

UNIVERSITY OF DUNDEE

UNIVERSITY COURT

An informal meeting of the University Court was held at online 2pm on 31 July 2025 *via* Microsoft Teams.

Present: Dr Ian Mair (Acting Chair);
Manaswi Budhathoki;
Regius Professor Sir Mike Ferguson;
Gregory Colgan;
Professor Linda Martindale;
Jay Surti

In Attendance: Kirsteen Campbell (Interim Chief Operating Officer);
Tánaiste Custance (DUSA President, observer);
Lee Hamill (Interim Director of Finance);
Richard Maconachie (SFC)(*qua* observer);
Lizzi Nicoll (Interim Director of External Relations);
Dr Veena O'Halloran (Interim University Secretary)(items 223-###);
Dr Alison Ramsay (Senior Policy Officer (Corporate Governance));
Umran Sarwar (Director of Legal);
Dr Martine van Ittersum (Staff Council, observer); and
Susan Young (Head of Financial Accounting)(items 229-230)

Apologies: Alan Bainbridge, Carolina Castro, Marcus Flucker, Dr Neale Laker, Andrew Lothian, Dr Andrea Mohan, Dr Anna Notaro, Professor Nigel Seaton, Amina Shah and Karthik Subramanya.

223. WELCOME AND INTRODUCTION FROM THE ACTING CHAIR OF COURT

The Acting Chair welcomed members to the meeting and, in particular, welcomed Kirsteen Campbell and Lee Hamill to their first meeting of the Court as Interim Chief Operating Officer and Interim Director of Finance, respectively. Dr Mair noted that the Court would not be able to take any formal decisions at the meeting, due to the fact that it was not quorate. He thanked members for their continued support and attendance at meetings.

224. MINUTES

- (i) **The Court decided:** to approve the minutes of the meeting on 3 June 2025, subject to one amendment identified during discussion and subject to homologation at the next quorate meeting of the Court;
- (ii) **The Court decided:** to approve the minutes of the meeting on 29 April 2025, subject to homologation at the next quorate meeting of the Court; and
- (iii) **The Court decided:** to approve the minutes of the meeting on 15 July 2025, subject

to one amendment requested by the Acting Convener of the Audit & Risk Committee and subject to homologation at the next quorate meeting of the Court.

One observer requested that the University revisit the practice of supplying redacted minutes of Court to the Senate in order to improve transparency and trust between staff and the Court. The Acting Chair of Court agreed that this would be discussed and an update would be provided to a future meeting.

225. **CONFLICTS OF INTEREST**

The Acting Chair invited members to declare if they had, or could be perceived to have, any conflicts of interest in relation to any items on the agenda, beyond those already declared. Thereafter, no new conflicts were declared.

226. **MATTERS ARISING**

Action Log

Court received and considered the action log summarising progress in relation to outstanding actions from previous meetings.

The Interim University Secretary noted that work was underway to organise a workshop on institutional risk, as requested by the Court at its meeting on 15 April 2025 and requested that members make themselves available to attend these workshops in person. Thereafter, the Court was advised that there were no items on the action log not already on the agenda or which were not yet due.

Resolved: to note the action log.

[Secretary's note: at this point, the Acting Chair of Court requested, and received, members' permission to alter the order of business]

227. **UNIVERSITY RESPONSE TO THE GILLIES REPORT**

The Acting Chair of Court introduced the above draft University response to the Gillies Report, which was due to be submitted to SFC on 1 August 2025. Dr Mair acknowledged that ideally members would have been sent the paper sooner and that the Governance team was moving towards issuing committee papers one week in advance of meetings, as noted in the draft response to the Gillies Report. Members of the working group responsible for preparing the University's response in a short time period were commended for their work.

The Interim University Secretary presented the draft Response to the Gillies Report, which had been recommended to the Court for approval by the University Executive Group. Members present were further advised that feedback on the draft had been sought from those members unable to attend the meeting and would be incorporated into the University's Response to the Gillies Report. Members were invited to endorse the report and to delegate responsibility for the final submission to the Interim Principal & Vice-Chancellor and the Acting Chair of Court.

In the course of discussion, Court noted that the SFC had specifically requested the University to address the findings of the Gillies Report and the 2024 Court Effectiveness Review in the response to the Gillies Report. The draft response did not therefore, explore the relationship between the Court and the Senate or the outcomes of Senate Effectiveness Reviews.

Members broadly welcomed the response as clear and well-written but requested that greater emphasis be placed on the ways in which Court could evaluate or measure the improvements proposed. The importance of assurance derived from both internal and external scrutiny and monitoring was noted. Members were advised that the University would be required to provide monthly updates to SFC on progress against the actions.

Court discussed routes to positive cultural change within the institution and identified value-based recruitment and a greater emphasis on whistleblowing and accountability as catalysts for this. Members welcomed the proposal to visit other areas of the University as a means of raising the visibility of Court and increasing awareness amongst members of the activities of the wider University.

Members acknowledged the relatively truncated period within which the response had been prepared but felt that they had not been given sufficient opportunity to scrutinise the document and declined to delegate the completion of the submission.

As the meeting was not quorate, the members of Court present agreed that the response could be submitted to the SFC as draft, on behalf of the UEG. Thereafter, the draft would be revised in light of the feedback from the Court, which members were invited to provide by Monday 4 August.

Resolved: to note that the response be sent to SFC as a draft document on behalf of the UEG, and which would be subject to further amendment, based on comments to be submitted by members.

Action: Interim University Secretary

[Secretary's note: following receipt of comments and amendments proposed by Court members, the University submitted its formal response to the Gillies Report to SFC on 12 August 2025]

228. ACTING CHAIR'S REPORT TO COURT

The Acting Chair of Court apprised members of his activities at a University and sectoral level since the previous meeting. He advised that he had held discussions with several potential applicants for the position of Chair of Court and noted that the recruitment process for lay members of Court would be underway shortly. Court was advised that the Acting Chair was on campus regularly and had joined the interview panels for the Vice-Principal (Globalisation and Future Students) and the Interim Finance Director.

Members were advised that the process to recruit the next permanent Principal & Vice-Chancellor would require to be formally conducted and in consultation with the Senate. It was noted that this would likely be a lengthy exercise and that it was as yet unknown whether another interim appointment would be required.

Resolved: to note the report.

229. **RESERVED BUSINESS: DRAFT BUDGET 2025/26**

[Secretary's note: The Head of Financial Accounting joined the meeting at this point]

The University claims exemption under Sections 27, 33(1)b, and 36 of the Freedom of Information (Scotland) Act 2002. Members are therefore required to treat the discussion and associated papers as strictly confidential and exempt from public disclosure. The status of this item will be reviewed at regular intervals and will be released when the exemptions are deemed to no longer apply, and following the approval of the Chair of Court.

230. **RESERVED BUSINESS: PERIOD 11 MANAGEMENT ACCOUNTS**

The University claims exemption under s33 (1) (b) of the Freedom of Information (Scotland) Act 2002. Members are therefore required to treat the discussion and associated papers as strictly confidential and exempt from public disclosure. The status of this item will be reviewed at regular intervals and will be released when the exemptions are deemed to no longer apply, and following the approval of the Chair of Court.

[Secretary's note: The Head of Financial Accounting and the SFC Finance & Funding Director left the meeting at this point]

231. **RESERVED BUSINESS: UNIVERESITY RESPONSE TO OSCR LETTER**

The University claims the exemptions in Sections 30 and 33(1)(b) of the Freedom of Information (Scotland) Act 2002. Members are expected to treat this item as strictly confidential and exempt from public disclosure. The status of this item will be reviewed at regular intervals and will be released when the exemptions are deemed to no longer apply, and following the approval of the Chair of Court.

232. **RESERVED BUSINESS: UPDATE ON CASH POSITION**

The University claims the exemptions in Sections 30 and 33(1)(b) of the Freedom of Information (Scotland) Act 2002. Members are expected to treat this item as strictly confidential and exempt from public disclosure. The status of this item will be reviewed at regular intervals and will be released when the exemptions are deemed to no longer apply, and following the approval of the Chair of Court.

233. **UPDATE ON FINANCIAL STATEMENTS**

The Acting Convener of the Audit & Risk Committee (ARC) and the Interim Director of Finance provided a verbal report on the status of the University's 2023/24 Financial Statements. Members noted that work was ongoing by University Officers to support the completion of the audit, including the approval of the budget and the production of the University Recovery Plan.

A going concern assessment would be conducted, which would be considered by ARC and Court and the reissued Letters to those charged with Governance would require a collective response. Work was underway with EY to agree the timeline for the completion of the 2023/24 audit and

the implications for the University of the potential audit opinion.

Resolved: to note the current position.

234. **SENATE ELECTIONS TO THE COURT**

The Senior Policy Officer (Corporate Governance) introduced the above report on vacancies from the Senate on the Court. Members were advised that, in years where a Senate vacancy on Court arose, elections from Schools to the Senate were held in May. This allowed the membership of Senate from 1 August to be known in time to hold an election to fill any Senate vacancies on Court in early June. Due to the uncertainty around the future structure of the University, the elections from Schools to Senate had not been held in Semester 2 of 2024/25. This had meant that the election from Senate to Court had not been held in June 2025.

Members were advised that Dr Anna Notaro was demitting office as a Student Assessor on Senate as of 31 July 2025 and because Professor Linda Martindale had been appointed Vice-Principal (Education and Student Experience) with effect from 11 August 2025, two vacancies on the Court would require to be filled.

Members noted that, if the Court was of the view that Senate elections should take place as soon as possible, special measures would require to be introduced. Proposals to amend Ordinance 18 would have to be recommended by Senate and approved by the Court.

If Court were minded to adhere to the current regulations, elections would be held sequentially, as soon as possible in the first Semester of 2025/26. This would have the advantage of holding the elections under whatever structure was introduced under the University's Recovery Plan and provide all members of staff eligible for election and to vote sufficient time and opportunity to do so.

Resolved: to note that the University would adhere to Ordinance 18 and hold elections in the first Semester of 2025/26.

235. **RESERVED BUSINESS: VOLUNTARY SEVERANCE UPDATE**

The University claims exemption under s30 and s33 (1) (b) of the Freedom of Information (Scotland) Act 2002. Members are required to treat the document and associated discussions as strictly confidential and exempt from public disclosure. The status of this item will be reviewed at regular intervals and will be released when the exemptions are deemed to no longer apply, and following the approval of the Chair of Court.

236. **ANY OTHER BUSINESS**

Thereafter, no other business was declared.

237. **DATE OF NEXT MEETING**

The date of the next scheduled meeting was confirmed as Thursday 7 August 2025.

Dr Ian Mair
Acting Chair of Court
University of Dundee