback from the search agency engaged in the process.

The Committee was supportive of the proposed changes to the role and person specification and in particular the focus on change management. Members also noted that in order to attract suitably experienced candidates to the role, the envelope for the starting salary would need to be increased. The Committee discussed the perception of this increase in the context of the University's financial challenges, and was sympathetic to the anxieties of staff in this respect, but ultimately recognised that a salary that provided an enhanced opportunity to attract the best possible candidates for this role was critical to effectively addressing these challenges.

Resolved: (i) to approve a salary envelope for the revised role of £150-165k, subject to the approval of the change to the role by the Court; and

- (ii) to note that one member, Sharon Sweeney, felt unable to support the increased financial envelope in the context of the wider financial challenges faced by the University, but was otherwise supportive of the changes to the role.

7. **NARRATIVE FOR COURT**

The Committee agreed to highlight to the Court discussions relating to the process for the current remuneration round.

Resolved: to note the areas highlighted.

8. **DATE OF NEXT MEETING**

To note that the annual continuing professional development session was scheduled to take place on 9 March 2021.

Bernadette Malone
Convener

APPENDIX 12

ANNUAL REMUNERATION COMMITTEE REPORT (Minute 50 (iv)(ii))

Introduction

1. This Remuneration Committee Annual Report for the University Court is presented in accordance with the Scottish Code of Higher Education Governance, the Committee of Chairs' (CUC) Higher Education Senior Staff Remuneration Code (2018) and the accompanying guidance, the SFC guidance on the governance of senior salaries and the Financial Memorandum with Higher Education Institutions.

Responsibilities of the Remuneration Committee

2. The Remuneration Committee is responsible, on behalf of the University Court, for the grading and determination of the pay and, where appropriate, severance payments of members of the UEG and of the Principal.
3. The Committee delegates to the University Executive Group (UEG) application of the Remuneration policy and procedure for all other staff at grade 10. It maintains oversight of relevant policy implementation and monitors UEG decisions in respect of compliance with the Remuneration Policy and discharging of this delegated authority.
4. Its detailed [Terms of Reference](#) set out the operating framework and is reviewed on at least an annual basis. The Committee is required by its terms of reference to present an Annual Report to Court on the Remuneration Committee processes.

Review and continuous improvement

5. During the reporting period, the Committee has undertaken two reviews to ensure full compliance with regulatory guidance and to learn from practice within the sector. These led to changes in reporting, the terms of reference, the severance policy and an enhanced assurance process.
6. The Remuneration Committee is satisfied that it is compliant with all aspects of current regulatory compliance requirements.
7. A joint review of the respective remits of the Committee and the People & Organisational Development Committee was undertaken to optimise strategic coherence in the work of both committees.

Membership of the Committee

8. Membership of the Committee is as follows:

Bernadette Malone (Convenor, lay member)

Ronnie Bowie (Chair of Court, lay member)

Richard Bint (Chair of Finance & Policy Committee, lay member)

Jane Marshall (Chair of People & Organisational Development Committee, lay member)

Sharon Sweeney (Member of Court Nominated by the Trades Union)

Jia Hui (Gigi) Gan (Independent student member of Court), August 2020

David Dorward (lay member of Court), August 2020

Ron Mobed (lay member of Court), August 2020.

9. The Committee normally meets three times in each academic year. In addition to the scheduled meetings the Committee has met a further three times to consider specific issues of individual remuneration and to complete the annual remuneration round. All meetings of the Committee were quorate and the minutes are routinely reported to Court together with a Convenor's report.

Approach to Remuneration

10. During this reporting period, the Committee has continued to develop robust governance processes for senior staff remuneration. The Committee is required to have due regard to the need to demonstrate value for money; uphold the principles of fairness, equality and diversity; consider institutional and financial wellbeing and to act in accordance with the core values.
11. When reviewing appropriate levels of remuneration for senior staff, the Committee takes a number of factors into account including the University's operating context, market intelligence and benchmarking information, equalities and diversity and affordability. The Committee also gives consideration to reputational risks, the importance of sustaining good stakeholder relations and the public interest.

Use of Comparative Information

12. Sectoral benchmarking and internal benchmarking is used to inform all decisions with regards to senior staff pay. The principal sources of comparative information are the UCEA annual survey of senior staff salaries in UK higher education and the CUC annual survey of Vice Chancellor's remuneration.

Assessment of Individual Performance

13. The Committee supported a revised approach to managing the performance of the Principal and there are two aspects to this: firstly the formulation and agreement of aims and objectives and secondly a more structured process that supplements the standard Objective-Setting and Review (OSaR) process undertaken by all staff.
14. A report by the Principal and the University Secretary & Chief Operating Officer detailing an assessment of individual performance of those members of the UEG they each manage was considered by the Committee. This was used to inform the Committee's consideration of UEG members' performance and their actual, relative and benchmark salaries (see paragraph 23 below).
15. The annual assurance report to the Committee from the UEG which details the outcome of the salary review of those grade 10 staff who are not members of the UEG includes an assessment of the performance of each candidate against the University's performance scale.

Institutional Context

16. The backdrop and context of pay and reward in the HE sector over the last few years, has been challenging. This year in particular, the set of financial challenges faced by the University are unprecedented. Against a backdrop of cost pressures such as increases in employers' pension contributions, the acute impact of the Covid-19 crisis has added to the financial sustainability challenges faced by the University, with further uncertainty over the longer-term effects of Covid-19 and Brexit and, more generally, the future funding of Higher Education.
17. It is expected the intense media interest in executive pay in the sector will continue with an increasing focus on pay uplift comparisons both with other staff and other sectors in the context of national pay negotiations and more generally.
18. The 2020-21 national pay negotiating round was paused due to the Covid-19 situation and, given the uncertainty faced by the sector, UCEA did not offer an uplift in pay for 2020-21 other than in relation to the National Living Wage and there was, therefore, a freeze on uplifting the pay spine for 2020-21.
19. This is the backdrop against which, the University has had to balance the issues of affordability whilst at the same time, having the ability to reward staff for excellent performance.

Senior Salary Review

Grade 10 Staff

20. The senior salary review is considered by the Committee on an annual basis. All grade 10 staff are included in this cohort and whilst they receive nationally agreed pay awards, unlike grade 3-9 staff they are not eligible for annual incremental progression. For this reporting year a budget of £149k was agreed. Acknowledging the challenging financial circumstances, the Committee accepted a recommendation from UEG that the University continue to have the ability to reward staff for exceptional performance and proceeded with the annual Senior Staff Remuneration round, which concluded in January 2021.

21. The Committee considered a comprehensive report of the decisions of the UEG consistent with its delegated authority with regards to merit awards for grade 10 staff. In total 21 awards were made at a cost of £81,000. Supporting documentation evidenced the process and relevant analysis in terms of equalities and diversity, individual schools, and identified areas for further action to improve the process going forward.
22. The Committee was satisfied the process undertaken by UEG was robust and that decisions on annual salary increases were evidenced and consistent with the Reward Policy.

University Executive Group

23. The Committee acknowledged the fact that members of the UEG did not wish to be considered for a salary review, but nevertheless decided to highlight two indicative awards that they would otherwise have made consistent with the importance placed on retaining and motivating talented staff and recognising excellent performance. These will be taken into account when UEG members are next considered.
24. A special meeting of the Committee was convened during this reporting period to consider a salary review of a senior member of staff who had been headhunted for a role at another UK university. The Committee's decision was informed by individual performance and benchmarking data, and retention and recruitment issues.

Principal & Vice-Chancellor

25. The Higher Education Senior Staff Remuneration Code which was published by the Committee of University Chairs in 2018 requires HE providers to publish the pay multiple of the Vice-Chancellor and the median earnings of the institution's whole workforce.
26. Based on the salary at 31 July 2020, the Principal's pay multiple is 6.2. which compares to a multiple of 6.9 in 2019. The latest sector-wide data published by UCEA for comparison is 7.
27. During this reporting period a new Principal was appointed. The parameters for the salary were determined by the Committee and following appointment the salary was set with reference to external benchmarks with Universities of a similar size and complexity. One of the key principles adopted in determining the remuneration package was for the Principal to be subject to the same policies as other staff.

Future Business

28. A review of the CUC code of Higher Education Senior Staff Remuneration is expected to be published in the next few months which will be considered by the Committee in due course. The annual training session planned for March will focus on remuneration of clinical staff and emerging issues within the sector.

Bernadette Malone

Convener, Remuneration Committee

16 February 2021

APPENDIX 13**WELFARE & ETHICAL USE OF ANIMALS COMMITTEE
(Minute 50 (v))**

A meeting of the Committee was held on 14th January 2021.

Present: The Convener;
the Director of Biological Services (DBS);
the University Veterinary Surgeon (UVS);
the Training Coordinator (TC);
three NACWOs;
five holders of Home Office licences; and
six other members.

1. MINUTES OF LAST MEETING

These were approved.

2. MATTERS ARISING

4. Review of preventive measures against non-compliance. The DBS reported that a checklist had been added to the study plan template and this and updated accompanying notes had been circulated to personal licence-holders.

5. Shipping of animals overseas. The UVS reported that this remained challenging, largely because of the reduction in passenger flights during the pandemic. The Committee agreed that the ban of the export of animals from the University should remain at least until the end of January.

8. Amendment of the establishment licence. This was with the UVS to determine what wording the inspector requires to justify the addition of a non-Schedule 1 humane killing method.

9. Non-technical summaries. This DBS confirmed that these would now be checked specifically before project licence applications were endorsed.

3. RESEARCH OVERSEAS

The Committee considered a proposal for a UK-funded project to involve work with animals at an establishment in the USA. It noted that UKRI and the Wellcome Trust require all such funded work to meet the standards that would be expected were it to be carried out in the UK and noted several concerns in this regard.

More generally, the Committee discussed the oversight of all research carried out overseas in collaboration with University members or on contract to them. It agreed that the same principle should apply; all work should comply to the requirements for licensing in the UK, unless exceptional deviations can be justified. The Committee observed that this was not an endorsement of the UK standards as being beyond reproach, but rather a means by which all work involving animals conducted by or on behalf of the University, whether in the UK or elsewhere, could be judged alike.

Resolved:

- The DBS to write to the Dundee applicants for the specific project, outlining the steps that would have to be taken to align it with the 3Rs and the legislative framework in the UK;
- The DBS to write to the Deans and Associate Deans for Research in the Schools of Medicine and Life Sciences, to bring to their attention the necessity of all project proposals involving the use of animals to be notified at an early stage as possible to the Committee for review.

4. CONDITION 18 REPORTS

The UVS presented an annual summary of condition 18 reports that had been submitted to the inspector. All had been drawn to the Committee's attention at the time. One related to an adverse reaction to an immunisation. It was unclear whether it had arisen from a change in the supplier of the adjuvant, the specific immunogen or an interaction between the two. A second described an adoptive transfer of leukaemic cells which had resulted in faster colonisation than expected and therefore some clinical signs of anaemia. The licence-holder had agreed to reduce the initial dose of cells in any future pilot work. The third report was of an infectious study in which a 10-fold error had been made in dosing. The UVS recommended that all calculated doses should either be checked by a second person or at least back-calculated to confirm that they were indeed correct. As well as these three finalised reports, there were two on-going matters; one relating to a frog found dead after superovulation and the other to three mice found dead in a parasite experiment. The Committee agreed that each incident appeared to be distinct and there was no discernible pattern between them.

The UVS also reported on the trial of a corrective action preventive action (CAPA) register in one of the resource units, to capture "near-miss" events. Nine entries had been made since September 2020. One related to a misunderstanding between an investigator and the unit staff about a weekend activity; this had now been fully delegated to the unit staff. There were two incidents of over-grown teeth being discovered in mice. There were six examples of errors in cage care (dirty cages, misplaced water bottles, etc.) but these had all been rectified at the next check, without any significant impact on animal welfare. The UVS was satisfied that there were as yet no significant patterns that would warrant, for example, extra training or supervision. She recommended the use of a CAPA register in all resource units

5. EXTENSION OF APPROVAL OF VACCINE PROJECT

A request to extend the time allotted to a project which had been delayed in part by the covid-19 pandemic was considered.

Resolved:

- To approve the extension of the project up to the expiry of the relevant project licence in December 2021.

6. PROJECT LICENCE AMENDMENT WEC-2020-25

The Committee considered this request, which was already under review by email. It concluded that approval could be given to this, and to other proposals under review, provided that changes were made as previously noted, to the satisfaction of the UVS and DBS.

7. CLOSURE OF THE MSRU

The DBS and UVS confirmed that the decision to close this unit had been made on the grounds of the threats to scientific integrity and potentially to animal welfare posed by the issues with its ventilation infrastructure. It was not expected to result in any significant cost saving, indeed there might be short-term increases in costs in continuing to support the work of the investigators who currently use the facility. The DBS was preparing an options appraisal for this support, for consideration by the Deans.

8. REPORT FROM THE UVS

(standing agenda item)

- i. The UVS noted that there had been two recent events for which section 18 reports would be necessary and were in preparation (see item 4 above);
- ii. One mouse line had been identified as having parturition problems, out of 25 litters from 12 pairings, four had resulted in pups being stuck during labour. This was a new GA mouse line to the University, so with no previous history;

- iii. The onward breeding of a GA mouse lines imported from the USA had resulted in some small pups being born. These appeared to be healthy and to develop normally, but remained small.

9. REPORT FROM THE TRAINING COORDINATOR

(standing agenda item)

- i. Hands-on training had minimised to that absolutely necessary, in order to reduce the close proximity between individuals in line with the tougher government restrictions imposed at the end of 2020. Two people who had been trained elsewhere were assessed as competent in handling and schedule 1 procedures and a third had been assessed as competent in handling for the purpose of applying for a personal licence;
- ii. Re-assessment as competent for people participating in on-going projects was continuing. Since the last meeting of the Committee, more than 20 DOPS assessments had been carried out and 30 online training modules completed.

10. REPORT FROM THE DIRECTOR OF BIOLOGICAL SERVICES

(standing agenda item)

The report from the DBS was reviewed. There had been some instances of the inspector not being completely clear as to the applicable endpoints from his reading of the submitted licence applications. The apparent local oversight was almost certainly as a result of the complexity of the forms. In neither case had the Committee misunderstood the endpoints actually to be applied.

11. AMENDMENT TO THE POLICY ON THE USE OF ANIMALS IN TEACHING AND RESEARCH

The Committee approved the latest amendment to this Policy, to insert a glossary of important terms.

12. AOCB

The UVS commended the RSPCA meeting on AWERB functions to be held online in February, details of which had been circulated previously. Members were encouraged to complete the accompanying questionnaire on their experience of the functioning of the Committee during the pandemic lock-down.

13. DATE OF NEXT MEETING

15th April 2021.

APPENDIX 14

RESEARCH GOVERNANCE ANNUAL REPORT (Minute 51)

Academic Year 2019/20

Introduction

1. The primary objective of the Research Governance & Policy Sub-Committee is to ensure that the governance and policy context for the undertaking of research within the University is optimal. The Sub-Committee has continued to meet since the COVID-19 pandemic started but is in a period of transition, both in terms of the annual reporting cycle for the areas of research governance that report to the Sub-Committee (from calendar years to academic years) and in terms of the academic leadership of the Sub-Committee; Professor Alan Fairlamb, who has chaired the Sub-Committee since it was established in 2010, stepped down from the Sub-Committee in late 2020. Furthermore, support for the Sub-Committee is provided by professional services staff who are providing the core central support for the University's submission to the Research Excellence Framework (REF 2021) which will take place in March 2021. In view of this, and consistent with the Concordat to Support Research Integrity, a short interim report is provided focusing on research integrity, including the investigation of research misconduct. A full report of the activities of the Sub-Committee, covering academic years 2019/20 and 2020/21, will be provided later in the year.

Concordat to Support Research Integrity

2. The University has taken a number of actions in recent years to strengthen understanding and application of research integrity, including the investigation of research misconduct. Online research integrity training was introduced in August 2016 and has recently been updated; it has also been licensed to a number of other HEIs. All postgraduate research students are required to complete the training prior to their upgrade review and mandatory supervisor training is being introduced.
3. Research Integrity Leads (RILs) and Advisors², introduced in the 2017/18 academic session, are now well established, with most Schools having formal deputies and two of the larger Schools having Research Integrity Groups (RIGs). They play a key role in promoting a culture of research integrity and providing independent impartial advice to staff and students, including those who may be considering making an allegation of research misconduct.
4. The University was also one of the first to take out an institutional subscription to PubPeer³, an online platform for post-publication peer review where scientists often comment on the quality and integrity of published papers, including potential research misconduct. Managed by the School of Life Sciences RIG (alerting RILs in other Schools or external authors as necessary), this enables the University to be proactive in maintaining the integrity of the scientific record (including following up honest errors and initiating investigations of research misconduct where there is evidence of intent).
5. Non-clinical research ethics procedures⁴, which were refreshed in 2016 with the introduction of six School/joint School Research Ethics Committees (SRECs) under the umbrella of a University Research Ethics Committee (UREC), are regularly reviewed and updated, the most recent updates being in response to the COVID-19 pandemic. The Tayside Medical Science Centre (TASC) manages the governance of clinical and clinically related research with both the Director of Research and Development, NHS Tayside, and Convener of the TASC Research Governance Committee serving as members of the Sub-Committee.
6. Information on research governance and policy, including the Concordat to Support Research Integrity, is brought together in one place via the online Research Governance and Policy Handbook.⁵

Research Misconduct

7. One formal investigation of potential research misconduct by a member of staff was completed in academic year 2019/20; a member of staff was found to have committed research misconduct. Following a disciplinary hearing the member of staff received a formal written warning. They were also required to complete research integrity training,

² <https://www.dundee.ac.uk/research/governance-policy/leads/>

³ <https://pubpeer.com/>

⁴ <https://www.dundee.ac.uk/research/governance-policy/ethicsprocedures/>

⁵ <https://www.dundee.ac.uk/research/governance-policy/>

undergo mentoring and close supervision of their research activities and have the results of their research verified by senior management in their School.

8. To date, no formal investigations of research misconduct have been initiated in academic year 2020/21.

Business Continuity

9. Dr Beth Hannah (Convener of UREC and a member of the Sub-Committee) is acting as Interim Convener of the Sub-Committee until summer 2021 and chaired her first meeting in January. A permanent Convener will be appointed for the 2021/22 academic year.

Note of Thanks

10. The Sub-Committee would like to formally thank Professor Fairlamb for his excellent leadership over the past ten years and his strong commitment to research governance, policy and integrity at both a School and University level.

Dr Clive Randall

Research Policy Manager

Dr Beth Hannah

Interim Convener

15 February 2021