

UNIVERSITY OF DUNDEE

UNIVERSITY COURT

A meeting of the University Court was held at 2pm on 2 December 2025 in room3.08 of the Scrymgeour Building, and *via* Microsoft Teams.

Present: Esther Robertson (Chair);
Alain Bainbridge (online);
Nicholas Buckworth;
Maggie Chapman (online)(items 281-285);
Gregory Colgan;
Tánaiste Custance;
Dr Annie Ingram;
Professor Susan Kinnear (online);
Noel Lawlor;
Dr Ian Mair;
Claire Martin;
Ron Mobed (online);
Dr Andrea Mohan;
Dr Carlo Morelli;
Emma Preston;
Professor Nigel Seaton;
Jay Surti (online);
Rev Andrew Swift;
Dr Martine van Ittersum; and
Margo Williamson.

In Attendance: Kirsteen Campbell (Interim Chief Operating Officer);
Elise Gallagher (Director of People);
Dr Martin Glover (Senior Policy Officer (Academic Governance))
Lee Hamill (Interim Director of Finance);
Richard Maconachie (SFC)(*qua* observer); and
Dr Alison Ramsay (Senior Policy Officer (Corporate Governance))

Apologies: Marcus Flucker, Professor Rory McCrimmon, Amina Shah and Irene Wilson

281. WELCOME AND INTRODUCTION FROM THE CHAIR OF COURT

The Chair welcomed those present to the meeting. Ms Robertson noted that this would be her first meeting chairing the Court and that very little time had elapsed since deciding to put herself forward as a candidate for the role of Chair. Ms Robertson advised Court that she had encountered a great deal of goodwill towards the University in her engagements with staff, students and members of the wider community and she expected that the Court would demonstrate its commitment to the institution in its conduct moving forward.

The Chair noted that the Court was now at full capacity and reminded staff members in particular that, notwithstanding their route to membership, they were now charity trustees and members of a body corporate with responsibilities to the institution over and above their

loyalties to the constituency which had nominated or elected them. With so many new members, a way of working would require to be established which would allow full and frank debate of the serious issues facing the University whilst maintaining a supportive and courteous environment. Ms Robertson acknowledged the significant pressures on the University and the demands that placed on Court and thanked members for their continued commitment to the University.

282. **CONFLICTS OF INTEREST**

The 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 or previously declared. No new conflicts were declared.

283. **MINUTES**

- (i) **The Court decided:** to approve the minutes of the meeting on 13 October 2025, subject to minor amendments; and
- (ii) **The Court decided:** to approve the minutes of the meeting on 11 November 2025, subject to minor amendments.

284. **MATTERS ARISING**

The Senior Policy Officer (Corporate Governance) & Clerk to Court introduced the above report, intended to apprise the Court of progress against actions arising from previous meetings. The Interim Director of Finance advised members that a fuller budget would be brought to Court for discussion in due course but that the University was fully engaged in responding to the draft Conditions of Funding issued by SFC on 26 November 2025.

One member queried the closure of the action regarding the Institutional Risk Register (IRR). The Interim Chief Operating Officer advised Court that further development of the IRR was required, which would include additional workshops and the establishment of a new committee. It was therefore agreed that the action would be reinstated.

One member requested that the review of the Standing Orders of Court be included in the action log and it was agreed that this, and the forthcoming review of the Schedule of Delegation would be included in the action log going forward.

Thereafter, members noted that there were no items on the action log not already on the agenda or which were not yet due.

Resolved: to note the report.

285. INSTITUTIONAL RECOVERY UPDATE

The Interim Principal & Vice-Chancellor provided the Court with an oral report on the indicative conditions of funding as received from SFC during the previous week. Professor Seaton advised members that, despite receipt of the indicative conditions having been delayed, the University would still require to submit the four products by the original deadline of 31 December 2025. Members noted the complexity of the position and was invited to discuss the potential conditions which could be attached to a future formal offer of Section 25 Grant Funding under the Further and Higher Education (Scotland) Act 2005.

In the course of lengthy and involved discussion Court considered how best to respond to the letter received from SFC whilst noting that it did not of itself constitute a formal offer of funding. Members considered a proposal that the Chair of Court write to SFC to indicate acceptance of the conditions but concluded that this would be premature prior to receipt of the formal offer of funding under a Section 25 direction from Scottish Government. Staff nominees encouraged the Court to release a statement of broad acceptance of the proposed conditions to staff and students and were advised that this would be discussed at its meeting on 22 December 2025, when the Court would be invited to review the four products proposed for submission to SFC. At this meeting, Court would also receive a recommendation from the University Executive Group on whether the University should accept any offer of grant funding received, if made with conditions in line with those indicated in the letter of 26 November 2025.

Court was advised that the release of funding, phased over a two-year period, would allow the University to conclude the 2023/24 annual accounts and, in time, unlock access to commercial lending. The volume and complexity of potential conditions which could be attached to a Section 25 funding directive were considered and the collective responsibilities of members as charity trustees noted. Court further noted that the letter from SFC had delineated some 66 clauses which included 39 probable conditions of funding. Members gave particular consideration to the requirement for consultation with staff and students on the future University Strategy to Recovery and considered how best to measure and demonstrate engagement with all constituencies as part of a shared future.

Members considered what could be reasonably produced by management for consideration at its meeting on 22 December 2025 and sought assurances that the University had sufficient capacity to respond to the indicative conditions as received. The Interim Director of Finance advised Court that the additional output required would place greater strain on the Finance Directorate at a time of depleted staff capacity and significantly increased external scrutiny.

Thereafter, Court noted that it would expect to receive the four draft products required by SFC for discussion at its meeting on 22 December 2025, together with advice from the University Executive and a recommendation on whether to accept a future formal offer of funding.

The Head of the Executive Office and Principal & Vice-Chancellor's Chief of Staff then introduced the above report, submitted as Paper C and intended to provide Court with an update on key aspects of the University's recovery, including leadership, change programme

implementation and engagement. Members were apprised that the papers had been issued prior to the University's receiving the proposed conditions of funding document from the Scottish Funding Council (SFC).

The Interim Principal advised Court that, one year since the financial crisis had become apparent, the University had undertaken a number of actions intended to navigate the turbulence including the departure of 290 staff through voluntary severance. Further action would be required to ensure the University's future, including a restructuring of professional services to complement the move to a four Faculty academic model with associated changes in leadership structures.

Court considered the importance of leadership in the future direction of the University. Members noted that the tender process had begun to identify a recruitment and selection partner for the appointment of the next permanent Principal, interviews for the substantive post of University Secretary would take place on 12 December and progress was also being made in the search for the new Director of People. Next steps would involve the engagement of the Senior Leadership Forum in the development of the change required to transform the University. A prioritised programme of work to be managed by the Programme and Project Management Office (PMO) would be established by the end of the current calendar year. The realignment of professional services was planned, as were projects for improvement including the student lifecycle, research finance control and the management of policies.

Court discussed at length and in detail the requirement for cultural change within the institution, noting that mistrust of management was still prevalent amongst staff and that greater clarity of information would be needed to reassure staff and students of the transparency of decision-making in the future direction of the University. Members were advised that work was ongoing to implement the academic restructure which had been approved by Court at its meeting on 7 August 2025 and that arrangements for the leadership structures below Executive Level would be progressed while, in the interim, Associate Deans and others would provide continuity of leadership. Colleagues in Strategic Planning were conducting preparatory work with the existing Schools and Directorate on student number and tuition fee income forecasting ahead of operational planning activities to take place in early 2026 based on the new Faculty structure. This would in turn permit the production of a draft 2026/27 budget.

Members were apprised of the realignment of Professional Services within the Directorates which had already taken place, both to address any areas of exposure created by voluntary severance exits and also to drive future improvements. The integration of Professional Services into the new Faculty structure would continue at pace, with progress reports brought to future meetings of the Court. The Interim Chief Operating Officer advised members that the Listening Exercise had generated a number of potential transformational ideas as well as valuable lessons learned from the previous 12 months.

Court sought clarity on how it might assess progress to date against the Gillies Action Plan when the Plan had not been shared with Court or any of its Committees and requested that this be brought to a future meeting. Court further commented that the report contained little on how cultural transformation would be achieved and how it could be measured. Members sought assurances that University Officers would maintain appropriate oversight of the recommendations arising from the numerous reviews of the University which had been undertaken in addition to that conducted by Professor Gillies and were advised that consideration was being given to the development of an integrated method for future reporting. The importance of ongoing communication and transparency with staff and

students as well as with Court was noted as the University moved towards the future.

Resolved: to note the report.

286. FINANCIAL UPDATE

The Interim Director of Finance presented Court with an interim update on key Finance matters. These included the University's Period Three (P3) Management Accounts and the Quarter One full-year financial forecast. Mr Hamill noted that this was the first point during the annual reporting cycle at which a substantive financial forecast had been provided to the end of the academic year.

The report having been produced prior to receipt of the SFC letter of 26 November 2025, members were reminded that the University had to date received £10m in the form of a grant under Section 25. SFC had previously indicated that up to £40m of additional funding could be made available by the Scottish Government and members noted that this would likely be spread over two financial years. This was in addition to the separate £12m Financial Transactions loan funding previously offered and which remained available to the University, subject to Court being satisfied that the University's going concern status was sufficiently assured.

Court was advised that, excluding Voluntary Severance (VS) savings, staff savings of [REDACTED] had been realized through vacancy control and deferral of the pay award. VS savings were forecast at [REDACTED] for the year, with a full year equivalent of circa [REDACTED] where VS costs were forecast at [REDACTED]. Overall, total staff costs were forecast [REDACTED] below budget while other operating expenses were forecast [REDACTED] above budget including additional student-related and estates costs. The Court was apprised of the status of the dispute with NHS Tayside and noted that progress was being made with a new accounting mechanism to be agreed.

The Interim Director of Finance advised the Court that the University's financial position remained critical and was not sustainable. Without the assistance of SFC S25 funding, the forecast Operating Deficit was [REDACTED] against a budget of [REDACTED], an adverse variance of [REDACTED] and a [REDACTED] adverse variance from the Period 2 position. Including the costs of the recent VS scheme, the total deficit for the year increased to [REDACTED].

Members noted that the University cash balance at 31 October 2025 totalled [REDACTED], including £10m of additional SFC funding received in 2024/25 and a further £10m of main grant funding brought forward from November 2025. All of the cash balance held had been received for restricted purposes with no unrestricted or 'free' cash balance available.

In discussion, Court noted that fixed assets were not transferable into cash and that efforts were ongoing to sell the University's assets, where possible. The relative contribution of Schools and Directorates was noted and all Directorates with the exception of Estates & Campus Services, External Relations and Registry had delivered an underspend.

Court advised that, without additional funding, the University would be unable to operate beyond the first quarter of the year and that difficult choices would require to be made.

Members thanked Mr Hamill for the comprehensive report and welcomed the additional narrative, which had facilitated their understanding of the current financial position.

Resolved: to note the report.

287. **PROPOSED TERMS FOR VOLUNTARY REDUNDANCY**

The Chair of Court advised members that the Court was invited to give consideration to a tabled item of business relating to proposed terms for voluntary redundancy for a small number of staff. Members expressed concern that such a matter should be tabled for consideration and were apprised that the proposals required to be approved as soon as possible as part of the Faculty restructure. The Court requested that an additional meeting be convened at speed to allow due consideration of these proposals.

Resolved: to convene an additional meeting as soon as possible.

288. **REVIEW OF UNIVERSITY SCHEDULE OF DELEGATION**

The Interim University Secretary advised the Court that, along with the Standing Orders of Court and other Statutory Instruments, the Schedule of Delegation would require to be reviewed. Members noted that this would be undertaken as part of a larger review of the University's governance framework.

289. **ANY OTHER BUSINESS**

No other business was declared.

290. **DATE OF NEXT MEETING**

The dates of the next scheduled meetings were noted as:
22 December 2025; and
14 January 2026

[Secretary's note: a further meeting was scheduled for 10 December 2025]

Esther Robertson
Chair of Court
University of Dundee