UNIVERSITY OF DUNDEE

UNIVERSITY COURT

A meeting of the University Court was held at 2pm on 9 June 2026 in the Ustinov Room, Bonar Hall, City Campus, Dundee and *via* Microsoft Teams.

Present: Esther Roberton (Chair);
Alain Bainbridge (online) until Item 346;
Nicholas Buckworth;
Maggie Chapman;
Greg Colgan;
Tánaiste Custance;
Marcus Flucker;
Dr Annie Ingram;
Professor Susan Kinnear;
Noel Lawlor;
Emma Preston;
Dr Ian Mair;
Claire Martin;
Ron Mobed (online);
Dr Andrea Mohan;
Dr Carlo Morelli;
Professor Nigel Seaton;
Amina Shah;
Bishop Andrew Swift;
Dr Martine van Ittersum (online);
Margo Williamson; and
Irene Wilson.

In Attendance: Dr Martin Glover (Senior Policy Officer (Academic Governance);
Lee Hamill (Chief Finance Officer) (online);
Rory La Trobe (Sports Union President) until item 346;
Dawnne Mahmoud (Chief People Officer);
Louise Soutar (Head of Principal's Office & V-C's Chief of Staff); and
Dr Hulda Sveinsdottir (University Secretary).

Observers: Tom Christison (DUSA President-Elect);
Ivy Gerber (Independent Member of Court-Elect);
Roddy Isles (Head of Corporate Communication); and
Peter Ward (SFC).

Apologies: Jay Surti.

332. **WELCOME AND UPDATE FROM THE CHAIR OF COURT**

The Chair welcomed members to the meeting and noted apologies received. Members were advised that the advertisement for new Court members had been published and were encouraged to share details of the opportunity through their networks.

The Chair welcomed Tom Christison and Ivy Gerber attending as observers for the current meeting prior to taking up their elected positions from 1 August 2026.

333. **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.

334. **MINUTES**

The Court received and considered the minutes of the meeting of Court held on 21 April 2026. The Secretary noted that, ahead of the meeting, members had requested a number of amendments which had now been incorporated:

One member had requested that additional clarification be added to the minute of the Court meeting on 24 February (Paragraph 334) regarding discussion of the People & Organisational Committee minutes. These related to options for proposed VS terms (option 3e) and Court consideration of VS proposals.

An amendment had also been requested to Section 344 to record that two members had abstained from the vote on options for financial sustainability (Option 1).

At the meeting further amendments were requested:
Additional text was also requested to section 340 (1)(ii) of the minute, to reflect advice provided by the Convener of the Audit and Risk Committee concerning the qualified audit opinion.

A further request for amendments to section 344 was made to note concerns that had been raised regarding compliance implications associated with one of the options previously discussed. Members also requested that expressions of dissent recorded during the meeting should be accurately reflected in this section of the minutes.

It was noted that the summary of the Court workshop focused primarily on management contributions and did not adequately capture the views expressed by Court members. Members were invited to provide proposed wording to the Secretary for inclusion in the final record.

The Court decided: to approve the minutes of the meeting on 21 April 2026 subject to amendments identified above.

335. **MATTERS ARISING**

A point of order was raised requesting that discussion of the financial statements take place before consideration of the Strategy to Recovery. Members acknowledged that the financial statements related to the 2023–24 financial year and were therefore retrospective in nature. However, it was recognised that understanding the financial position reflected in those statements would provide important context for later discussion. The Court agreed to consider the financial statements before the Strategy to Recovery.

336. **ACTION LOG**

The Chair of Court and the University Secretary introduced the above report, intended to apprise the Court of progress against actions arising from previous meetings. Members were advised that there were no matters which were not either already on the Agenda or otherwise in progress.

The Court decided: to note the report.

337. **CHAIR'S REPORT**

The Chair introduced the above report, intended to apprise the Court of activities undertaken at a local and national level since the previous meeting of the Court.

Members were reminded of the ongoing recruitment process for new Court members and were encouraged to promote the vacancies.

The Court decided: to note the report.

338. **PRINCIPAL'S REPORT**

The Interim Principal & Vice-Chancellor introduced the above report, intended to apprise the Court of recent developments and positive highlights from across the University Community.

The Court noted the recent publication of the Complete University Guide 2027 and welcomed the significant improvement in the institution's position. Members recognised that the result reflected the underlying quality of the institution while acknowledging that much of the data underpinning the ranking related to previous years and should therefore be interpreted with caution.

The Court decided: to note the report.

339. **GOVERNANCE REVIEW UPDATE**

The Court received an update on the Governance Review and the associated solutions workshops. It was reported that publication of the final report and recommendations would take place later than originally anticipated.

Members were advised that the review had focused specifically on committee structures, organisational efficiency and the Scheme of Delegation. It was emphasised that the review did not encompass the entirety of the Governance improvement programme.

The Court was informed that the report was expected to be published in September and would be presented for approval following consideration by the University Executive Group and Senate. Members raised concerns regarding the apparent absence of professional services representation on the steering group and sought reassurance that important areas, including health and safety, organisational culture and behaviours, would continue to receive appropriate attention within the Governance structure. It was noted that committee structures alone would not address wider cultural issues and that successful implementation would be essential if the review was to achieve meaningful impact.

Questions were raised regarding the future of equality, diversity and inclusion governance arrangements and how these would connect with other committee structures. Members requested that concerns be noted and revisited when the final report became available.

The Court decided: to note the update report and to request a further update in due course.

340. **REPORT FROM THE SENATUS ACADEMICUS**

Report of the meetings of the Senate held on 20 May 2026

The Court received and considered the above report of the meetings of the Senate held on 20 May 2026, prepared for the Court's information. Members noted that any actions detailed within the report would be taken forward as indicated in the minutes of the meetings.

Members noted discussion concerning the ongoing curriculum review and the potential impact on academic disciplines. It was clarified that no radical changes to the academic portfolio were anticipated, although programmes and modules with very small student numbers would be subject to review as part of a normal academic planning process.-A member queried whether an estimated attrition of 25% of modules would be considered normal. It was clarified that the 25% attrition referred to an exercise carried out in spring 2025 which was unusually large in scope as it was a required reset in response to the financial crisis. Expected withdrawals in 25/26 were much smaller in scope.

The Court decided: to note the report.

341. **ORDINANCE 39**

The Court was invited to approve the proposal that Ordinance 39 - Degrees, Diplomas and Certificates is amended to include the new degree Master of Surgery (MCh). Court noted that the Senatus would be consulted and invited to approve the amendment by circulation.

The Court decided: for its part, to approve the amendment adding the Master of Surgery degree to Ordinance 39.

342. **COMMITTEE REPORTS**

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 these items as strictly confidential at this time.

(1) Audit & Risk Committee

Report of the Meeting on 17 April 2026
Report of the Meeting on 27 May 2026

Court noted that matters arising from the 27 May 2026 meeting of the Committee would be addressed through items elsewhere on the current agenda.

The Court decided: to note the Reports.

(2) Finance & Policy Committee

Minute of the Meeting on 24 March 2026
Report of the Meeting on 19 May 2026

Members observed that the Finance and Policy Committee report did not include the budget for 2026–27 and requested a timetable for future budget consideration. Concerns were also expressed regarding the concise nature of committee reports and whether these adequately conveyed the full extent of discussion contained within committee minutes. Members were reminded that while ‘minutes’ provided a full account of committee deliberations, 'reports’ were as yet unapproved summaries, intended to give Court a broad overview of committee discussion.

Questions were raised regarding investment in cyber security and whether additional funding requirements remained outstanding. It was confirmed that a request for additional funding would be considered through the planning process.

The Court also noted encouraging student recruitment information and observed that current performance appeared stronger than assumptions reflected in some earlier planning documents.

The Court decided: to note the Minute and Report.

(3) Governance & Nominations Committee

Minute of the Meeting on 26 March 2026
Report of the Meeting on 21 May 2026

The Court decided: to note the Minute and Report.

(4) <u>People & Organisational Development Committee</u>

Minute of the Meeting on 17 March 2026
Report of the Meeting on 14 May 2026

The Court decided: to note the minutes.

343. **ACADEMIC CALENDAR 2026/27**

The Court considered the proposed academic calendar and schedule of meetings for the forthcoming academic year.

It was noted that six Court meetings were scheduled and aligned with key governance and financial reporting requirements, including approval of the annual accounts. Members were advised that additional meetings would likely be required to address specific items of business and that work would continue with the external auditors to confirm an appropriate timetable.

Members emphasised the importance of early diary planning and requested a version of the calendar that clearly distinguished Court meetings from other committee meetings, and for likely extraordinary committee meetings to be added to the calendar. Concerns were also raised regarding the short period between the end of examinations, examination boards and graduation ceremonies, with members suggesting that additional time would assist in managing academic staff workloads.

The Court decided: to approve the Academic Calendar 2026/27 subject to the requested refinements.

344. **SPORTS UNION ANNUAL REPORT**

The Court received the Sports Union Annual Report, for information.

Members noted strong levels of student participation despite overall reductions in student numbers and recognised the contribution that sport made to belonging, engagement and the wider student experience. The Court welcomed the success of fundraising activities and the continued focus on broadening participation.

Members highlighted the importance of sport in supporting student recruitment and retention and recognised the need to continue investing time and resources in sports facilities and related infrastructure. The Court expressed its appreciation to Sports Union staff and volunteers for their work and noted the development of new academic provision in sport management and sports business.

The Court decided: to note the report.

345. ***RESERVED BUSINESS*: FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2024**

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 at this time.

The Court considered the financial statements, the draft letter of representation and associated documentation from the external auditors.

Members were advised that the letter of representation contained standard disclosures and that some elements remained incomplete pending finalisation. It was noted that the auditors' findings included a material uncertainty relating to the institution's future financial position beyond July 2027, although it was confirmed that the institution remained a going concern within the period under review.

The Chair of the Audit and Risk Committee reported on extensive engagement with the auditors and described the process as challenging but transparent. It was noted that the audit opinion represented a fair assessment of the institution's circumstances.

Members discussed the significance of the material uncertainty statement and acknowledged that the institution would need to implement substantial financial recovery measures to remain sustainable. Concerns were expressed regarding assumptions used by the auditors, particularly in relation to future income growth and funding settlements. Several members questioned whether the assumptions adequately reflected current developments and future opportunities.

Discussion also took place regarding payments made to former senior executives. Members expressed disappointment that greater information had not previously been shared with the Court. It was explained that decisions had been informed by legal advice and employment law obligations and that alternative approaches could have resulted in more costly legal proceedings. While recognising these considerations, several members recorded continuing dissatisfaction regarding the circumstances.

Members discussed forecasts on student recruitment and the risk of funding clawback. Members noted the University Executive’s view that the forecasts reflected prudent assumptions and that discussions with lenders remained ongoing.

The Court decided: to provisionally approve the financial statements, subject to the addition of agreed wording relating to the Strategy to Recovery, and final approval being delegated following circulation of the revised documentation.

346. ***RESERVED BUSINESS*: STRATEGY TO RECOVERY**

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 at this time.

The Interim Principal & Vice-Chancellor introduced the above and thanked staff, students, Court members and other stakeholders for their contributions throughout the development process. The Court acknowledged the extensive work undertaken to strengthen the document and recognised the collaborative approach adopted during its preparation.

Members discussed performance measures, workforce planning, consultation processes and staff engagement. Concerns were raised regarding reliance on staff survey data as a measure of engagement, with members advocating more direct and collaborative forms of involvement. The importance of workforce planning, co-creation and meaningful engagement across the institution was emphasised.

Discussion also focused on financial targets, including proposed EBITDA levels, staffing assumptions, revenue generation opportunities and the balance between cost reduction and future growth. Members expressed concerns regarding staff wellbeing, the impact of workforce reductions and the cumulative effect of prolonged organisational uncertainty. Questions were raised regarding the evidence underpinning projections, the pace of change and the extent of engagement with trade unions and Senate.

The Interim Principal acknowledged the significant impact of workforce reductions while maintaining that current staffing levels remained unsustainable. It was argued that delaying implementation would increase financial risks and potentially compromise compliance with funding requirements. Members recognised the difficult choices facing the institution and the need to establish a sustainable financial position.

The Court also discussed equality, diversity and inclusion considerations and requested that these themes remain visible throughout implementation and monitoring arrangements.

Following debate, the Court approved the Strategy to Recovery 13 votes to 5. The names of those voting against (Tánaiste Custance, Dr Carlo Morelli, Maggie Chapman, Dr Martine Van Ittersum and Emma Preston) were recorded. One member (Professor Susan Kinnear) abstained owing to membership of the Faculty Executive Group responsible for implementation of the Strategy.

The Court noted that implementation plans, timelines and associated key performance indicators would be developed and presented subsequently. It was also requested that the Academic Operating Model be incorporated into implementation planning.

The Court decided: to approve by a majority vote the Strategy to Recovery and to support its submission to the Scottish Funding Council seeking confirmation of compliance with Section 25 conditions of funding.

347. **COLLECTIVE CONSULTATION**

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 at this time.

The Court considered a paper from the Director of People seeking approval to commence collective consultation processes subject to SFC confirmation of compliance with Section 25 conditions of funding.

Members were advised that consultation would be conducted in accordance with statutory requirements and would involve meaningful engagement over a minimum period of 45 days.

It was confirmed that voluntary redundancy would be the preferred option and that any proposals involving compulsory redundancies or requiring changes to VR terms would require further Court approval.

The Chair emphasised that approval was being sought only to commence consultation and that any substantive proposals arising from the process would return to the Court for consideration and approval before implementation.

Following debate, the Court approved the commencement of collective consultation processes 13 votes to 5. against (Tánaiste Custance, Dr Carlo Morelli, Maggie Chapman, Dr Martine Van Ittersum and Emma Preston) were recorded. One member (Professor Susan Kinnear) abstained owing to membership of the Faculty Executive Group responsible for implementation of the Strategy to Recovery.

The Court decided: to approve by a majority vote to commence collective consultation processes subject to SFC confirmation of compliance with Section 25 conditions of funding.

348. **CHIEF FINANCE OFFICER REPORT**

The Court received a financial update and noted that current forecasts indicated an improved position compared with previous projections. Members discussed forecasting assumptions and whether earlier projections had been overly pessimistic.

Questions were raised regarding overseas operations and the status of the wholly owned foreign enterprise in China. It was explained that the subsidiary company listed in the UK was not trading and that income from the Partnership was received directly by the institution rather than through subsidiary structures.

Members noted that new ventures required time to achieve financial returns and that activities in international markets continued to demonstrate mixed performance. Assurance was provided that appropriate due diligence arrangements remained in place.

The Court decided: to note the Report.

349. **ANY OTHER BUSINESS**

It was noted that the final two agenda items had been deferred due to time constraints.

Members were advised that an additional Court meeting might be required in August to address outstanding business.

350. **DATE OF NEXT MEETING**

The date of the next meeting will be confirmed in due course.

Esther Roberton
Chair of Court
University of Dundee