



HANDBOOK FOR MEMBERS OF THE UNIVERSITY COURT 2024/25

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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.

[The Strategic Plan 2020-25](#) was approved by Court in November 2019. It represents the core of the University's ambitions up to 2025 and demonstrates how these will be achieved. 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'. The Court receives regular reports on the delivery of the Plan, including progress against our Key Performance Indicators.

In November 2023, Court also approved the next iteration of our strategic plan, Strathclyde 2030. Our focus and ambitious trajectory continues in the Strathclyde 2030 strategy, which launched in January 2024. Many of the KPIs from Vision 2025 remain in Strathclyde 2030 with renewed targets that reflect our ambition and progress.

.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 plans 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. 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.

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 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 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 and Diversity

The Scottish Code of Good Higher Education Governance states that the governing body “must provide leadership in equality and diversity across all protected characteristics, assuming responsibility for the Institution’s strategy and policy on equality and diversity” and must monitor its own composition with regard to equality and diversity. Any reporting on this will be on an anonymous, purely statistical basis.

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](#).

.8 Safeguarding

The University must ensure that a safe environment is created for its community. This responsibility is delegated to the University Compliance Officer (UCO) who is also the University’s Safeguarding Lead. Court members have a collective responsibility for safeguarding. Court has created the role of Safeguarding Lead on Court to receive information from the UCO around the mechanisms the University has in place to make sure that a safe environment is created for staff, students and visitors. The Safeguarding Lead on Court will engage regularly with the UCO to receive updates in this regard. Each Academic Year, the Safeguarding Lead on Court will attend one meeting of the Safeguarding Committee in an observer capacity. The Safeguarding Lead on Court will provide updates to Court members on the University’s safeguarding activities.

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)

- Matter relating to enterprise and investment, including commercial investment proposals – the Deputy Convener (Enterprise & Investment)

A description of the role of the 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 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. 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. Beside the Court Business Group, the other committees of Court are:

- **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 and makes recommendations on commercial investment proposals as well as license deals and other commercial joint ventures. 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 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.

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.
- **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 [here](#).

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.