



**UNIVERSITY COURT**

**28 April 2025**

**Laurie Liddell Clubhouse, Peffermill Sports Centre**

**Minutes**

**Members Present:** Janet Legrand, Senior Lay Member  
Simon Fanshawe, Rector  
Rushad Abadan, Co-opted Member  
Robert Aldridge, City of Edinburgh Council Assessor  
Frank Armstrong, Co-opted Member  
Shereen Benjamin, Senatus Assessor  
Richard Blythe, Senatus Assessor  
Alastair Dunlop, Chancellor's Assessor  
Ruth Elliott, Students' Association Vice-President Community  
Ruth Girardet, Co-opted Member  
Dora Herndon, Students' Association President  
Tobias Kelly, Academic Staff Member  
Peter Mathieson, Principal & Vice-Chancellor  
Sarah McAllister, Professional Services Staff Member  
Douglas Millican, Co-opted Member  
Jock Millican, General Council Assessor  
Hugh Mitchell, Co-opted Member  
Kathryn Nash, Trade Union Academic Staff Member  
David Ovens, General Council Assessor  
Mark Patrizio, Trade Union Professional Services Staff Member  
Alistair Smith, Co-opted Member  
Sarah Wolffe, General Council Assessor

**Member Apologies:** Kavi Thakrar, Co-opted Member

**In Attendance:** Leigh Chalmers, Vice-Principal & University Secretary  
Gale Macleod, Rector's Assessor  
Claire Sarafilovic, Governance Apprentice

**Presenters & Observers:** Lewis Allan, Senior Governance Advisor to the Vice-Principal & University Secretary  
Katya Amott, EUSA Vice-President Education Elect  
David Argyle, Head of College, Medicine & Veterinary Medicine  
Nirmal Borkhataria, Interim Director of Finance  
Iain Gordon, Head of College, Science & Engineering  
Colm Harmon, Vice-Principal Students  
Kim Graham, Provost  
Catherine Martin, Vice-Principal Corporate Services  
Gavin McLachlan, Vice-Principal & Chief Information Officer, and Librarian  
Sarah Prescott, Head of College, Arts, Humanities & Social Sciences  
Ash Scholz, EUSA President Elect  
Rona Smith, Deputy Secretary, Governance and Strategic Planning

Louise Kelso, General Council and Director of Legal Services  
Daniel Wedgwood, Head of Court Services (clerk)  
Lucy Evans, Deputy Secretary Students (for item 5)  
Dave Gorman, Director of Social Responsibility and Sustainability  
(for items 9 and 10)  
Fiona McClement, University Lead for Equality, Diversity and Inclusion  
(for item 14)

## **OPENING ITEMS**

### **Opening and welcome**

Simon Fanshawe, Rector, opened the meeting and noted the apologies received. He welcomed Ash Scholz and Katya Amott, who were observing the meeting, ahead of their joining Court as its next student members.

The Rector noted that he had received communications from staff relating to the University's announcement of a programme of action to achieve financial sustainability. He observed that a holistic view of priorities and decisions, as far as possible, would be helpful in promoting understanding of the University's position and any changes proposed. The Principal noted that Court would receive further information of this kind at Court's June meeting, when the budget for 2025/26 would be presented.

The Rector had met with the Convener of Audit & Risk Committee and the Vice-Principal Corporate Services to discuss implications of the recent Supreme Court ruling regarding the interpretation of the Equality Act (2010), in the context of compliance risks for which Court was ultimately responsible.

Having opened the meeting, the Rector invited the Senior Lay Member to chair the main items of business on the agenda.

### **1 Minutes Paper A1**

The minutes of the meeting held on 24 February 2025 were approved.

### **2 Matters Arising & Review of Action Log Paper A2**

#### Matters Arising:

There were no matters arising.

#### Action Log

Action Log was noted.

### **3 Principal's Report**

**Paper B**

Peter Mathieson, Principal & Vice-Chancellor, invited comments and questions on the report. Subsequent discussion included the following points:

- The Principal's engagement in sector-level discussion of Higher Education funding and finances was welcomed.
- Court received an update on the process to recruit a Chief Financial Officer.
- The University was reviewing an incident in which a member of the public had seriously assaulted a student who had been taking part in a protest on campus. An independent investigation was planned in order to identify any lessons for the future. It was recognised that clarity over the role of University Security staff was crucial. The Principal paid tribute to the Security team, noting that their actions had helped police to apprehend the assailant in the recent incident.
- There were on-going discussions regarding potential external support for the planned programme of change across the University.

### **4 Committee Business**

#### **Exception Committee**

**Paper C1**

Court noted the report and approval granted by Exception Committee to proceed with and fund the replacement of equipment about which safety concerns had been raised nationally.

#### **Policy & Resources Committee**

**Paper C2**

Court noted the report and approved the proposed use of expendable endowment capital to cover costs during the wind-down of the Edinburgh Dental Institute.

#### **Audit and Risk Committee**

**Paper C3**

Douglas Millican, Convener of Audit & Risk Committee (ARC), introduced the report. He noted that a joint workshop in March, involving ARC and Policy & Resources Committee, had given members confidence regarding the leadership of the University's current programme of change, although it was noted that some members continued to have concerns over the projected pace of change.

The committee had noted that, in line with action taken by other institutions, the University was in discussions with lenders to establish further clarity regarding elements of its debt covenants, and so to reduce risk in this area.

ARC had reviewed the year-end process for completion and sign-off of the annual report and accounts, in order to identify lessons learned and to inform planning for the current year. It was noted that staff turnover in the intervening period would need to be taken into account.

There was discussion of the strategic risk report, in particular the extent to which interacting timelines had been taken into account in the context of proposed institutional change. It was noted that ARC would be taking a holistic view of the University's risks.

### **Knowledge Strategy Committee**

**Paper C4**

Court noted the report.

### **Senate**

**Paper C5, C6**

The report was noted, with discussion of recent Senate motions being deferred to item 6 (see below).

## **KEY ITEMS FOR DISCUSSION/DECISION**

### **5 Student Experience Update**

**Paper D**

Colm Harmon, Vice-Principal Students, and Lucy Evans, Deputy Secretary Students, introduced the paper, which gave an overview of recent work in relation to the Student Experience.

In discussion, it was noted that parts of this work, several strands of which had been underway through pre-existing projects, were now being progressed through the Learning & Teaching workstream of the University's current programme of change for financial sustainability. It was observed that this workstream, while at an early stage, improved the coherence and clarity of the work overall, as it provided for greater integration of relevant initiatives and provided impetus, but did not inhibit progress in on-going work.

It was noted that, in this context, some proposed elements of the Curriculum Transformation Project had been deprioritised, although others had been brought forward. Related risks and opportunities were discussed, noting that Student Experience continued to be the University's highest-ranked risk in the strategic risk register.

It was noted that some important influences on students' overall experience of the University were dealt with in other part of the University and other strategic frameworks, for example accommodation and catering, and it was suggested that this wider perspective might be taken into account in reporting to Court on the student experience.

### **6 Finance and Planning**

#### **6.1 Finance and Planning Update Report**

**Paper E1**

Nirmal Borkhataria, Interim Director of Finance, introduced the finance sections of the paper, which included management accounts and Quarter 2 financial forecasts, noting that a broader focus was critical in the current context, with the University targeting a sustainable return to an operating surplus of 3-4% in the coming years.

An overview of the outcomes of the University's recent voluntary severance scheme was provided, including a summary of its financial impact: as foreseen, a significant recurrent saving had been achieved but other savings of a substantially greater scale would be required to achieve financial sustainability at the targeted levels. The University continued to monitor headroom in relation to its debt covenants, one intended effect of the targeted savings being to reduce risk in this area.

Kim Graham, Provost, outlined processes for developing and managing the change programme that had been initiated in order to achieve the required savings while maintaining staff and student experiences and promoting strategic outcomes.

In discussion, it was emphasised that Court would require adequate information to assess the budget at the next meeting of Court, bearing in mind the context of the targeted cost savings. In particular, further information was sought on the principles underlying key decisions, along with more information on the interaction between savings sought within budget areas and those intended to work across multiple areas.

A summary of the planned provision of information for the next meeting was given, noting that this would include a 5-year projected budget for context, analysis of different financial scenarios, discussion of financial risks, assessment of deliverability, and information on the work and the governance of the workstreams established to identify cross-institutional savings and improvements.

Court discussed communications with staff during the current programme of cost saving. It was noted that a transparent approach had been taken, keeping staff informed while recognising that there would inevitably be concerns among staff in such a challenging context and that full consensus and buy-in across the large staff body would not be achievable. It was observed that ongoing dialogue could be helpful in managing changes. It was also noted that, while there was value in dialogue, it would be important to empower decision-makers to implement impactful changes, when identified, in a timely fashion.

Other discussion centred on relationships between capital expenditure and the required levels of saving. It was agreed that these would require further explanation in the context of presenting the budget to the next meeting of Court. It was observed that capital expenditure included significant elements of expenditure on compliance and necessary maintenance and also that reviewing capital expenditure could not provide the savings required to achieve financial sustainability, which of necessity required a reduction in recurrent operating costs. However, capital projects had been reviewed, as covered elsewhere in the meeting agenda, in order to provide positive financial impacts where possible. Looking forward, the current financial context would inevitably influence the next capital plan.

### Senate motions

Court discussed the motions passed by Senate at the Special Meeting of Senate held on 26 March 2025, which related to the planned programme of cost saving. A paper submitted to Court by the Senate Assessors to Court had provided context for these motions and outlined related concerns.

Court noted the high level of support that these motions had received among Senate members. Court members noted Court's alignment with key elements of the Senate motions, in a shared commitment to the paramount importance of the University's academic mission.

It was noted that Court would, in line with its responsibilities as the University's overall governing body, continue to hold the Executive to account for all aspects of the latter's stewardship of the institution, and that these included both ensuring financial sustainability and protecting and advancing the University's mission. As part of this, Court would expect due attention to be paid to the risks and potential unintended consequences of any actions proposed in the course of current work to achieve financial sustainability.

## **6.2 2026-27 Tuition Fee Structure Paper E2**

Noting the recommendation of Policy & Resources Committee, Court approved structural changes to PhD fees and Online Distance Learning taught postgraduate fees:

## **6.3 Performance Measures to Support Strategy 2023: Mid Year Report Paper E3**

Court noted the report.

## **7 Estates**

### **7.1 Capital Plan, Category C Uncommitted Projects Paper F1**

Court noted the results of the review of Category C Uncommitted Projects, including the pausing for 12 months, from the next appropriate milestone, of those projects where the risks in doing so were judged to be low.

It was noted that Court would be informed of any resumption of paused projects.

### **7.2 Small Works Budget and Statutory Compliance Projects Allocation Paper F2**

Court approved the annual Small Works Programme and Statutory Compliance budget allocation, noting that this programme was limited in the current year to non-discretionary works.

## **8 Students' Association and Sports Union Reports Papers G1, G2**

Dora Herndon, President of the Students' Association, summarised the reports and thanked the members of Court for their support and guidance during her membership of Court, given that this was the final Court meeting for the current student members of Court.

In return, the Senior Lay Member offered Court's thanks to Dora Herndon and Ruth Elliott for their exceptional contributions in these roles.

## **9 Responsible Investment**

### **9.1 Responsible Investment Advisory Group: Draft Terms of Reference Paper H1**

Leigh Chalmers, Vice-Principal & University Secretary, introduced the paper and invited questions and comment.

In discussion, it was observed that the language of the Terms of Reference (ToR) should accurately reflect the advisory nature of the group. An undertaking was given that the ToR would be reviewed and, where appropriate, limited editing carried out to ensure this. It was noted that the group, while containing staff and student voices, would be centred on relevant expertise, drawn from within and beyond the University.

It was noted that the group would receive appropriate options and guidance when helping to formulate a process of representation.

Court approved the Terms of Reference, subject to review and minor adjustments, as noted above.

### **9.2 University of Edinburgh Revised Responsible Investment Policy Paper H2**

Dave Gorman, Director of Social Responsibility and Sustainability, introduced the paper and invited questions and comment.

There was discussion of the matters included in the policy and those that had been referred to the Responsible Investment Advisory Group for further consideration. It was noted that some members of the community would be disappointed that issues, including the definition of controversial armaments, had not been covered in the revised policy, despite having been the focus of many consultation responses. It was observed that the new group was part of mechanisms introduced to ensure an appropriate, well-informed response on such issues and other issues arising in the future. It was also noted that other matters of concern to the staff and student communities had been addressed in the revised policy, including environmental responsibility and biodiversity, transparency and communication.

Court approved the revisions to the policy and noted that the policy was expected to be further reviewed and updated in 2026-27, on completion of ongoing work on matters of current debate.

## **10 Beyond Sustainability: Our Pathway to a Regenerative University Paper I**

Iain Gordon, Head of the College of Science & Engineering, introduced the paper, noting that the University's existing Climate Change Strategy was in need of replacement, being no longer aligned with external reporting requirements or with current scientific understanding. It was recognised that innovation would be required in order to achieve some of the targets in the new strategy, in particular shorter-term milestones. It was also recognised that achieving relevant aims would depend on the financial strength of the University as a whole.

In this context, it was clarified that any investments to be made in pursuance of the strategy would be subject to approval of business cases. In addition, climate targets were already embedded to a significant extent as a consideration in capital planning. Therefore, approval of the strategy did not entail particular spending commitments. Nonetheless, the strategy would provide coherence to both current and future actions in this area.

It was noted that the mid-point review of the strategy was a number of years in the future and that earlier and potentially more frequent progress reviews could be beneficial.

Court approved the climate strategy successor 'Beyond Sustainability: Our Pathway to a Regenerative University'.

## **11 Court Recruitment Paper J**

Court approved, on the recommendation of Governance & Nominations Committee, the appointment of Morag Angus, Sandra Cummings and Christopher Morson as co-opted lay members of Court, each for a four-year term of office beginning on 1 August 2025.

## **12 Development and Alumni Annual Report Paper K**

Court noted the report.

## **13 Award of University Benefactor Paper L**

Court approved bestowal of the distinction of University Benefactor on The Mary Kinross Charitable Trust.

## **14 Equality, Diversity & Inclusion**

### **14.1 Equality Outcomes 2025-2029 and Equality Outcomes and Mainstreaming Progress Report 2025 Papers M1, M2**

### **14.2 Equality, Diversity & Inclusion Data Report 2025 Paper M2**

Fiona McClement, University Lead, Equality, Diversity & Inclusion, provided an overview of the various reports relating to Equality, Diversity & Inclusion (EDI) that had been provided to Court ahead of publication on the University's website. It was noted that production of these reports was required under the Public Sector Equality Duty and that their presentation to Court also enabled Court to comply with expectations of the Scottish Code of Good Higher Education Governance. Continuity was provided by retaining the majority of the University's Equality Outcomes (the discontinued exception being an outcome related to the effects of the Covid-19 pandemic), allowing a focus on achieving maximum impact.

On a number of EDI measures, relating to both students and staff, there had been positive progress in narrowing known inequalities, although imbalances remained.

In discussion, there was support for seeking impact rather than compliance. It was noted that mainstreaming of EDI was well embedded at the University, in ways that

compared favourably with many other institutions. It was noted that the Public Sector Equality Duty included the responsibility to foster good relations between different groups and that this might be an area of greater focus. It was observed that a number of strands of current EDI work were relevant to fulfilling this responsibility and that the forthcoming development of a new EDI strategy would provide further opportunities to consider this, among other objectives.

Court approved the Equality Outcomes and Mainstreaming Progress Report 2025 and the EDI Data Report 2025 for publication and granted authority to the Head of HR EDI to add final updates where noted in the reports.

## **ITEMS FOR NOTING OR FORMAL APPROVAL**

### **15 Learning and Teaching Strategy Paper N**

Court noted the strategy, which had been approved by Senate Education Committee.

### **16 Donations & Legacies and Alumni Relations Activity Paper O**

Court noted the report.

### **17 Resolutions Paper P**

Court referred the draft Resolutions to Senate and the General Council for observations, subject to one correction that had been noted after circulation of the paper.

### **18 Any Other Business**

There was no other business.

### **19 Date of Next Meeting**

Monday, 23 June 2025