

UNIVERSITY OF DUNDEE

UNIVERSITY COURT

A meeting of the University Court was held at 2pm on 25 February 2025 in the Ustinov Room, Bonar Hall and *via* Microsoft Teams.

Present: Tricia Bey (Acting Chair);
Alan Bainbridge (online);
Manaswi Budhathoki;
Carolina Castro;
Greg Colgan;
Regius Professor Sir Mike Ferguson (online);
Marcus Flucker;
Dr Ian Mair;
Claire Martin;
Professor Linda Martindale;
Ron Mobed (online);
Dr Anna Notaro;
Professor Shane O'Neill (Interim Vice-Chancellor);
Carla Rossini;
Amina Shah;
Karthik Subramanya;
Jay Surti (online);
Sharon Sweeney; and
Professor Garry Taylor

In Attendance: Elise Gallagher (Director of People)
Roddy Isles (Head of Corporate Communication);
Dr Neale Laker (Acting University Secretary);
Dr Alison Ramsay (Senior Policy Officer (Corporate Governance)); and
Helen Simpson (Interim Director of Finance)

Apologies: Glenn Allison and Andrew Lothian

48. WELCOME AND INTRODUCTION FROM THE ACTING CHAIR OF COURT

The Acting Chair welcomed members to the meeting and thanked them for attending. Ms Bey advised the Court that both she and the Interim Principal & Vice-Chancellor were committed to a spirit of openness and that every effort would be made to identify the underlying causes of the University's financial situation, including appointing an independent investigator.

Members discussed recent media coverage of the University's current situation and the resignation of the former Chair. The Chair reminded those present that the matters under discussion were to be held in the strictest confidence and urged caution in the sharing of information with others. A broader communications strategy would be developed but the University and the Court would not relinquish their core values and commitments to equity, diversity and inclusion.

Ms Bey also requested that members give consideration to declaring conflicts of interest for

relevant items, recusing themselves as necessary or appropriate and rejoining the collective discussions thereafter in a spirit of collegiality. Ms Sweeney asked that the Court formally note that she was in attendance with the express consent of the Dundee UCU branch.

49. **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 declared. No new conflicts were declared.

50. **MINUTES**

The Court decided: (i) to approve the minutes of the meeting on 12 November 2024;
(ii) to approve the minutes of the meeting on 10 December 2024; and
(iii) to approve the minutes of the meeting held on 4 February 2025.

51. **MATTERS ARISING**

Action Log

The Court received and considered the action log of Court business.

The Court decided: to note the update.

52. **RESERVED BUSINESS: RESPONSIBILITIES OF COURT MEMBERS**

The University claims exemption under Section 30 (b) and Section 33 (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.

53. **APPOINTMENT OF CHAIRPERSON**

The Acting University Secretary introduced the above paper, which delineated the process for identifying a new Chairperson of Court. Members were advised that the process for the appointment of the Chairperson of Court was set out in primary legislation under the Higher Education Governance (Scotland) Act 2016 (the 'Act') and was reflected in the University's Statutes, Ordinances and Regulations.

Dr Laker advised the Court that there was no scope in primary legislation or the University's own governing instruments or regulations to assign a formal title to the person appointed to fulfil the functions of the Chairperson during a vacancy. Nor was there provision made for adapting the appointment process in the event of a resignation, and the Court was therefore invited to approve the establishment of an appointing committee to carry out the functions set out in the Act, Ordinance 65 and the Regulations noted above.

The Court decided: to approve the establishment of an appointing committee to commence the recruitment process for the appointment of a new Chairperson, and to canvass members on their willingness to serve on such a committee.

[Secretary's note: following the meeting, members were invited to express their interest in joining such a panel, in writing, either to the Clerk to Court or the Acting University Secretary]

54. **RESERVED BUSINESS: MATTERS RELATING TO THE FORMER PRINCIPAL**

The University claims exemption under Section 33 (1)(b) and Section 38(1)(a) 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.

55. **ACTING CHAIR'S REPORT TO COURT**

The Court received a report from the Acting Chair on activities undertaken on behalf of the Court and the University at an institutional and sectoral level. Members were apprised that the Acting Chair had been engaged almost exclusively in matters associated with preparation for the meeting of the Court.

The Court decided: to note the report.

56. **UNIVERSITY EXECUTIVE GROUP REPORT TO COURT**

The Interim Principal & Vice-Chancellor introduced the University Executive Group report to Court, which provided an update on merging sectoral issues, internal operational and strategic matters and recent University news relevant to the Court. Professor O'Neill noted the increasing number of HEIs which had publicly announced significant financial challenges but acknowledged that the University had not been as rigorous as it could have been in terms of financial reporting and management. The UEG remained committed to the production of a strategic recovery plan which would see the University emerge as a distinctive, competitive and financially healthy academic institution, fit for the future. To that end, PWC had been engaged to support the further development of the recovery plan, which would be underpinned by the reframed University Strategy presented at the previous meeting of the Court.

The Court was apprised of the circumstances which had led to the 2024/25 deficit and cash balance, noting that a structural deficit had grown over several years as the University's cost base had continued to grow. Recurrent savings had not been delivered and investments in IT deployments had failed to generate expected efficiencies. Members noted that the University had been in breach of its banking covenant during 2023/24 but that this had not been reported in a timely manner to the relevant stakeholders. The change in visa regulations regarding dependants had had a disproportionately deleterious effect on the University's international student numbers, further impacted by the difficulties

encountered during the implementation of the Blueprints system.

The Court was advised that the UEG and the Acting University Secretary had been working closely with SFC, who were providing oversight and support. Cost reductions had been identified, including the suspension of uncommitted capital expenditure, with operational expenditure reduced to only essential levels. In line with the revised University Strategy, a substantially revised staff base was planned, along with structural changes to academic Schools and Professional Services.

Assets had been identified for disposal including buildings and intellectual property, including UEG's decision to sell a shareholding in Tay Therapeutics. Other areas for income generation had been noted, including commercial and knowledge exchange activities and a review of partnerships would be undertaken to streamline the University's portfolio. Unfunded and non-profitable research activities would cease with value for money in research targeted. Further strategic and cultural changes were envisaged to reflect distinctive strengths in education, research, enterprise and partnership and a review of governance, management and committee structures would enhance oversight and streamline future decision-making.

Professor O'Neill advised members that work continued at pace and that he intended to present all elements of the Recovery Plan (if possible) to a special meeting of the Court on 10 March. This would be followed on 11 March by a Principal's Questions where the Plan would be shared with staff. A subsequent meeting of Court would, it was hoped, provide formal approval for the Recovery Plan. After consideration of the Plan by the Court, UEG would proceed to engage in securing funding for the Plan with a view to realizing new structures before the start of the next academic year.

In discussion, Court noted that a significant amount of work remained to be undertaken before 10 March and sought clarification as to how any recommendations from the Court could be incorporated into the Plan as delineated to staff on 11 March. Members requested further information on the number of posts likely to be lost and the timescale for implementation of the reductions and were advised that this would be explained on 10 March.

The student members of Court expressed disquiet regarding what they saw as the paucity of information being shared with the student population and requested that students should be apprised of the detail of the Recovery Plan at the same time as the rest of the University Community. In addition, further clarification was requested on the process for identifying and withdrawing courses and sought assurances that the students on these programmes would enjoy the same student experience as others.

The Court decided: to note the report.

57. RESERVED BUSINESS: PERIOD 6 MANAGEMENT ACCOUNTS AND REVISED FORECAST

The University claims exemption under Section 27(1), Section 30 (b) and Section 33 (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.

58. **RESERVED BUSINESS: VOLUNTARY SEVERANCE / REDUNDANCY TERMS**

The Director of People introduced the above report, intended to apprise Court of the proposed approach to staff reductions as part of a wider financial recovery plan in the context of the significant financial challenges facing the University. Members were advised of proposals for the operation and delivery of staff reductions, including compulsory redundancies mitigated by Voluntary Severance (VS). The terms and general criteria of a VS Scheme were delineated and a targeted approach recommended.

The Court was advised that the University was committed to seeking measures which would avoid redundancies or mitigate their impact where possible and that opening a VS Scheme was one of the options available under the University's Redundancy Avoidance Policy. Members noted the proposal that a 'twin track' approach be adopted to enable cost savings as swiftly as possible.

In discussion, the Court explored different scenarios, including staff members having unsuccessfully applied for VS finding themselves at risk of compulsory redundancy. Members requested that consideration be given to managing expectations around affordability and noted the potential risk of settlements for colleagues beyond normal retirement age.

The Interim Principal & Vice-Chancellor addressed recent reports in local media regarding staff in the Leverhulme Research Centre for Forensic Science having been placed at risk of redundancy. Professor O'Neill advised members that this was normal practice when significant grant funding was due to come to an end and was not related to the Recovery Plan or any future restructure.

The Court decided:

- (i) by a show of hands and with five abstentions, to approve the proposed approach for the operation and delivery of staff reductions, including compulsory redundancy across the organization mitigated by Voluntary Severance; and
- (ii) to approve the terms and general criteria of a Voluntary Severance Scheme.

59. **RESERVED BUSINESS: UPDATE ON FINANCIAL STATEMENTS**

The University claims exemption under Section 27(1), Section 30 (b) and Section 33 (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.

60. **COURT RESILIENCE COMMITTEE**

The Acting Chair invited the Court to give consideration to the status of the Court Resilience Committee. Members were reminded that, at its meeting on 10 December 2024, the Court had approved the establishment of the Committee under the terms of paragraph 13 of the

Court Resilience Plan for the period up to 25 February 2025. The Committee had met once, on 18 December 2025, and a channel of communication agreed for the Christmas closure, if required.

Members discussed how best to monitor the ongoing financial situation and agreed that, following Court's approval of the Recovery Plan, weekly meetings of the Court would be held online. These meetings would focus on the status of the Recovery Plan, receive updates on banking matters and the Financial Statements, as well as taking a view on the University's position in relation to potential insolvency. As a result, the Court was content not to extend the life of the Resilience Committee, at this time.

The Court decided: to agree that weekly meetings of the Court would be held following approval of the Financial Recovery Plan in order to monitor the ongoing situation.

61. **REPORTS FROM THE SENATUS ACADEMICUS**

(1) Report of the meeting of the Senate on 27 November 2024

The Court received and considered the above report of the meeting of the Senate held on 27 November 2024, prepared for the Court's information. Members noted that any actions detailed within the report would be taken forward as indicated in the minutes for the meeting of the Senate.

The Court decided: to note the report.

(2) Report of the meeting of the Senate on 29 January 2025

The Court received and considered the above report of the meeting of the Senate held on 29 January 2025, prepared for the Court's information. Members noted that any actions detailed within the report would be taken forward as indicated in the minutes for the meeting of the Senate.

The Court decided: to note the report.

62. **AMENDMENT TO ORDINANCE 39**

The Court was advised that, at its meeting on 29 January 2025, the Senatus had recommended that **Ordinance 39 – Degrees, Diplomas and Certificates** be amended to include the degree Bachelor of Business Administration (BBA).

The Court decided: to approve the amendment, subject to concurrence by the Senate and ratification at a subsequent meeting of the Court.

63. **COMMITTEE REPORTS**

(1) Court Resilience Committee

The Acting Chair of Court introduced the report from the meeting. Members noted that the Court had discussed the future operation of the Committee under paragraph

62, above.

Minutes of the Committee's meeting on 18 December 2024

The Court received the minutes of the meeting.

The Court decided: to approve the minutes

(2) Reserved Business: Finance & Policy Committee

The Convener of the Finance & Policy Committee introduced the report from the most recent meeting of the Finance & Policy Committee.

Minutes of the Committee's meeting on 28 January 2025

The Court received the minutes of the meeting.

The Court decided: to approve the minutes

(3) Governance & Nominations Committee

The Acting Chair of Court introduced the report from the most recent meeting and noted that the Committee had made recommendations in relation to the membership of the Committees of Court. Members also noted that the Committee had considered a draft action plan, which had been prepared in response to the recommendations arising from the recent Quinquennial Review of the effectiveness of the Court.

Minutes of the Committee's meeting on 21 January 2025

The Court received the minutes of the meeting.

The Court decided: (i) to approve the Committee's recommendations in relation to Committee membership; and

(ii) to approve the minutes

[Secretary's note: in light of changes to the membership of the Court and its Committees following the meeting of the Committee, the recommendations relating to the membership of Committees would require to be reviewed]

(4) People & Organisational Development Committee

The Convener of the People & Organisational Development Committee introduced the report from the most recent meeting and drew the Court's attention to the Committee's consideration of proposals in relation to Redundancy and Voluntary Severance, which had been approved by the Court under paragraph 58, above. Members also noted that the Committee had endorsed the University's Period Policy for Staff to the Court for approval

Minutes of the Committee's meeting on 6 February 2025

The Court received the minutes of the meeting.

- The Court decided:** (i) to approve the University's Period Policy for Staff;
and
(ii) to approve the minutes.

(5) Remuneration Committee

The Convener of the Remuneration Committee introduced the reports from the meetings of the Committee held in December 2024 and January 2025. In doing so, members' attention was drawn to the Committee's consideration of the report on the 2024/25 remuneration round. Members were also apprised of the Committee's recommendation in relation to severance arrangements for the Principal & Vice-Chancellor, which had been discussed under paragraph 54, above.

(i) Reserved Business: Minutes of the Committee's meeting on 17 December 2024

The Court received the minutes of the meeting.

- The Court decided:** (i) to note that the Committee was satisfied that the relevant policies and procedures had been appropriately followed; and
(ii) otherwise, to approve the minutes.

(ii) Minutes of the Committee's meeting on 24 January 2025

The Court received the minutes of the meeting.

- The Court decided:** (i) to note that no awards for members of the University Executive Group had been made;
(ii) to note the report on benchmarking UEG salaries against UCEA Survey data; and
(iii) otherwise, to approve the minutes.

(6) Welfare & Ethical Use of Animals Committee

The Court received the report of the meeting of the Welfare & Ethical Use of Animals Committee held on 31 October 2024.

- The Court decided:** to approve the minutes.

64. **STAFF COUNCIL MINUTES**

The Court reviewed the minutes from the meeting on 18 November 2024.

- The Court decided:** to approve the minutes.

65. **ANY OTHER BUSINESS**

The Acting Chair noted that, as Court had discussed the significant issues facing the University at some length, it had not been possible to address all the items indicated on the Agenda.

Thereafter, no other business was declared.

[Secretary's note: It was subsequently agreed that Committee reports would be approved as seen and that reports on student numbers and Blueprints would be brought to a future meeting of the Court.]

66. **DATE OF NEXT MEETING**

The date of the next meeting was noted as 10 March 2025.

Tricia Bey
Acting Chair of Court
University of Dundee