



HANDBOOK FOR MEMBERS OF THE UNIVERSITY COURT 2025/26

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2025/26 Edition

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1. THE UNIVERSITY

.1 Introduction

The University of Strathclyde was founded in 1796 by Professor John Anderson who bequeathed the bulk of his property 'to the public for the good of mankind and the improvement of science'. Following various transitions and mergers the University of Strathclyde was granted a Royal Charter in 1964. The University is now the third largest in Scotland with over 23,000 students, and some 4,000 staff. The University's main campus is the John Anderson Campus in the centre of Glasgow. There are four academic Faculties: Humanities and Social Sciences; Engineering; Science; and the Strathclyde Business School.

[Strathclyde 2030](#) was approved by Court in November 2023, and launched in January 2024. It represents the core of the University's ambitions up to 2030 and demonstrates how they will be achieved. Our focus and ambitious trajectory from [Vision 2025](#) continues in the Strathclyde 2030 strategy. The Plan is structured around a number of Strategic and Cross-cutting Goals, which support the full realisation of our vision as a socially progressive, leading international technological university inspired by its founding mission as 'the place of useful learning'. Many of the KPIs from Vision 2025 remain in Strathclyde 2030 with renewed targets that reflect our ambition and progress. The Court receives regular reports on the delivery of the Plan, including progress against our Key Performance Indicators.

.2 Legal Status

The University is a legally independent corporate institution established by Royal Charter. The University Charter sets out the objects and powers of the University, which are further elaborated in the Statutes. It also identifies particular officers and committees of the University and sets out their main functions, powers and (where appropriate) composition. The Charter and Statutes may only be amended following approval by the Privy Council (last amended in February 2020) and are accessible on the University website at: <https://www.strath.ac.uk/whystrathclyde/universitygovernance/>

.3 The Funding Council

The Scottish Funding Council (SFC) is the body that distributes funding for teaching and learning, research and other activities in Scotland's colleges and universities. The SFC is a non-departmental public body of the Scottish Government and was established on 3 October 2005 under the terms of the Further and Higher Education (Scotland) Act 2005. It replaced the former Scottish Further Education Funding Council and the Scottish Higher Education Funding Council, bringing together funding and support for Scotland's colleges and universities under one body. Further information about the SFC, its role and responsibilities, is available at the following website <http://www.sfc.ac.uk/>.

Court is responsible to the SFC through a [Financial Memorandum](#) for certain financial matters. This Memorandum sets out the terms and conditions under which the Funding Council will make payments to those institutions from the funds made available by Scottish Ministers. It also places certain obligations on the University in terms of the use of public funds made available to it and the reporting requirements that the University has to meet in relation to these funds. It expects Court to have in place proper arrangements for the governance, leadership and management of the University as required under its Charter and Statutes. It also sets out that the University's Chief Executive Officer, the Principal, is directly accountable to the Court for the proper conduct of the University's affairs and to the SFC for the proper use of funds deriving from the Scottish Ministers. Court is required to present audited financial statements for each financial year and is

responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the University.

.4 Governance

The [Scottish Code of Good Higher Education Governance](#) was first published in July 2013. It was reviewed and updated in December 2017 and a third edition was published following a light-touch review in 2023. The University is required to report on how it is complying with the Code in its Annual Report, via a Statement of Corporate Governance.

Court receives quarterly reports on the University's performance, covering the areas of finance; staffing and infrastructure; research and knowledge exchange; and students and education. Court also receives regular performance monitoring reports on major areas of activity throughout the year.

2 THE UNIVERSITY COURT

.1 Role and responsibilities

Court is the governing body of the University and, as such, is responsible for the management and administration of all the revenue and property of the University, ensuring the effective management of the University and planning its future development. It has general control over the University and all its affairs except as otherwise provided in the Charter. It is also responsible for the reputation and financial health of the University, the employment of all staff and the well-being of the staff and students. In relation to academic matters it will only act in conjunction with Senate. The Statement of Primary Responsibilities of the Court is attached at **Annex 1**.

Each year the Court reviews the University Strategy (although the Strategic Plan is not updated annually), the financial forecasts, and the annual operating plan and budgets for the following year. Court monitors the performance of the University against the targets set in the Strategic Plan.

Court is responsible, through its designated officers, for the health and safety of all staff and students as well as any visitors to the University. This includes safeguarding of its community. It has a Statutory Advisory Committee on Safety and Occupational Health (SACSOH) which produces the health and safety policy and regulations for the University. It reports to Court at least annually on the management of health and safety within the University and identifies areas where improvements are required and where improvements have been made. Court also has a Safeguarding Lead, who is chosen from the Court membership by Court.

The role and responsibilities of members of Court are described in **Annex 2**. Essentially these may be summarised as follows:

- The proper conduct of public business;
- Enabling the University to achieve its stated aims and objectives;
- Ensuring the solvency and safeguarding the assets of the University;
- Overseeing the strategic management of the University;
- Monitoring performance against the targets set; and
- Protecting the reputation and values of the University.

The effective conduct of the University's business is built upon a relationship of trust, confidence and the sharing of information between the Principal (the Chief Executive of the University), the Convener of Court and the members of Court.

.2 Membership

The Statutes provide for the Court to have up to 25 members, the majority of whom are lay; i.e. they are neither members of staff nor students of the University. The lay members have a broad range of expertise and experience which they bring to Court in addition to providing an independent perspective and an awareness of the wider public interest.

The Principal and Vice-Principal are members of Court, as are one member elected by and from among the Academic Professional staff, one member elected by and from among the Professional Services staff, two members of staff elected by the Senate, one member nominated by a trade union from among the Academic Professional staff and one member nominated by a trade union from among the Professional Services staff. There are also two student members of Court, one of these being the President of the Students' Association. The University Secretary acts as Secretary to the Court. In addition, members of the University's Executive Team regularly attend meetings of the Court. The membership is available on the University website at:

<https://www.strath.ac.uk/whystrathclyde/universitygovernance/committees/universitycourt/>

.3 Meetings

Court normally meets five times each year. One of these meetings is normally a residential meeting in November or December, spread over two days, where all members have the opportunity to meet and discuss a range of matters in a more informal atmosphere.

Papers for each meeting are normally issued one week in advance of the meeting (electronically, via a dedicated, secure SharePoint portal). The papers are structured to provide members of Court with clear and concise information in order to assist them in reaching fully informed decisions. Members of Court are free to ask for further information and are encouraged to engage in debate at the meetings. [Standing Orders are available on the University's website.](#)

In addition, the Scottish Code of Good Higher Education Governance requires Court to hold an annual Stakeholder Meeting.

.4 Induction

An Induction Seminar is held when new members of Court are appointed. Members are provided with an information pack which comprises links to various documents including this Handbook and other key materials. The role of Court and its members is discussed in detail, together with a discussion of the main issues facing the University, the general strategic direction it is taking, how it is financed and how it manages its finances.

.5 Register of Interests

The University has in place a Register of Interests of members of Court. This is maintained by the Governance team within Strategy & Planning and is published on the University's website:

<https://www.strath.ac.uk/whystrathclyde/universitygovernance/committees/universitycourt/>. Any member of Court who has a material interest, either directly or through a partner, spouse or close relative (e.g. dependent children) in matters likely to be considered by Court should declare that interest. Such declarations should describe the interest clearly and state whether it carries either direct or indirect financial interests. Members of Court can declare any material interests through the appropriate section of their record in the University's SharePoint portal.

.6 Equality, Diversity and Inclusion

The Scottish Code of Good Higher Education Governance states that the governing body “must provide leadership in equality, diversity and inclusion across all protected characteristics, assuming responsibility for the Institution’s strategy and policy on equality and diversity. This should not only ensure compliance with all relevant legislative and regulatory requirements but also actively promote and facilitate equality, diversity and inclusion goals across the whole Institution, recognising the benefits that diversity of background and experience bring.” The Code outlines that the governing body must monitor its own composition with regard to equality, diversity and inclusion. Any reporting on this will be on an anonymous, purely statistical basis.

The University is committed to achieving equality of opportunity in learning, teaching, research and innovation, in study and work environments. Under the Equality Act 2010 the following are protected characteristics: age, disability, gender assignment, marriage and civil partnership, pregnancy and maternity, race, religion or belief, sex, and sexual orientation. The Public Sector Equality Duty consists of a general duty and specific duties. The general duty is set out in section 149 of the Equality Act 2010. It applies to public authorities and other organisations, including HEIs, when they are carrying out public functions.

Higher Education Institutions must, in carrying out their functions, have due regard to the need to:

- eliminate unlawful discrimination, harassment and victimisation and other conduct prohibited by the Equality Act 2010
- advance equality of opportunity between people who share a protected characteristic and those who do not, and
- foster good relations between people who share a protected characteristic and those who do not.

In addition, the Higher Education Statistics Agency (HESA) requires that all UK higher education institutions collect and return equality and diversity data relating to members of their governing bodies. Court members will be asked, on an annual basis, to provide relevant information, confidentially, through the SharePoint portal. In line with best practice in equality and diversity, any Court member may choose not to provide any piece of information within this.

The University’s Privacy Notice for Court members explains how the University will use members’ information and their rights under legislation and can be viewed at: <https://www.strath.ac.uk/whystrathclyde/universitygovernance/accesstoinformation/dataprotection/privacynotices/>

.7 Public Interest Disclosure

The University is committed to the highest standards of openness, probity and accountability. It seeks to conduct its affairs in a responsible manner, taking into account the requirements of the funding bodies and the standards expected in public life. The University has in place a public interest disclosure policy (whistleblowing) which sets out what individuals should do if they believe that they have discovered malpractice or impropriety in the University. It also offers some protection to members of staff to raise such concerns without fear of reprisals or being dismissed, so long as these matters are raised in good faith. A copy of this policy is available [here](#).

3. CONVENER OF COURT

The Convener of Court occupies the position of senior lay member as defined in the

Higher Education Governance (Scotland) Act 2016 and is appointed accordingly, initially for a period of two years, but the individual may be reappointed, normally for a further three years, provided that no person shall hold office for more than eight consecutive years. The Convener is responsible for chairing the meetings of Court and for ensuring that the meetings are conducted effectively, in accordance with the Charter and Statutes, and that the Court understands its role and responsibilities.

The Convener of Court can attend, in an *ex officio* capacity, any Committee of the University that is responsible for the management and administration of revenue, property, staff and students of the University and of all joint committees of Court and Senate (except the Audit and Risk Committee and the Executive Team, unless otherwise specified in the Statutes or Ordinances). The Convener represents the University at the Committee of University Chairs and the Committee of the Chairs of Scottish Higher Education Institutions.

Court has delegated authority to the Convener of Court to take day to day decisions on behalf of Court on the understanding that (a) appropriate advice is taken from both lay and other Court members and (b) all such action is reported to the next meeting of Court for homologation. A fuller description of the role and responsibilities of the Convener of Court is attached at **Annex 3**.

4. THE PRINCIPAL AND VICE-CHANCELLOR

The Principal is the *de facto* Head of Institution and the University's chief executive officer

and is appointed under the terms of the University Charter and Statutes. The Principal has overall responsibility for the executive and day to day management of the University and is accountable to the Court for the discharge of his or her responsibilities. Under the terms of the Financial Memorandum with the Funding Council the Principal is directly accountable to the Court for the proper conduct of the University's affairs and to the SFC for the proper use of funds deriving from the Scottish Ministers.

The Principal chairs the Senate (the University's academic governing body) and the Executive Team.

5. THE UNIVERSITY SECRETARY

The University Secretary is responsible for providing secretarial services for the Court and Senate and, under the direction of the Principal, is responsible for the administration of the University.

The University Secretary is Secretary to the Court and as such has a responsibility to ensure that the Court is conducting its affairs within its powers and follows proper procedures. The University Secretary provides advice to the Convener and members of Court, both individually and collectively, regarding their responsibilities and how these should be discharged. The University Secretary works closely with the Convener of Court and the Principal to ensure that Court business is effectively discharged and communicated as appropriate throughout the University.

6. COURT OFFICERS

In addition to the Convener of Court, a Vice-Convener, three Deputy Conveners, and a Treasurer are appointed from amongst the lay members of Court. The Vice-Convener is appointed from among the lay members and chairs Court meetings in the absence of the Convener.

The Treasurer and Deputy Conveners are appointed to assist the Convener in the discharge of Court business and for overseeing particular areas of activity within the University. The areas of business are:

- Financial matters – the Treasurer
- Estates and property matters – the Deputy Convener (Estates)
- Staffing and employment matters – the Deputy Convener (Staff)
- Matters relating to enterprise and investment, including commercial investment proposals – the Deputy Convener (Enterprise & Investment)

A description of the role of Court Officers is attached at **Annex 4**.

7. COURT BUSINESS GROUP

The Court Business Group is the body that considers the business coming forward to Court in order to ensure that Court receives the information it needs to take clear, effective decisions. It supports the formulation and delivery of the University's long term sustainability, providing support and challenge of annual financial plans and forecasts aligned to the delivery of the Court's strategic plans. It helps to facilitate the flow of business to Court, provides an assurance to members of Court that the matters coming forward have been fully considered elsewhere in the system, and helps shape the agenda for each meeting. In particular, it considers the University's performance and progress against its strategic plans, including through review of the quarterly business reports. The lay members of this Group include Court Officers and members of some of the main University committees and so can provide background information on many of the matters coming forward.

The Court Business Group also undertakes other general duties, as delegated by Court from time to time or as specified within Court's Schedule of Delegated Authority. It is chaired by the Convener of Court.

8. COMMITTEES

Court is supported by a number of Committees which are all formally constituted with terms of reference.

.1 COMMITTEES OF COURT

- **Audit & Risk Committee** – reviews and monitors effective accounting policies and practices, financial and other internal controls; advises Court on the appointment and duties of both Internal and External auditors and monitors their performance; approves the audit plans for both the internal and external auditors; reviews the draft Financial Statements and the risk assessment and management report prior to their submission to Court. It is chaired by a lay member of Court.
- **Enterprise and Investment Committee** – reviews the commercial investment proposals presented by the University's Commercial Investment Team and makes recommendations on investment in companies created by University staff and students, as well as license deals and other commercial joint ventures.

The EIC operates in accordance with the University's investment activity objectives, strategy and policy. It makes reports regularly to Court. It is chaired by a lay member of Court.

- **Remuneration Committee** – reviews the salary and performance of the Executive Team and Directors of Professional Services annually and confirms the terms and

conditions of service of these posts. It is chaired by a lay member of Court.

- **Court Business Group** – as outlined under section 7.
- **Court Membership Group** – considers the appointment of the Deputy Conveners of Court, nominations for co-opted vacancies in the membership of Court and other University committees that have Court representation on them, and succession planning in relation to membership of Court, making recommendations to Court accordingly. It is chaired by the Convener of Court.
- **Statutory Advisory Committee on Safety and Occupational Health** – responsible to Court for the proper application of the Health and Safety at Work etc. Act 1974 and for all other relevant legislation and statutory requirements in this area; develops the University's safety policy and regulations; reviews the effectiveness of safety management within the University and of safety training offered to staff and students; conducts inspections and investigations as necessary. It is chaired by a lay member of Court.

.2 OTHER MAIN UNIVERSITY COMMITTEES

The other main committees of the University which work closely with and report regularly to Court include:

- **Senate** – the chief academic body of the University, established under terms specified in the Charter and Statutes. It is responsible for the academic work of the University, including both teaching and research, and for the regulation and superintendence of the education and discipline of the students. It also authorises the granting of all degrees, diplomas, certificates and other awards on those who have satisfied the conditions of the award. It is chaired by the Principal.
- **Executive Team** – develops the overall strategic direction of the University, taking account of the resources at its disposal and the need to ensure sustainability in all aspects of University business, and makes proposals on these, as appropriate, to Senate and to Court for final approval. It is chaired by the Principal.

.3 STRATEGIC AND COMPLIANCE COMMITTEES

- **Staff Committee** – develops the staffing strategy and advises Court on various policy matters, including terms and conditions of service, staff development and training, review of performance and appraisal. It is chaired by a Senior Officer of the University.
- **Estates Committee** – provides oversight of the University's estates strategy, including all major property developments; recommends to Court the acquisition, disposal and leasing of property; reports to Court on the implementation of the capital development programme (the Estates Development Framework) which is guided by the University's Strategic Plan, Estates Strategy and Financial Regulations. It is chaired by a Senior Officer of the University.

Further information on the University's committee structure can be found on the University Governance webpage at

<https://www.strath.ac.uk/whystrathclyde/universitygovernance/committees/>

9. CODE OF CONDUCT FOR MEMBERS OF COURT

This Code of Conduct applies equally to all members of Court and to anyone attending meetings of Court. Members of Court should discharge their responsibilities with due regard for the proper conduct of public business. As such, and in line with the Scottish Code of Good Higher Education Governance, members of Court must act in accordance with the ethical and behavioural standards set out in the Nine Principles of Public Life in Scotland (which incorporate the original seven “Nolan Principles” drawn up by the Committee on Standards in Public Life). These nine principles are:

- i. **Duty** – holders of public office have a duty to act in the interests of the organisation of which they are a Board member and to act in accordance with the core tasks of the body
- ii. **Selflessness** – holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.
- iii. **Integrity** – holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.
- iv. **Objectivity** – In carrying out public business, including making public appointments, awarding contracts or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
- v. **Accountability and Stewardship** – holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
- vi. **Openness** – holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
- vii. **Honesty** – holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
- viii. **Leadership** – holders of public office should promote and support these principles by leadership and example.
- ix. **Respect** – holders of public office must respect fellow members of their organisation and employees of the body and the role they play, treating them with courtesy at all times.

In particular members of Court should:

- declare any interest, whether personal or business, which may conflict with their role as a member of Court, or other University Committee, or with any particular item of business under discussion. This might involve the individual leaving the meeting during discussion of a particular item of business or, in extreme cases, resigning their membership of Court;
- accept that decisions are taken in the manner of corporate responsibility. If an individual does not agree with any decision taken they may either accept corporate responsibility or ask that their objection to the decision be recorded in the minutes of the meeting;
- respect certain aspects of confidentiality depending on the nature of the business concerned. This relates primarily to matters of commercial confidentiality (e.g. spin- out companies) or draft reports;
- be aware that from time to time there may be other ‘reserved’ items of business (e.g. sensitive staffing matters), which should be viewed and discussed only by members of Court;
- always act in the best interests of the University and not as if delegated by any particular group or body, even when they may be nominated, appointed or elected by a particular group.

- attend as many meetings of the Court as they can.

Finally, members of Court should bring these qualities to their roles when acting as members of any other committees within the University.

Members of Court should also be aware of their responsibilities as charity trustees. As charity trustees, Court members must put the charitable purpose(s) of the institution before their own interests or those of any other person or organisation, including those responsible for their appointment, election, or membership of the governing body through another appropriate route. [The Scottish Charity Regulator publishes guidance on the duties of charity trustees.](#)

As trustees, on occasion, Court members may be requested to provide personal data as part of 'Know Your Customer' compliance checks by financial institutions such as banks and investment managers with whom the University has a relationship. Any such requests will be discussed in full with the Court member, and any personal data will be handled in accordance with the University's data protection policy.

University of Strathclyde Court Statement of Primary Responsibilities

General

Under the terms of the University Charter, Court is the Governing Body of the University and is responsible for overseeing the management and administration of the whole of the revenue and property of the University. Court exercises general control over the University and all its affairs, purposes and functions, taking all final decisions on matters of fundamental concern to the University. Court is responsible for safeguarding the University's good name and values.

Court's Primary Responsibilities are detailed as follows:

Staff and Students

1. To be the employing authority for all staff within the University and to make such provision as it thinks fit for their general welfare;
2. To appoint the Principal and Vice-Chancellor of the University, including the terms and conditions of such appointment, and to put in place suitable arrangements for the monitoring of his/her performance – both the appointment and monitoring of performance of the Principal shall include consultation with all members of Court;
3. To appoint the University Secretary and to ensure that he or she has separate lines of accountability for the provision of services to the Court, for the administration of the University and for the fulfilment of managerial responsibilities within the institution;
4. To ensure, through Senate, the quality of educational provision within the University;
5. To make such provision as it thinks fit, following consultation with the Senate, for the general welfare of its students;

Financial responsibilities

6. To ensure the solvency of the University and to safeguard its assets;
7. To act as trustee for any property, legacy endowment, bequest or gift in support of the work and welfare of the University;
8. To approve the University's annual financial statements;
9. To ensure that proper books of accounts are kept in accordance with all relevant regulations and codes of conduct;
10. To ensure the proper use of public funds awarded to the University and to ensure that the terms of the Financial Memorandum with the Funding Council are observed;
11. To approve the main annual budgets within the University;
12. To ensure appropriate arrangements for the economic, efficient and effective management of the University's resources and expenditure;

Strategic responsibilities

13. To approve the mission statement of the University and all its strategic plans including its aims for the teaching and research of the institution and identifying the financial, physical and staff requirements required to achieve these, and for ensuring that these meet the interests of stakeholders;
14. To approve a financial strategy for the University, as well as long-term business plans;
15. To approve an estates strategy for the management, development and maintenance of the University land and buildings in support of institutional objectives;
16. To approve a human resource strategy and to ensure that appropriate development and reward arrangements are in place for the employees and that these are appropriate to the needs of the University;
17. To provide leadership in equality and diversity across all protected characteristics, assuming responsibility for the University's strategy and policy on equality and diversity.

Controls

18. To ensure that systems are in place for meeting all the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name;
19. To ensure compliance with the University's Charter, Statutes, Ordinances and Regulations, as well as all relevant legislation where applicable;
20. To be responsible for the form, custody and use of the University's Common Seal;
21. To make clear and to review regularly the executive authority and other powers delegated to the Convener of Court, the Principal and Vice-Chancellor, to other senior officers and to all bodies of the University including the Senate and committees of Court;
22. To ensure that systems are in place for the assessment and management of risk, to regularly review such matters and to conduct an annual assessment;
23. To establish and monitor effective systems of internal control and accountability throughout the University;
24. To ensure that appropriate arrangements are in place for external and internal audit;
25. To ensure that appropriate arrangements are in place for the proper management of health and safety in respect of students, staff and other persons on University premises or affected by University operations;

Monitoring performance and effectiveness

26. To monitor the University's performance against its strategic plan and key performance indicators, and to benchmark the University's performance against other comparable institutions;
27. To monitor and review the performance and effectiveness of the Court itself and other University committees;
28. To ensure, through the appointment of lay members in accordance with the University Statutes, a balance of skills and expertise amongst the membership of Court, such as is required to meet its primary responsibilities;
29. To ensure that the proceedings of Court are conducted in accordance with best practice in higher education corporate governance and with the Nine Principles of Public Life in Scotland (which incorporate the original seven "Nolan Principles" drawn up by the Committee on Standards in Public Life);
30. To ensure that procedures are in place within the University for dealing with complaints, internal grievances, conflicts of interest and public interest disclosure.

Approved by the University Court 1 October 2025.

The Role of Members of The University Court

1. The role of All Members

All members of Court should:

- offer to Court the best possible level of expertise, information and advice in pursuit of achievement of the strategic aims of the University
- question intelligently the business before Court and debate constructively
- conduct themselves in accordance with the Nine Principles of Public Life in Scotland (which incorporate the original seven “Nolan Principles” drawn up by the Committee on Standards in Public Life)
- endeavour to attend meetings of the Court (normally five meetings each year) and to serve on other groups reporting to Court as the Court may require
- share collectively in the responsibility for the decisions made by the Court
- declare any interest, whether personal or business, which may conflict with their role as a member of Court or with any particular item of business under discussion
- respect certain aspects of confidentiality depending on the nature of the business under discussion
- act independently and in the best interests of the University, not as if delegated by any particular group or body, even when they may be nominated, appointed or elected by a particular group.

Lay Members in particular bring to the Court’s deliberations knowledge, expertise, judgement and balance which may not be available among the members appointed from amongst the staff or students of the University. Their principal assets will be their independence, detachment and the provision of an external view; and their principal contributions will be:

- to challenge rigorously
- to decide dispassionately and to give an independent view on possible internal conflicts of interest
- to listen sensitively to the views of others
- to remind the University of the public interest in its affairs and to advise on the public presentation of the University
- to offer specialist skills in given areas.

Staff and Student Members in particular bring to the Court’s deliberations knowledge, expertise and experience of the University, including its systems, procedures and culture. Their principal assets will be:

- to communicate a sense of the culture of the University to members of Court
- to raise matters of concern within the University without re-opening the detail of discussions and decisions that have taken place elsewhere in the University
- to bring to Court their knowledge gained from student engagement, wider academic and other activities, such as membership of regulatory and professional bodies and international contacts
- to bring to Court their knowledge and expertise of the range of student and academic matters, including both teaching and research
- to assist in the dissemination, where appropriate and respecting confidentiality, of Court business within the University community.

2. The qualities required of members of Court

The qualities required of members of Court include:

- commitment to the University, its values and its objectives
- the ability to discuss a wide range of matters in a respectful and professional manner
- an appreciation of the broad social, economic and other trends affecting universities
- the capacity to question information and explanations supplied by officers of the University
- common sense, honesty and integrity.

3. Time required

The time required of members of Court will vary, but will not normally be less than the equivalent of one day per month (or 12 days per annum). There are currently five scheduled meetings of Court per annum, one of these (November) being organised over two days. The main commitment will be during the period September to June, and the main time commitment will be spent reading and preparing for meetings. For those who are members of other committees or groups as well, then the time commitment will be greater.

Members of Court will also be invited to attend certain University functions and events, including Student Inaugurations, Graduation ceremonies and other functions. Members of Court are encouraged to attend as many of these as they can, particularly Graduation ceremonies.

4. Persons not appointable as lay members

In the light of the role and responsibilities of Court the appointment of certain individuals as lay members could compromise effective good governance and so they would not normally be considered for membership. This may be due to:

- significant and/or recurrent conflict of interests, e.g. where an individual is a member of a governing body of another university, or is a member of staff of the firm employed as External Auditors to the University;
- a lack of wider experience, expertise or demonstrable independence; or
- persons, however eminent in public life, who are unable or unwilling to attend the main meetings of Court or to devote appropriate time to Court business.

The University's Statutes do not allow the appointment of current staff or students as lay members.

Approved by the University Court on 1 October 2025

Annex 3: Convener of Court

The Convener of Court occupies the position of senior lay member as defined in the Higher Education Governance (Scotland) Act 2016 and is appointed accordingly, initially for a period of two years, and may be reappointed, normally for a further three years, provided that no person shall hold office for more than eight consecutive years.

Role and responsibilities:

- The leadership and effectiveness of the Court,
- To chair the governing body of the University and to ensure that such meetings proceed efficiently and effectively
- To conduct Court business, efficiently and effectively, in accordance with the Charter and Statutes of the University
- To ensure that the governing body understands its strategic role and is aware of its responsibilities as set out in the University Charter and Statutes, its Statement of Primary Responsibilities and the Financial Memorandum with the Funding Council
- To ensure that the members of Court work together effectively and have confidence in the procedures laid down for the conduct of business
- To ensure that the Court observes the principles of public life and does not become involved in the day-to-day executive management of the University.
- To ensure that there is an appropriate balance of authority between the Court and the Principal of the University.

The Convener of Court can attend, in an *ex officio* capacity, any Committee of the University that is responsible for the management and administration of revenue, property, staff and students of the University and of all joint committees of Court and Senate (except the Audit and Risk Committee and the Executive Team, unless otherwise specified in the Statutes or Ordinances). In particular, the Convener of Court (or their nominee) chairs the following committees:

- the Joint Committee of Court and Senate responsible for the appointment of the Principal and Vice-Chancellor
- the Senior Academic Review and Development Panel
- the Court Membership Group
- the Court Business Group

The Convener of Court represents the University at the Committee of Chairs of University Courts and the Scottish Committee of Chairs of University Courts. Additionally, the Convener of Court is invited to attend certain ceremonial functions within the University, such as Student Inaugurations, Graduation ceremonies and similar events.

Court has delegated authority to the Convener of Court to take day to day decisions on behalf of Court on the understanding that (a) appropriate advice is taken from both lay and other Court members and (b) all such action is reported to the next meeting for homologation. The Convener of Court is also authorised to call extraordinary meetings of Court if it should prove necessary.

The role of Convener of Court is a demanding one and requires individuals who are prepared

- to commit to the University;
- to work with the Senior Officers of the University to ensure that the University achieves its strategic aims, providing appropriate and rigorous challenge when necessary;
- to provide leadership to the Court; and
- to represent the University at events as appropriate.

The time commitment for this post varies throughout the year, as some periods are more demanding than others. This is particularly evident in the lead-up to Court meetings. The Convener also attends other committee meetings. Additionally, there are certain duties which are required of the Convener and others where the Convener may exercise some choice whether to undertake or not.

The overall time commitment for essential duties is estimated to be the equivalent of around 30-40 days per year, but these are not necessarily full days.

The Convener also represents the University at a number of external events, which may be in addition to this.

Approved by the Court on 1 October 2025

Annex 4: The Role of Court Officers & Other key roles

The role and responsibilities of the Convener of Court are set out separately. However, there are other lay members of Court who are appointed to take on a specific role. These are as follows:

Vice-Convener of Court

The Vice-Convener of Court is appointed from amongst the lay members of Court. The Vice-Convener will deputise for the Convener when required and will chair meetings of the Court in the absence of the Convener.

Court intermediary

The Vice Convener will act as the “Court intermediary” for other members of Court who may wish to raise concerns about the conduct of the governing body or the Convener. All Court members are provided with a formal opportunity, annually, to provide confidential feedback on the Convener’s performance as part of the Court’s survey and self-appraisal.

Treasurer

The Treasurer will work closely with Senior Officers of the University on financial matters and on the strategy relating to the financial commitments of the University, so as to be able to give assurance that all relevant advice is made available to Court on all matters of significance relating to the financial affairs of the University.

Deputy Convener (Estates)

The Deputy Convener (Estates) will work closely with Senior Officers of the University on strategy relating to the property commitments and the development of the University estate, in line with the strategic priorities of the University, and on other property matters, so as to be able to give assurance that all relevant advice is made available to the Court in matters of property maintenance, development and disposal.

Deputy Convener (Staff)

The Deputy Convener (Staff) will work closely with Senior Officers of the University in monitoring staffing strategy and policy relating to the employer commitments of the University, so as to be in a position to give assurance to Court as it fulfils its legal role as the employer of all University staff.

Deputy Convener (Enterprise & Investment)

The Deputy Convener (Enterprise and Investment) will work closely with Senior Officers of the University to give assurance that relevant advice is made available to the Court on all matters relating to enterprise and investment, including commercial investment proposals presented by the University’s Commercial Investment Team, recommendations on investment in companies created by University staff and students, licensing deals and other commercial joint ventures, as considered by the Enterprise & Investment Committee.

Although not Court Officer roles, the following roles are essential to the Court.

Convener of Audit and Risk Committee

The Convener of the Audit & Risk Committee, in addition to chairing meetings of that Committee, is responsible for advising Court on policy relating to the financial and other internal control systems within the University, including compliance with all relevant financial regulations and accounting standards, and will report to Court on their effectiveness. The Convener of the Audit & Risk Committee will work closely with both the Internal and External Auditors in order to provide an assurance to Court that the University is meeting its responsibilities in such matters.

Chair of SACSOH

The role of the Chair of SACSOH is to convene meetings and provide leadership of SACSOH ensuring it operates effectively in line with statutory requirements and the University's governance framework. The Chair provides independent oversight, challenge and assurance that health, safety and wellbeing risks are being managed effectively and that the committee's work aligns with the University's strategic objectives and legal duties. The Chair will work with the University Compliance Officer (Deputy Chair) and the Director of SWR to ensure the Committee develops, maintains, and monitors the university's health, safety and occupational health strategy and action plans.

Chair of Remuneration Committee

The role of the Chair of remuneration Committee is to convene meetings and ensure the Committee operates effectively in line with the University's governance framework. The Chair will work with the Chief People Officer to ensure that the Committee develops, maintains, and monitors external requirements relating to remuneration, and will act in the best interests of the University.

Court Safeguarding Lead

The Court Safeguarding Lead works closely with the University Compliance Officer (UCO), who is also the University's Safeguarding Lead, to receive information about the relevant mechanisms the University has in place. The Court Safeguarding Lead engages regularly with the UCO to receive these updates. Each academic year, the Court Safeguarding Lead will attend one meeting of the Safeguarding Committee (which reports to Executive Team) in an observer capacity. The Court Safeguarding Lead will provide updates to Court members on the University's safeguarding activities.