

UNIVERSITY OF DUNDEE

UNIVERSITY COURT

A meeting of the University Court was held on 25 August 2022 in the Leverhulme Research Institute, City Campus, University of Dundee.

Present: Amanda Millar (in the Chair);
Alan Bainbridge (online);
Tricia Bey;
Richard Bint;
Gregory Colgan;
Professor Sir Mike Ferguson;
Professor Iain Gillespie (Principal & Vice-Chancellor);
Jane Marshall;
Dr David Martin;
Ron Mobed (online);
Dr Anna Notaro;
Nyasha Mutembwa (DUSA President);
Emma Preston;
Adam Robertson (online);
Carla Rossini;
Professor Mairi Scott;
Karthik Subramanya;
Jay Surti;
Sharon Sweeney;
Professor Garry Taylor (online);
Karen Thomson (online);
Susan Walker; and
Keith Winter.

In Attendance: Professor Wendy Alexander (Vice-Principal (International));
Peter Fotheringham (Interim Director of Finance);
Roddy Isles (Head of Corporate Communication);
Dr Neale Laker (Deputy University Secretary);
Dr Jim McGeorge (University Secretary & Chief Operating Officer);
Dr Christine Milburn (Head of Principal's Office) (online);
Pam Milne (Director of HR and Organisational Development);
Professor Shane O'Neill (Senior Vice-Principal);
Dr Alison Ramsay (Senior Policy Officer (Corporate Governance));
Professor John Rowan (Vice-Principal (Research, Knowledge Exchange & Wider Impact));
Kenny Stewart (Policy Officer (Corporate Governance)); and
Rebecca Trengove (Director of External Relations)

Apologies: Professor Blair Grubb (Vice-Principal (Education)), Andrew Lothian

1. **WELCOME AND INTRODUCTION FROM THE CHAIR OF COURT**

The Chair, on behalf of the Court, welcomed Carla Rossini, Professor Garry Taylor and Susan Walker to their first meeting of the Court. The Chair also welcomed Nyasha Mutembwa and Adam Robertson to their first meeting as DUSA President and Independent Member respectively. Apologies were noted as having been received from Andrew Lothian and Professor Blair Grubb.

In an opening statement to the Court, the Chair advised members that she was delighted to join such a diverse group of individuals working to ensure the future of the institution. Ms Millar noted that the variety of life experiences across the membership of the Court brought a depth and breadth of knowledge to the governing body which could not fail to enhance the role of the Court in offering constructive challenge to management. The Court was advised that all contributions were equally valued and that all members were held in parity of esteem. Members were therefore encouraged to bring to bear the full benefit of their knowledge and skills in an open and collaborative manner.

The Court was reminded that, given the variety of members' individual roles and responsibilities, conflicts of interest would inevitably arise. Members were requested to declare such conflicts in order to be able to participate transparently in the governance of the University. Members were invited to contact the Deputy University Secretary in the first instance in relation to conflicts of interest.

Finally, the Chair expressed her warm thanks to the previous Chair of the Court, for having afforded her the opportunity to observe meetings of Court before assuming the role. Ms Millar further expressed her gratitude to Mr Bowie for his support and counsel as she had prepared to take up post.

Thereafter, members were invited to indicate whether they had, or could be perceived to have, a conflict of interest in relation to any item on the agenda. Emma Preston, Adam Robertson and Susan Walker declared an interest in relation to item 7 (**Paper F**) on the agenda, UoDSS Pensions Proposal. The following members declared an interest in relation to item 4 (**Paper C**), USS: Professor Mike Ferguson; Professor Iain Gillespie; Dr David Martin; Professor Mairi Scott; Anna Notaro; and Sharon Sweeney.

2. **MINUTES**

The Court decided: to approve the minutes of the meeting on 21 June 2022.

3. **MATTERS ARISING**

(1) Action Log

The Court received the action log of Court business and noted that all actions were either complete or already on the agenda.

The Court decided: to note the update.

4. UNIVERSITY EXECUTIVE GROUP REPORT TO COURT

The Principal & Vice-Chancellor introduced the University Executive Group (UEG) report which provided an update on emerging sectoral issues, internal operational and strategic matters, and recent events. Professor Gillespie apprised the Court of positive performance against targets in terms of student recruitment and commended the work of colleagues in this regard.

The Court noted that, following the staff launch of the new University Strategy 2022-2027 in June 2022, the student launch of the Strategy would take place during Welcome Week in order to maximise engagement. Management was collaborating closely with DUSA on a series of events intended to promote student participation. The national launch of the Strategy would follow, with receptions in Dundee during October to target local/Scottish stakeholders and in Westminster during November for national influencers. Events were planned for early 2023 in the Scottish Parliament and a global launch built around the University's Africa Initiative envisaged for later in 2023.

Members were advised that the new School of Humanities, Social Sciences and Law (SHSSL) had been formally established on 1 August 2022 and that the organisational change process was nearing its end, with the Voluntary Severance Scheme closed to applications on 31 July 2022. The new Dean, Professor Jeff Blackford, had taken up post and would work with colleagues in the School across its five divisions to achieve excellence and a critical mass in education, research and engagement. Elsewhere, work continued to integrate aspects of the Academic Excellence and Sustainability (AES) programme more fully into the planning process, with implementation plans now developed for the key sub-strategies.

In regional development matters the University had signed the Eden Partnership Agreement, a joint commitment between the University, Dundee City Council, Eden and the Northwood Trust to advance the project to its next stage. The University looked forward to working closely with Eden and the Court to progress the partnership in line with the institutional mission to deliver impact across the region.

Members were advised that the University Executive Group had taken the decision under delegated authority to narrow the funding gap in relation to the Life Sciences Innovation Hub which had arisen due to extraordinary inflationary pressures driven by external forces such as the war in Ukraine, Brexit and the COVID-19 pandemic. The decision had had the effect of opening up additional avenues for further investment, of which Court would be kept apprised.

Professor Gillespie advised the Court of his recent visit to Malawi in order to launch officially the University's new Africa Initiative which would see the University explore how, in partnership with all six Malawian public universities, triple intensity could be mutually enhanced through the principles of co-design and co-delivery. Members were advised that, as part of the programme of engagements, the 'Blantyre Declaration' had been signed which set out a commitment to build more productive, sustainable and equitable partnerships in a way that would empower communities and deliver against a shared social purpose.

Pensions matters continued to be central to the financial sustainability of the institution and the Court noted that the position with respect to the University of Dundee Superannuation Scheme (UoDSS) would be considered as a specific agenda item under **Paper F**. In relation to the Universities' Superannuation Scheme (USS), members were advised that the next

valuation of the scheme would take place in March 2023 and the outcome carefully assessed.

In discussion, members noted the forthcoming external review of the School of Science and Engineering would not have concluded in time for its report to be submitted to the February meeting of the Court but that management would be able to advise on the planning process and the School's Five-Year Plan. Members sought assurances that module choice and flexibility for students would not be adversely impacted and, in relation to SHSSL, were advised that applications for Voluntary Severance had been closely scrutinised to ensure adequacy of module provision.

The Court decided: to note the report, subject to one amendment under paragraph 27.

5. **DUSA MANIFESTO**

The President of the Dundee University Students' Association (DUSA) introduced **Paper D**, the DUSA Manifesto for academic session 2022/2023. Ms Mutembwa advised the Court that the DUSA Executive had yet to consider the manifesto formally and that other ambitions not included in the document would evolve over time.

Court welcomed the strategic goals articulated in the manifesto and commended the DUSA Executive on its desire to foster community and promote inclusion. In discussion, members expressed concerns around the longstanding difficulties in achieving student engagement and were advised that the Executive had begun a programme of engagement through social media channels to demonstrate openness and accessibility.

The Court noted that the ambitious agenda promoted by the manifesto would likely take more than one year to achieve and were advised that the goals were also enshrined within the Student Partnership Agreement with the University, which would facilitate a longer-term approach to the implementation of the manifesto. Members particularly welcomed the emphasis on an enriched academic experience for students and requested that an end-of-year report be submitted to the final meeting of the Court in session 2022/2023 to enable strategic discussion. Finally, the Principal congratulated the DUSA Executive and, on behalf of UEG, anticipated working closely with the Association in putting the student voice at the heart of the University.

The Court decided: to note the draft DUSA Manifesto 2022/2023.

6. **NATIONAL STUDENT SURVEY (NSS) OUTCOMES**

The Senior Vice-Principal introduced the above analysis of the institution's performance in the 2022 National Student Survey (NSS). Professor O'Neill apprised the Court that the University had achieved an overall response rate of 80.3% against a target of 75%, which was 5% better than the previous year. Nine of the 10 Schools had reached the required response rate, meaning that a high level of confidence could be taken in the data and the survey outcomes.

Overall satisfaction in 2022 had dipped from 78.3% to 76.8% and in terms of UK rankings the University had fallen from 33rd to 52nd out of 112 institutions. Within Scotland, the University had maintained its position of 11th out of 15, although evidence appeared to exist which suggested that Scottish Universities had been disproportionately affected by the public health restrictions imposed during the global pandemic.

The Court was advised that performance across disciplines had been variable and that marked weaknesses had been seen in the following areas: 1) Assessment & Feedback; 2) Organization & Management; 3) Student Voice; and 4) Students Association. Each School had been required to undertake an evaluation of their NSS performance and had been charged with developing clear plans and specific actions to be put in place to deal with these poor outcomes. Each School would be provided with a bespoke NSS report highlighting areas for improvement and identifying strengths and weaknesses at programme level.

Clear, quantifiable and trackable local actions would require to be identified in order to improve overall performance and ranking. An action tracker would be provided by Strategic Intelligence which would allow the School Executive Teams and the VPE to monitor progress against stated actions and monthly follow-up meetings would be diarised.

In advance of the new Academic Session, Professor Grubb would undertake Townhall meetings in those Schools where there was most concern to emphasise the need for improvement to discuss with staff how they could be supported in improving NSS outcomes. A review of the University's assessment and feedback practices had been initiated to examine the ways in which assessment practices had changed during the pandemic and how future assessment methods could be developed. The VPE would also work with the Student Experience Executive Committee, the DUSA Executive and the Director of Quality & Academic Standards in developing the new Student Partnership Agreement and establish clear plans for a better level of student engagement with all learning, teaching and student experience related activities.

Members questioned whether the increase in International Undergraduate students could be a factor in the lower scores received and whether the University was providing sufficient support for these students. It was noted that International students comprised 10% of the Undergraduate populations and it was agreed that the Vice-Principal (International) would undertake to report back on this matter.

In discussion, the Court noted that assessment and feedback scores had been low historically and was advised that the ongoing review was intended to address these issues. Members discussed the importance of feedback to and from students and considered how best to communicate to students that provision was constantly reviewed in the light of feedback received. This would include the use of targeted surveys to demonstrate lessons learned. The need to formalise the dissemination of best practice across disciplines had been identified as one of a number of actions intended to restore the University to the top quintile of UK institutions and the Court was advised that management intended to re-establish the University of Dundee's reputation as the provider of an excellent on-campus education and experience.

The Court decided:

- (i) to request an update from the Vice-Principal (International) on support for Undergraduate International Students; and
- (ii) to note the report.

[Secretary's note: information was circulated to Court following the meeting]

7. UODSS PENSIONS PROPOSAL

The Court gave consideration to management's final proposals for the reform of the University of Dundee Superannuation & Life Assurance Scheme (UoDSS), presented following the completion of a statutory consultation exercise. The Court, at its meeting on 15 February 2022, had endorsed similar proposals in principle subject to statutory consultation. At the invitation of the Chair, the University Secretary outlined the proposals, which represented the final stage of a process initiated in February 2021 and which were intended to mitigate against the increasing cost and risk associated with offering a defined benefit (DB) pension through UoDSS.

In seeking reform, the University's agreed objectives had been:

- To continue to offer benefits which provided a dignified retirement for its employees;
- To lower risk for the University;
- To reduce the risk of future rises in contributions;
- To offer a lower entry level scheme that improved accessibility of pension saving; and
- To provide increased benefit flexibility for members.

Members were advised that two consultation processes had been conducted since February 2021, the first of which had led management to agree to retain a DB scheme for existing staff. The second, statutory, consultation process had run from 11 April 2022 to 24 June 2022 and had provided a range of mechanism for individual staff and the campus unions to be consulted and to provide feedback on the proposals. On 28 July 2022, the Pensions Sub-Group had considered a paper on the outcomes of the consultation, along with feedback from management's meetings with the campus unions and a verbal report and recommendations from a meeting of UEG the previous day. The Sub-Group had also discussed a proposal from the unions (via management) for an interim valuation of UoDSS.

The Pensions Sub-Group therefore recommended the following changes to the University's UoDSS pension provision from 1 January 2023:

- A reduction in the accrual rate from 1/80th to 1/100th;
- Alignment of the scheme retirement age to the UK state pension age (66 transitioning to 67), with benefit reductions for earlier retirement;
- An increase of 1% in the employee contribution rate to 8.75%;
- The introduction of a provision for members of UoDSS leaving the University's service to be able to rejoin the scheme within a 12-week period and maintain their pension scheme benefits;
- Benefits accrued up to the date of implementation preserved and payable at the same age as currently;
- Closure of UoDSS to new members of the eligible staff group from 1 January 2023, thereby restricting liability growth to the current membership and noting that low staff turnover rate means that liabilities will remain high for many years as existing members continue to grow their pension entitlements throughout their employment.

- The introduction of a DC Scheme to all new members of staff from 1 January 2023, allowing existing UoDSS members to exit and join the DC scheme if so wished.

These recommendations would require Court to accept additional costs and risks but would reduce the risk of the University failing to achieve long-term financial sustainability. They would also allow the institution to continue to invest in its academic future and wider strategic priorities.

Members were invited to raise points of clarification which included, *inter alia*, whether the campus unions had been consulted on the alignment of the retirement age to the UK state pension age and on the provision for staff to rejoin the scheme within a 12-week period. Other comments included whether management considered the proposals to run counter to the University's stated intention of being a responsible employer and why the Pensions Sub-Group had declined the proposal for the current UoDSS to remain open to new members until the results of the next valuation of the scheme were known at the end of 2023.

The University Secretary advised the Court that, in total, the combined consultation had lasted for more than 16 months and that the campus unions had been invited to participate in the process. The collated results of the consultations had been shared with the campus unions and the proposal to align the retirement age to the UK state pension age had arisen from feedback received during the consultation process. Members were advised that the proposals had been shared with the campus unions on 5 August and that a further meeting had been proposed for 24 August, which the campus unions had declined.

Dr McGeorge noted that, as outlined in the paper, advice from the University's pensions advisers, Mercers, had indicated that the Pensions Sub-Group decision not to carry out a full valuation was a valid and appropriate course of action. Whilst the deficit had been reduced to the current value through the University having paid in recovery plan contributions, the scheme's liabilities remained sufficiently significant in a volatile climate to outstrip the value of the University estate. The Interim Director of Finance advised the Court that the possibility remained that contributions could potentially be brought down in future if the deficit were reduced over time and that this would be a matter for the Court to consider.

Members returned to the timing of the announcement, noting that the proposals shared by management had been provided verbally on 5 August 2022. No written confirmation of the changes had been received until 24 August 2022, meaning that Court members had been apprised in writing of the final proposals before the campus unions. The University Secretary and the Director of Human Resources & OD advised that this was usual custom and practice.

The Court heard expressions of dissatisfaction from staff members, who contended that management had failed to listen to prevailing staff opinion and had not engaged with the campus trade unions. The University Secretary noted that 14 information sessions had been held in May and June 2002 with responses to questions received added to the website, along with a recorded webinar.

Staff members further disputed management's assertions that the proposals would deliver a dignified retirement and contended that many of those affected by the proposals would be required to apply for housing benefit in retirement. Additionally, concerns were expressed that the proposed changes to pensions benefits would prove a deterrent to attracting and retaining new staff.

Thereafter, following the conclusion of a lengthy and involved discussion, the Court proceeded to vote on the proposals by a show of hands. The proposals were approved by a majority. The following members rejected the proposals and requested that their dissent be recorded in the minute: Emma Preston; Adam Robertson; Sharon Sweeney; and Susan Walker.

The Court decided: to approve the proposed recommendations of the Pensions Sub Group for the reform of the University of Dundee Superannuation & Life Assurance Scheme (UoDSS), as delineated in **Paper F**.

8. **CONVENERS' REPORTS**

The Conveners introduced their reports, highlighting matters of interest. Approvals are formally noted against the relevant Committee Report (minute 10).

In introducing the report from the Finance & Policy Committee on 24 April 2022, the Convener informed the Court that the Committee had held a lengthy discussion on UEG's decision to narrow the funding gap for the Life Sciences Innovation Hub under delegated authority and advised members that the Committee had offered constructive challenge to management on this matter. The Committee had taken assurance that the University had explored all possible public sources of funding as well as considering private partnership. The Court was advised that the Committee had discussed the benefit of the project to the University and not solely to the region and had ensured that no project elsewhere in the institution would be disadvantaged.

The Committee had also received and considered a report on the effects of the unprecedented levels of inflation on the University's Five-Year Financial Plan and had taken comfort from management's circumspect planning assumptions. Finally, the Committee had been apprised of the contribution of the Schools to the financial sustainability of the institution.

The Convener of the Remuneration Committee advised the Court that the Committee had considered and approved the matters as set out in item 10.

The Convener of the Audit & Risk Committee provided an overview of the meeting held on 16 August 2022 and advised the Court that the Committee had received and considered the first annual Risk and Business Continuity Report, prepared by Dr Liz Rogers. Links with the Institutional Risk Register and Risk Contagion would now be tracked at future meetings.

The Committee had received the regular Progress Report from the Internal Auditors and had considered three further reports on Project Management, IT Procurement and the Severance Policy. These reviews had identified only a small number of low and medium findings and recommendations, several of which had already been taken forward by management. Members had also received a verbal update from the Interim Director of Finance on the Committee's discussions in May 2022 on the preparation of the Financial Statements.

The Court was advised that, to focus the agenda and reduce the volume of papers submitted for consideration, the Committee had agreed that in future it would consider executive

summaries of the reports arising from internal audit reviews. The full reports would be made available to members for consultation, if so wished.

Finally, the Committee had received its regular update on the Business Transformation Programme from the University Secretary and continued to support the efforts of the University to reduce as far as practically possible the inherent risk of non-University devices.

The Court decided: to note the reports.

9. NARRATIVE FOR THE SENATUS ACADEMICUS

The Chair of Court agreed to highlight to the Senate the Court's discussion of the proposed changes to pensions provision and its consideration of a report on the 2022 NSS results, noting that Senate would be working closely with DUSA in addressing the weaknesses identified. The Principal, as Chair of the Senate, advised members that the Senate would be responsible for the academic involvement of the University in collaborating with the DUSA manifesto to better ensure the representation of the student voice.

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

10. COMMITTEE REPORTS

(1) Finance & Policy Committee Report

The Court received the minutes of the meeting of the Committee on 2 August 2022. The Court's discussion of matters raised by the Committee are detailed in the Conveners' Report (Minute 8).

- The Court decided:**
- (i) to note the Committee's consideration of the final SFC Funding Allocation for 2022/2023;
 - (ii) to note the Committee's discussions of a report on the potential impact of inflation on the University's Five-Year Financial Plan;
 - (iii) to note the Committee's consideration of a review of Schools' financial contribution;
 - (iv) that, further to the recommendation of the Committee, Court approve the extension of the Initial Termination Date of the revolving credit facility with the Bank of Scotland ("the Lender") by one year and delegate authority to Peter Fotheringham, Interim Director of Finance, to sign any and all documentation required by the Lender in order to formally request and document the extension to the Initial Termination Date; and
 - (v) otherwise, to approve the minutes.

(2) Remuneration Committee

The Court received the minutes from the Meeting of the Committee of 21 July 2022. The Court's discussion of matters raised by the Committee is detailed in the Conveners' Report (Minute 8).

- The Court decided:**
- (i) to note the Committee's approval of a request to award an uplift in salary to one individual for reasons of retention;
 - (ii) to note the Committee's approval of an amendment to the Severance Policy to take accounts of the Voluntary Severance Scheme approved by Court; and
 - (iii) otherwise, to approve the minutes.

(3) Welfare & Ethical Use of Animals Committee

The Court received the minutes of the Committee's meeting on 21 April 2022.

- The Court decided:**
- (i) to approve the minutes.

11. **ANNUAL REPORT TO SFC ON INSTITUTION-LED REVIEW**

The Court received the University's annual statement to the SFC detailing the subject reviews that had been carried out over the past year. Members noted that the report was due to be submitted to the SFC by 30 September 2022.

Members noted that in approving the report the Court was asked to: confirm that it had considered the institution's arrangements for the management of academic standards and the quality of the learning experience for AY 2021/22, including the scope and impact of these; confirm that the institution had effective arrangements to maintain standards and to assure and enhance the quality of its provision; and therefore to provide assurance to the SFC that the academic standards and the quality of the learning provision at the University of Dundee continued to meet its requirements.

The Court was advised that the Governance & Nominations Committee had considered reports from the Director and Interim Directors of Quality & Academic Standards throughout the academic year and members noted the progression evidenced within the report.

- The Court decided:** to approve the report and ask that the Chair of Court sign the declarations set out above on behalf of the Court to accompany the submission to the SFC.

12. **SENIOR STAFF APPOINTMENTS**

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

Name	Title
Julie Christie	Deputy Director (Change Delivery)

The Court decided: to note the appointment.

13. **GOVERNER DEVELOPMENT PROGRAMME**

A link to the Advance HE Governor Development Brochure was circulated to members.

The Court decided: to note that members interested in attending these training sessions should inform the Court Secretariat.

14. **ANY OTHER BUSINESS**

One member expressed concerns that services procured from an external consultancy could constitute a conflict of interests, as one of the company directors was in an executive role at another Scottish University. The member was assured that the procurement process had been conducted with all due diligence.

Amanda Millar
Chair of Court
University of Dundee