



# THE UNIVERSITY *of* EDINBURGH

## University Court

1 December 2025

Raeburn Room, Old College

### Minutes

**Members Present:** Janet Legrand, Senior Lay Member  
Simon Fanshawe, Rector  
Rushad Abadan, Co-opted Member  
Katya Amott, Students' Association Vice-President Education  
Morag Angus, Co-opted Member  
Matt Bell, Senate Assessor  
Richard Blythe, Senatus Assessor  
Sandra Cummings, Co-opted Member  
Alastair Dunlop, Chancellor's Assessor  
Ruth Girardet, Co-opted Member  
Neil Johnston, Trade Union Professional Services Staff Member  
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  
Christopher Morson, Co-opted Member  
Kathryn Nash, Trade Union Academic Staff Member  
David Ovens, General Council Assessor  
Ash Scholz, Students' Association President  
Kavi Thakrar, Co-opted Member  
Sarah Wolffe, General Council Assessor

**Member Apologies:** Robert Aldridge, City of Edinburgh Council Assessor

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

**Presenters & Observers:** David Argyle, Head of College, Medicine & Veterinary Medicine  
Fiona Boyd, Chief of Staff & Head of the Principal's office  
Lucy Evans, Associate Principal & Deputy Secretary Students  
Iain Gordon, Head of College, Science & Engineering  
Kim Graham, Provost  
James Gray, Chief Financial Officer

Louise Kelso, General Counsel & Director of Legal Services  
Catherine Martin, Vice-Principal Corporate Services  
Gavin McLachlan, Vice-Principal & Chief Information Officer, and Librarian  
Sarah Prescott, Head of College, Arts, Humanities & Social Sciences  
Rona Smith, Deputy Secretary, Governance and Strategic Planning  
Daniel Wedgwood, Head of Court Services (clerk)

## **OPENING ITEMS**

### **Opening and welcome**

Simon Fanshawe, Rector, opened the meeting, noted the apologies received and welcomed members and attendees. He extended a particular welcome to Matt Bell, who was attending Court for the first time, having been elected to the position of Senate Assessor. On behalf of Court, he also thanked Claire Sarafilovic for her service as Governance Apprentice, this meeting being the last during her term in the role, the calendar year 2025.

The Rector noted recent events in which he had participated, including an event organised by the General Council involving Joanna Cherry KC and Rt Hon Jim Wallace, Baron Wallace of Tankerness, and expressed his gratitude to all involved.

### **1. Minutes**

**Paper A1**

It was noted that some amendments to the minutes of the meeting of 6 October 2025 had been requested in advance by a member of Court. Court provisionally approved the minutes, subject to subsequent circulation and approval of these amendments.

### **2. Matters Arising & Review of Action Log**

**Paper A2**

There were no matter arising.

#### Action Log

The Action Log was noted. There had been a minor update to the Action Log to reflect progress in the roll-out of new committee paper templates to high-level governance committees.

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

**Paper B**

Peter Mathieson, Principal & Vice-Chancellor, introduced the report and highlighted some recent developments, including the following:

- Two announcements in the UK Government budget would directly affect English universities, the implications of which were not yet clear for Scottish institutions. These were raising, over two years, caps on undergraduate tuition fee levels and the planned imposition of a levy on international student fees.
- The freezing of National Insurance payment thresholds, also announced in the UK budget, would raise the University's staff costs.
- The Tertiary Education and Training (Funding and Governance) (Scotland) Bill was progressing through Stage 2 scrutiny in the Scottish Parliament, with the

consideration of numerous proposed amendments. The University, through Universities Scotland, had made representations on the potential content of the Bill and continued to be closely engaged.

- The Scottish Funding Council had announced its conditions of grant for exceptional funding for the University of Dundee, following that institution's widely publicised financial difficulties.
- Professor Mark Parsons and colleagues had won significant new funding for AI Infrastructure, which related to the previous award to the University of the new UK national supercomputer.
- The University's Pleasance Gym had been named Education Facility of the Year at the National Fitness Awards.
- The University had won a Queen Elizabeth Prize for Education, in recognition of the Centre for Fire Safety Engineering's education, training and research.

Discussion focused on communications with staff and students. It was noted that communications with staff included a recent series of engagement meetings which had been open to all staff. It was noted that only a small percentage of staff had participated in these meetings, but also that they were part of a wider programme of communications, especially with regard to the current strategic change and cost saving initiatives, dedicated online resources and regular all-staff emails being part of this.

The opinions of staff and the means of gauging these were discussed. It was agreed that Court would receive an overview of the University's approach to internal communications. The value of focusing on core messages was emphasised. The importance of communications with students was also noted, while recognising the different concerns and needs of staff and students in this respect.

#### **4. Committee Business**

##### **Policy and Resources Committee**

**Paper C1**

Court noted the report.

##### **Governance and Nominations Committee**

**Paper C2**

Court noted the report.

##### **Audit & Risk Committee**

**Paper C3**

This report was taken under item 7 (see below).

##### **Remuneration Committee Annual Report**

**Paper C4**

Hugh Mitchell, Convener of Remuneration Committee, gave a brief overview of the committee's Annual Report, noting in particular the committee's analysis this year of the grade 10 population.

##### **Senate**

**Paper C5**

Court noted the report. In discussion, it was noted that there remained widely-held concerns over both the conduct of Senate business, in both tone and efficiency, despite some recent improvements. It was observed that competing visions of the nature of governance activity contributed to this situation, but also that a small number of changes

might bring about significant improvement. It was also noted that significant changes had already been made, in response to Senate's last effectiveness review, including the creation of Senate Business Committee to help manage Senate's meeting agendas.

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

### **5. Audit & Risk Committee Annual Report**

[taken under item 8, below]

**Paper E**

### **6. Risk Management Post Year-End Assurance Statement**

Catherine Martin, Vice-Principal Corporate Services, summarised the Statement, the purpose of which was to notify Court, in the context of considering the Annual Report & Accounts (see below) of any significant risks, failures of internal control, or developments on previously reported matters, since year-end 31 July 2025, and to provide reassurance that any such events had been taken into account. Court noted the matters listed in the paper.

In discussion, it was clarified that the University, rather than any supplier, was the legally responsible entity for the University website's compliance with accessibility standards. The paper noted a part of the website that had been identified as non-compliant and since adjusted to be compliant. The adoption of the relevant platform had preceded the relevant legislation in this case.

### **7. 2025-26 Student Intakes**

**Paper F**

Rona Smith, Deputy Secretary Governance & Strategic Planning, provided an overview of student intake data. Overall, intake numbers and fee income from intakes approximately matched targeted levels, with some shortfall to budget for overseas intake, although there was variation across different parts of the University relative to local targets.

The following points were made in discussion:

- All those involved in student recruitment were commended for achieving overall strong recruitment levels in a challenging environment.
- It was noted that there was a significant number of accepted overseas applicants who had not taken up their places. It was clarified that this was in line with experiences at peer institutions and was largely attributable to specific international markets.
- It was confirmed that the University retained its strategic goal of diversifying its international student population, with the extent and pace of this diversification balanced against the importance of managing reduced demand from key markets.
- It was noted that rich analysis of patterns of demand and applicant behaviour, and contributing factors, were carried out, involving collaboration across the University. As part of this, information-sharing at sector level contributed to understanding of global trends and emerging new risks.
- It was observed that the University's current cost reduction measures could potentially affect international demand through their wider reputational impacts and that anecdotal evidence for this had been noted in the student and staff

communities. It was noted that analysis of intakes and applications data did not indicate such effects, observed movements in demand being in line with sector-level trends, and any divergence from these trends typically being positive. It was noted that the University's course offering remained wider than that of many peer institutions.

## 8. Finance and Planning

**Audit & Risk Committee Report to Court** [originally listed under agenda item 4]

**Paper C3**

Douglas Millican, Convener of Audit & Risk Committee (ARC) introduced the report. The committee's greatest point of focus was the University's Financial Sustainability risk. The committee had sought additional information and assurance regarding current work to achieve the costs savings and strategic change that would be required in order to achieve the budget that Court had approved. It had been noted that such changes were challenging to implement in any organisation of the University's size and complexity, and that significant commitment had been shown to achieving them, but also that it had been reported that the profile of savings achieved was behind schedule, creating the risk of greater financial pressure in the next year. An ARC workshop on the Financial Sustainability risk had been held in late November and Policy & Resources Committee had held a similar event separately. ARC would continue to exercise particular scrutiny in this area, with further workshops planned in the new year.

In discussion it was noted that non-financial risks, including those connected to the University's reputation and the student experience, could have financial implications in the future. It was observed that work continued to track such risks more effectively.

**Finance and Planning Update Report**

**Paper G1**

James Gray, Chief Financial Officer, introduced the report. In the context of falling behind savings targets in some areas, significant work was underway to develop a clear and detailed plan, with substantial clarification expected by the time of the next ARC workshop and a fully integrated programme to follow, encompassing cost reductions and risks.

The following points were made in discussion: [Note: this summary encompasses points relating to the topic of Paper G1 that were made during extended discussion of Paper C3, these papers having been taken together in the same part of the meeting.]

- The revised profile of required savings to meet the budget in Year 2 (2026-27) was dependent on maintaining targeted revenues, which were themselves subject to a degree of risk.
- A failure to achieve targeted savings in a timely fashion would exacerbate the imbalance between income and expenditure and, therefore, requiring change at a greater scale in the future.
- Large-scale change brought the risk of a deterioration in staff morale that could have long-term effects. It was noted that strategic change also held the potential to improve staff and student experiences and that current workstreams aimed to do so while also delivering savings.

- It was observed that the input of staff and student members of Court provided opportunities for Court to understand the impacts of actions to cut costs. The ongoing development of these actions was a source of significant strain, especially given the possibility that compulsory redundancies might be used. Assurances were sought that efforts would be made to avoid compulsory redundancies and alternative measures considered.
- It was noted that compulsory redundancies remained a measure of last resort and that all realistic alternatives were under consideration. Any actions taken would need to have the potential to deliver savings sustainably and at sufficient scale. It was observed that the purpose of taking action to achieve financial sustainability was to avoid the need for action at a greater scale and with greater negative impact in the future.
- It was noted that the impacts on students of any cost reduction measures must be considered, including the ability to honour commitments made to students regarding educational provision.
- For staff, students, Court and wider stakeholders, clarity over intended actions, including with regard to any compulsory redundancies, if required, would help to remove the negative impacts of uncertainty in the current situation and enable a greater focus on achieving required financial outcomes and positive change. It was confirmed such clarity would be provided to Court in good time.
- In planning for future financial sustainability, a degree of agility would be crucial, given global uncertainty.

### **Audit & Risk Committee Annual Report**

**Paper D**

[originally agenda item 5]

Douglas Millican, Convener of Audit & Risk Committee (ARC) introduced the committee's Annual Report, summarising key points to provide context for consideration of the Annual Report and Accounts. The external auditor had confirmed overall assurance with the University's systems of governance and internal control. The external auditor was expected to deliver a clean audit opinion and Court was being asked to approve the University's Annual Report and Accounts subject to this being received.

Elsewhere in the Annual Report, ARC had noted some areas of limited assurance reported to it and ARC would continue to apply particular scrutiny to these areas.

In conclusion, the committee had recommended approval of the University's Annual Report and Accounts for 2024-25, while noting some matters for particular attention in the future.

### **Quarter One Forecast 2025-26**

**Paper G2**

### **Draft Annual Report & Accounts 2024-25**

**Paper G3**

### **United States Generally Accepted Accounting Principles (US GAAP) Financial Statements 2024-25**

**Paper G4**

James Gray, Chief Financial Officer, introduced the Quarter One Forecast, the Annual Report and Accounts and the US GAAP Financial Statements. It was noted that a surplus of 6.5% EBITDA (as a percentage of total income) had been recorded in the accounts for

2024-25 and that this had been driven largely by income from non-core activities. Cash had reduced, while the trajectory of growth in staff costs and income showed a clear risk of producing a deficit position in the future.

Court approved, subject to receipt of a clean external audit opinion,

- the Annual Report and Accounts 2024-25;
- the US GAAP Financial Statements; and
- the 2024-25 Letter of Representation.

## **9. Students' Association and Sports Union Reports**

### **Students' Association President's Report**

**Paper H**

### **Sports Union Report**

**Paper I**

Ash Scholz, President of the Students' Association, introduced the two reports, highlighting in particular improvements in the University's ranking in British Universities and Colleges Sport (BUCS) and high levels of fundraising for charity achieved by the Sports Union. Sections of the Students' Association President's Report that reported student concerns over educational and support provision were also highlighted.

## **10. Student Experience Update**

**Paper J**

Lucy Evans, Associate Principal & Deputy Secretary Students, introduced the paper, noting that the student experience remained the University's priority. It was recognised that further enhancements to the student experience were essential and it was the intention to continue to achieve these improvements irrespective of the financial context.

In discussion, examples were raised where it was felt that current actions to reduce costs had negatively impacted the University's education offering. It was noted that full academic governance arrangements remained in place and that any changes to provision were subject to appropriate scrutiny within Colleges.

Continued regular reporting to Court on the student experience was welcomed and reporting in more detail was encouraged. It was observed that many of the University's students benefitted from very good experiences and that it would be helpful for Court to hear these positive stories alongside reporting on areas for improvement.

## **11. Annual Court Internal Effectiveness Review**

**Paper K**

Court noted the contents of the review and approved the review for publication.

## **12. Amendment to the Delegated Authority Schedule: Strategic IT Committee**

**Paper L**

Court approved the proposed amendments to the Delegated Authority Schedule, including granting a £2m approval limit to the Strategic IT Committee, matching the limit that Knowledge Strategy Committee had previously had.

### **13. Annual People Report**

**Paper M**

Catherine Martin, Vice-Principal Corporate Services, introduced the report. It was noted that this year's report aimed to strike a new balance between reporting operational policy detail and conveying positive developments. This new approach was commended.

It was suggested that Court might in the future discuss the principles underlying the University's Equality, Diversity and Inclusion policies. It was noted that there would be wide consultation on planned review and update of relevant policies, for which the responsibility for approval lay with the University Executive.

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

#### **14. Donations & Legacies and Alumni Relations Activity**

**Paper N**

Court noted the report.

#### **15. Laigh Year Regulations**

**Paper O**

Court approved the proposed amendments to the Laigh Year Regulations, applicable to students seeking to take a year out of study to take up a position as a sabbatical officer in Edinburgh University Students' Association.

#### **16. Senate Election Regulations**

**Paper P**

Court approved the proposed amendments to the Senate Election Regulations.

#### **17. Health & Safety Annual Report**

**Paper Q**

Court noted the report.

#### **18. Chair Resolutions**

**Paper R**

Court approved the Resolutions to create two professorial chairs.

#### **19. Any Other Business**

The Senior Lay Member, on behalf of Court, congratulated two Court members, Neil Johnston and Sarah McAllister, on their receipt of long service awards.

#### **20. Date of Next Meeting**

23 February 2026