
STATUTORY INSTRUMENTS

1993 No. 557 (S. 76)

EDUCATION, SCOTLAND

The Napier University (Scotland) Order of Council 1993

Made - - - - *8th March 1993*
Laid before Parliament *11th March 1993*
Coming into force - - *1st April 1993*

At the Council Chamber, Whitehall
By the Lords of Her Majesty's Most Honourable Privy Council

Their Lordships, in exercise of the powers conferred upon Them by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992(1) and all other powers enabling Them in that behalf, are pleased to order, and it is hereby ordered, as follows:

Citation and commencement

1. This order may be cited as the Napier University (Scotland) Order of Council 1993 and shall come into force on 1st April 1993.

Interpretation

2.—(1) In this Order, unless the context otherwise requires, the following expressions have the meanings respectively assigned to them:

“the Act” means the Further and Higher Education (Scotland) Act 1992;

“the graduates” means all persons who have been registered students of the University, or the former Napier College, Edinburgh College of Commerce or Napier Polytechnic of Edinburgh and have duly completed their particular course of study and received their due award;

“the students” means all persons registered for a course of study of the University;

“the Academic Board” means the Board appointed under article 6(1);

“the University” means Napier University designated under section 44 of the Act being the institution formerly known as Napier Polytechnic of Edinburgh and now renamed in accordance with section 49 of the Act;

“the Court” means the Court of the University, being the governing body constituted as a body corporate by regulation 3 of the Napier College of Commerce and Technology (No. 2) Regulations 1985⁽²⁾ and now renamed in accordance with section 49 of the Act; and

“the 1988 Regulations” means the Central Institutions (Scotland) Regulations 1988⁽³⁾.

(2) In this Order, unless the context otherwise requires, any reference to a numbered article, Part or Schedule shall be construed as a reference to the article, Part or Schedule, as the case may be, which bears that number in this Order and any reference to a numbered paragraph in an article of, or Schedule to, the Order is to be construed as a reference to the paragraph bearing that number in that article or, as the case may be, that Schedule.

The Court

3.—(1) The Court shall be the governing body of the University, and shall administer it for the objects of providing education, carrying out research, and promoting teaching, research and general scholarship.

(2) The Court shall consist of the following persons:

- (a) one person to be appointed by the Chancellor who shall act as Assessor to the Chancellor;
- (b) the Principal and Vice-Chancellor referred to in article 5;
- (c) any Vice-Principal or Vice-Principals referred to in article 9 provided that their numbers shall not exceed two. In the event of there being more than two Vice-Principals at any time, the Principal and Vice-Chancellor shall nominate the two Vice-Principals to serve on the Court;
- (d) four members of the staff of the University to be appointed as follows:
 - (i) two who shall be appointed by the Academic Board from the members of the full-time academic staff of the University who are members of the Academic Board, at least one of whom shall be below the level of Head of Department;
 - (ii) one who shall be elected by the full-time academic staff of the University from among such staff; and
 - (iii) one who shall be elected by the full-time non-academic staff of the University from among such staff;
- (e) the President of the Students' Association and one other office-bearer of the Association to be selected by that Association as referred to in article 7;
- (f) one person to be appointed by the Graduates' Association referred to in article 8; and
- (g) such other persons appointed by the Court reflecting a variety of different interests and experience, including those with experience in the provision of education, local government, industrial, commercial or employment matters or the practice of any profession, being not less than 12 nor more than 16 persons as the Court may from time to time determine.

(3) It shall be competent for the Court from time to time to vary the numbers of persons to be appointed under any of paragraphs 2(c) to 2(g), provided that no category there referred to shall cease to be represented on the Court. In any such variation those persons appointed under paragraph 2(g) shall remain in overall majority in the Court, and no variation shall be effective unless determined by a two-thirds majority of the whole members of the Court.

(2) S.I.1985/1163, amended by S.I. 1988/1715.

(3) S.I. 1988/1715.

(4) Other than those members of the staff of the University appointed to the Court under articles (2)(b), (c) and (d), no members of staff of the University shall be eligible for appointment to the Court.

(5) The functions and powers of the Court shall be as set out in Schedule 1, and shall be exercised without prejudice to any person on grounds of gender, race, religion or other belief and in a manner which promotes academic freedom.

(6) No failure or defect in the appointment of any member of the Court and no vacancy in the office of a member of the Court shall prevent the Court from acting in the execution of its functions, nor shall any act or proceeding of the Court or of any Committee appointed by it be invalidated or be illegal by reason of or in consequence of any such vacancy or of any such defect in the appointment of any member of the Court.

(7) No person other than an *ex officio* member shall be appointed to the Court for a term of office of more than 4 years; and no person other than an *ex officio* member shall be appointed to the Court where his term of office, if aggregated with any previous terms of office, whether served before or after the coming into force of this Order, would cause him to serve for more than 12 years on the Court.

(8) A person who has attained the age of 70 years shall not thereafter be eligible to take office, whether for a first or subsequent term, as a member of Court; provided that nothing in this article shall prohibit a person who attains the said age during a term of office from continuing as a member of Court until the expiry of that term.

Chancellor

4.—(1) There shall be a Chancellor of the University appointed in a manner to be determined by the Court who shall be the titular head of the University and shall be entitled to confer degrees and other awards of the University.

(2) The period of office of the Chancellor shall be determined by the Court on appointment, and may be renewed.

Principal and Vice-Chancellor

5.—(1) There shall be a Principal of the University who shall also be the Vice-Chancellor. The Principal and Vice-Chancellor shall be the chief Academic and Administrative Officer of the University. In the absence of the Chancellor or during a vacancy in that office, the Principal and Vice-Chancellor may exercise and perform all the functions of the Chancellor including the conferment of degrees.

(2) The Principal and Vice-Chancellor shall be appointed by the Court in a manner to be determined by the Court from time to time.

(3) The Court shall secure that its functions (other than those referred to in article 9(1) and those delegated to the Academic Board by virtue of article 6) relating to the organisation and management of the University and to the appointment, promotion and discipline of staff therein shall be discharged by the Principal and Vice-Chancellor and subject thereto may delegate such other of its functions and powers as are set out in Part A of Schedule 1 as the Court may from time to time determine.

(4) In discharging the functions specified in paragraph (3), the Principal and Vice-Chancellor shall be subject to the general control and direction of the Court, but otherwise the Principal and Vice-Chancellor shall have all the powers and duties of the Court in relation to those functions.

The Academic Board

6.—(1) The Court shall appoint and maintain by further appointment an Academic Board of the University constituted and appointed in accordance with Schedule 2. The Principal and Vice-Chancellor shall preside over meetings of the Academic Board.

(2) The Academic Board may from time to time with the approval of the Court regulate the procedures to be adopted by it including the appointment by the Academic Board of such committees as may be considered appropriate, and any other matters connected with the functions of the Academic Board, provided that any such procedures shall secure:

- (a) the appointment of a Vice-Chairman of the Academic Board; and
- (b) a minimum number of meetings of the Academic Board in each year.

(3) The Court may from time to time delegate to the Academic Board or assume in place of the Academic Board such particular powers and functions as they may determine but subject thereto the Court shall delegate to the Academic Board their whole functions set out in Part C of Schedule 1 hereto provided however that they may from time to time require that such matters as they may specify shall only be determined with the approval of the Court.

(4) The Academic Board may make such rules and regulations as may be necessary for the implementation of their functions or any of the functions delegated to them by the Court.

The Students' Association

7.—(1) There shall be an Association of the students of the University, known as “the Students' Association”.

(2) The Students' Association shall have a Council, a President and such other office-bearers as it may from time to time determine.

(3) The principal functions of the Students' Association shall be to advise, assist and represent the students, to provide a channel of communication between the students and the authorities of the University, to provide social and recreational services and facilities for the students and to enable its members to co-operate with members of other institutions for their mutual benefit.

(4) The Students' Association shall be constituted initially in accordance with the scheme for the constitution and functions of the Students' Association of Napier Polytechnic of Edinburgh, made under the Napier College of Commerce and Technology (No.2) Regulations 1985, which scheme shall continue in force subject to paragraph (5).

(5) Subject to paragraphs (2) and (3), the Association shall have power, with the approval of the Court, to determine its own constitution and functions, to amend or revoke any provision of the scheme referred to in paragraph (4), and to make regulations as to the manner of election of the Council and the office bearers and any other matter relating to the powers, functions, membership and administration of the Association.

The Graduates' Association

8.—(1) There shall be an Association of the graduates of the University, known as “the Graduates' Association”, with a Council, President and such other office-bearers as the Association may from time to time determine.

(2) The principal functions of the Graduates' Association shall be to foster and develop the relationships between the graduates and the University and among the graduates themselves, and to promote, assist and support the University in any ways which may from time to time seem appropriate and useful.

(3) The initial constitution of the Graduates' Association shall be determined by the Court.

(4) The manner of election of the Council and the Office-bearers, and any other matters relating to the powers, functions, membership and administration of the Association which at any time it may be thought proper to regulate shall be determined by the Association with the approval of the Court.

Staff

9.—(1) In addition to the appointment of a Principal and Vice-Chancellor as referred to in article 5 hereof, the Court may as the need arises and after consultation with the Principal and Vice-Chancellor appoint a Secretary, and such Vice-Principals and Assistant Principles as the Court may consider necessary for the discharge of its functions.

(2) The Court may also appoint such other staff as it may consider necessary for the discharge of its functions.

Prizes and Bequests

10. The Court shall, after paying any necessary expenses of management and the burdens and taxes affecting each of the funds to which Schedule 3 hereto relates, apply the free income of each fund for the purposes specified in column (3) of the said Schedule against the name of that fund. If at the end of any financial year there is an unexpended balance of income on any of the said funds, it shall be in the power of the Court to carry the said balance or part thereof forward to the following financial year or to add the said balance or part thereof to the capital of the said fund.

Variations and Revocations of Regulations specific to the University

11. In the Napier College of Commerce and Technology (No. 2) Regulations 1985, without prejudice to the validity of anything done thereunder:

- (a) all provisions except the preamble and regulations 1 and 3 are hereby revoked; and
- (b) in regulation 3, for “The Governors of Napier Polytechnic of Edinburgh” there shall be substituted “The Court of Napier University”.

Partial Revocation of the 1988 Regulations

12.—(1) The 1988 Regulations shall cease to have effect in so far as they apply to the University.

(2) In Schedule 2 to those Regulations, paragraph 9 relating to The Napier College of Commerce and Technology (No. 2) Regulations 1985 is hereby revoked.

Savings and Transitional Provisions

13.—(1) For the avoidance of doubt, nothing in this Order shall be taken to affect the continuance of the Court as a body corporate in accordance with The Napier College of Commerce and Technology (No. 2) Regulations 1985.

(2) Any governors in office at the commencement of this Order in accordance with any provision of the 1988 Regulations shall continue for the remainder of their period of office as if they had become members of the Court in accordance with the corresponding provision of this Order.

(3) Any members of the Academic Board established under the 1988 Regulations in office at the commencement of this Order shall continue as members of the Academic Board established under article 6 for the remainder of their period of office.

(4) Any office-bearers or members of the Council of the Students' Association established under the Napier College of Commerce and Technology (No. 2) Regulations 1985 in office at the commencement of this Order shall continue as office-bearers or members of the Council of the Students' Association established under article 7 for the remainder of their period of office.

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(5) The whole arrangements prevailing at the time of the coming into force of this instrument shall continue to operate unless or until varied or superseded by the Court.

N. H. Nicholls
Clerk of the Privy Council

SCHEDULE 1

Article 3(5)

Without prejudice to the generality of its functions and powers in the overall management of the University the Court shall have the following functions and powers:

Finance and Property

A.—(1) To make such arrangements as they think fit for the conduct of the financial affairs of the University, for the deposit of money and for the drawing and signing of cheques.

(2) To hold, buy, accept, acquire, use, occupy, sell, convey, exchange and lease any property whether heritable or moveable and to grant security over such heritable or moveable property.

(3) To accept and hold in trust any property or asset given, transferred or bequeathed for any purpose connected with the University and apply the same in accordance with purposes of the trust.

(4) To levy and receive fees for all services provided by the University and to raise, generate and receive income from any sources for the furtherance of the objects of the University.

(5) To build, construct, provide, maintain, repair, alter, improve, enlarge, replace, and renew all such property, buildings, assets, furniture, apparatus and equipment as they may from time to time deem appropriate.

(6) To appoint such professional advisers as they may from time to time think appropriate.

(7) To provide, equip, maintain, administer and conduct any facilities for sports, social and recreational purposes, libraries, reading rooms, teaching support services, residential accommodation, and such other facilities of any kind as they may from time to time deem appropriate.

(8) To receive and expend recurrent and capital funds, to borrow funds and to offer securities, to lend and apply the funds all in such way as they shall deem appropriate for the objects of the University, provided always that they shall cause accounts to be made of income and expenditure and shall appoint auditors to audit the same.

(9) To invest any moneys belonging to the University, including unapplied income, in such stocks, funds, shares, securities or accounts as they shall from time to time think fit, whether authorised by the general law for the investment of trust funds or not, and whether inside the United Kingdom or not, or in the purchase of heritable property, with the like power of varying such investments from time to time.

(10) To give guarantee for the payment of any sum or sums of money or the performance of any contract or obligation by any company, body, society or person.

(11) To enter into, vary, carry out or terminate contracts including insurance and contracts of employment.

(12) To apply for and to hold letters patent, patent rights, copyrights, Armorial Bearings or other such rights by themselves or in conjunction with others.

(13) To make provisions for the superannuation of members of staff and the provision of benefits to them, their spouses, their dependants and others.

(14) In consultation with the Academic Board to determine all University fees.

(15) To initiate and establish commercial companies in their own right or in association with other persons or institutions as they may deem appropriate, to hold or continue to hold shares and interests in such companies, and to carry on any trade or business whatsoever calculated to carry out the objects of or to be for the benefit of or to advance the interest or well being of the University.

(16) To manage all matters of the finance and property of the University including businesses, patents and all enterprises whatsoever.

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(17) To pay to any of its members such travelling and subsistence allowances as it thinks appropriate.

(18) To conduct legal proceedings.

Administration

B.—(1) To determine the dates, times and places of its meetings, and the provisions for the calling and notice of meetings including the convening of special meetings on the requisition of any three members of the Court, provided that there shall be at least four ordinary meetings in each calendar year.

(2) To determine the necessary quorum for any meeting, the majorities required for determinations of the Court, and the methods and procedures for the recording and publication of determinations of the Court.

(3) To determine the form, custody and use of the common seal of the University.

(4) To determine the arrangements to be made for the execution and custody of all deeds and other documents and the custody of all property belonging to them.

(5) To make such rules, Standing Orders, ordinances, statutes, or regulations as they think fit in the implementation of their functions.

(6) To appoint a chairman and vice-chairman of the Court from among those appointed to the Court under article 3(2)(g) and to prescribe their respective duties and tenures.

(7) To appoint such new members of the Court as may from time to time be required, to determine the method of appointment to membership of the Court, and to remove members of the Court in such circumstances as the Court may prescribe.

(8) To appoint such committees of their own number for such particular purposes as they may think fit, including consultative and negotiating committees with staff, and to appoint such other persons not being members of the Court to any such Committee as they may deem appropriate.

(9) To delegate to any such Committee such of their functions as they may currently retain in their own hands where they consider it expedient to make such delegation and to discharge and discontinue any committee appointed by them.

(10) After consultation with the Academic Board, to make such variations in the composition of the Academic Board as set out in Schedule 2 as they shall from time to time think fit and to determine the method of appointment to membership of that body and the tenure of the members including limitations by reason of age, and to remove members of the Board in appropriate circumstances,

(11) To review any decisions of the Academic Board or the Principal and Vice-Chancellor referred to the Court by any person aggrieved by such determination in accordance with such procedures as the Court may from time to time determine.

(12) To receive and consider recommendations and reports from the Academic Board provided that the Court shall not amend or vary any determinations made by the Academic Board which require the approval of the Court without further reference to the Academic Board.

(13) To award such Honorary Degrees and Honorary Fellowships as the Court may determine with the approval of the Academic Board.

(14) To make and from time to time to vary the procedures to be adopted for the efficient working of the Court.

Academic

C.—(1) To deal with the overall planning, co-ordination, development and supervision of the academic work of the University.

(2) To admit to the University all persons for whom a place on a course of study is available and who are deemed able to benefit from the education provided at the University; to exclude any person from admission to any course, or part thereof, if the admission of the said person would be likely to prejudice the University.

(3) To prescribe such conditions as may be considered necessary and appropriate for admission to the University.

(4) To establish Faculties, Departments, Schools, Institutes or other groups, to prescribe their organisation, constitution and functions and to vary or abolish any such groups.

(5) To institute professorships and readerships, to confer such titles and to make such rules and conditions as they deem appropriate for the conferment of such titles.

(6) To confer the titles of emeritus professor, honorary professor, honorary reader, honorary lecturer.

(7) To institute, maintain and grant fellowships, scholarships, studentships, and other aids to and encouragements to research and education.

(8) To undertake, to assist others to undertake and to make provision for research, design, development, testing, consultancy, laboratory and other services and to charge such fees for these services as they may deem appropriate.

(9) To award degrees, diplomas, certificates and prizes, and to prescribe such rules and conditions as they deem appropriate for the receipt of the same.

(10) To arrange for the affiliation of the University with other educational institutions, associations or bodies whether public or private for any purposes connected with the University.

(11) To publish, print, provide and sell books, stationery and other goods as they deem appropriate.

(12) To frame such codes of discipline and regulations for students as may be necessary for the maintenance of the good order of the University.

(13) To keep a register of the graduates of the University.

General

D. Generally and without prejudice to any of the foregoing to do anything incidental to the performance of any of their functions and to the furtherance of the objects of the University.

SCHEDULE 2

Article 6(1)

THE ACADEMIC BOARD

1. The Academic Board shall comprise the following:

(a) *Ex-Officio members*:—

Principal and Vice-Chancellor (Chairman)

Vice-Principals

Assistant Principals

Deans of Faculty

Secretary and Academic Registrar

Director of the Computer Unit

Director of the Educational Development Unit

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Chief Librarian

(b) *Elected members:*—

2 Heads of Departments per Faculty

1 Senior Lecturer per Faculty

2 Lecturers per Faculty

(c) *Student representatives:*—

1 per Faculty nominated annually by the Students' Association

1 Sabbatical Officer of the Students' Association (normally President)

(d) *Co-opted members:*—

Not more than 2 co-opted members

2. The elected members shall be members of the full-time academic staff of the University and the student representatives (other than the Sabbatical Officer) shall be matriculated students at the University.

3. The elected members of the full-time academic staff shall hold office for such a period not exceeding 4 years, as may be determined by the Board, and the student representatives shall hold office for a period not exceeding 1 year.

4. The elected members shall be eligible for re-election.

SCHEDULE 3

Article 10

SPECIAL FUNDS CONNECTED WITH THE UNIVERSITY

(1) Serial No.	(2) Name of Fund	(3) Purpose
1.	James Dick Memorial Prize	To provide a prize for the best student in Medical Microbiology.
2.	Clark Bequest	To provide a travelling bursary for students in the Department of Print, Media, Publishing and Communication.
3.	Heriot-Watt College Prize	To provide prizes for Napier students.
4.	Heriot-Watt College Printing Prize Fund	To provide prizes for students attending printing classes.
5.	Frank P Restall, Heriot-Watt College Prize Fund	To provide prizes for students attending printing classes.
6.	Blyth and Blyth Service Co Fund	To provide prizes for students in the Civil and Transportation Engineering Department.
7.	J B Scott Memorial Prize Fund	To provide a prize for the best Engineering student at Napier.

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(1) Serial No.	(2) Name of Fund	(3) Purpose
8.	John Napier Memorial Prize	To provide a prize for the most promising student in the Energy Engineering Degree Course.
9.	David McMillan Memorial Prize Fund	To provide a prize for the best student in Music.

EXPLANATORY NOTE

(This note is not part of the Order)

This Order makes new provision regarding the constitution, functions and powers of the Court of Napier University, as governing body of that University, and the arrangements to be adopted by it in discharging its functions. It replaces most of the provisions of the Napier College of Commerce and Technology (No.2) Regulations 1985, and also the provisions of the Central Institutions (Scotland) Regulations 1988 so far as relating to Napier University.

Napier University is an institution designated by the Secretary of State as eligible to receive support from the Scottish Higher Education Funding Council. It was formerly known as Napier College of Commerce and Technology and later as Napier Polytechnic of Edinburgh. It has adopted the name “Napier University” under section 49 of the Further and Higher Education (Scotland) Act 1992.

Article 3 provides for the Court to be the governing body of the University and makes provision for the composition and membership, functions and powers of the Court.

Article 4 provides for the appointment of a Chancellor as titular head of the University. Article 5 provides for the appointment of a Principal and Vice-Chancellor as Chief Academic and Administrative Officer of the University and for the delegation to him of responsibility for discharging most of the Court’s functions regarding the organisation and management of the University and regarding staff. Article 6 provides for appointment of an Academic Board and for the delegation to it of the Court’s functions regarding academic matters.

Article 7 provides for the establishment and functions of a Students' Association and Article 8 for the establishment and functions of a Graduates' Association. Article 9 makes further provision about appointments of staff. Article 10 enables the Court to administer certain funds for provision of prizes and bursaries.

Articles 11 and 12 make consequential revocations and amendments of existing instruments affecting the University and Article 13 makes saving and transitional provisions.