

As approved by the University Court at the meeting of 6 June 2025

UNIVERSITY COURT OF ST ANDREWS

AT St Andrews on the 4th DAY OF APRIL 2025 AT A MEETING OF THE COURT
OF THE UNIVERSITY OF ST ANDREWS

Present:

Ray Perman, Senior Lay Member (presiding); Professor Dame Sally Mapstone, Principal; Professor Brad MacKay, Deputy Principal; Alison Johns, Chancellor's Assessor; Iain Anderson, Jonathan Hewitt, General Council Assessors; Cllr Robin Lawson, Provost of Fife's Assessor; Professor Margaret Connolly, Professor Allan Watson, Dr Morven Shearer, Dr Stephen Tyre, Senate Assessors; Dr Lorna Dargan, Non-Academic Staff Assessor; Dr Malcolm Petrie, Trade Union Nominee, Alex Duncan, Trade Union Nominee; Cam Brown, President of the Students' Association, Hitanshi Badani, Director of Education, Students' Association; Romi Arman, Ronnie Bowie, Ros King, Professor Ewan McKendrick, Eve McCurrich, Lord Mark Sedwill and Jenny Stewart, Non-executive Members.

In regular attendance:

Ester Ruskuc, Vice-Principal Strategy and Chief Operating Officer; Professor Clare Peddie, Vice-Principal Education (Proctor); Alastair Merrill; Vice-Principal (Governance); Professor Tom Brown, Vice-Principal (Research, Collections, and Innovation); Professor Monique MacKenzie, Vice-Principal (Digital Education, Research, and Environment); Dr Rebekah Widdowfield, Vice-Principal (People and Diversity); Niall Scott, Vice-Principal (Communications); Professor Ineke de Moortel (Master); Calli Hopkinson, Deputy Director of Finance; Margaret Sinclair, Executive Officer to the University Court and Senate (as Clerk).

Apologies:

Frank MacInnis, Non-executive Member; Andy Goor, Chief Financial Officer

In attendance in part:

Antony Blackshaw, Interim CEO Students' Association for the presentation of the discussion item on the Students' Association New Governance Arrangements (Item 11) only.

PRELIMINARIES**Welcome**

The Senior Lay Member welcomed all attendees.

STARRING OF ITEMS

Members noted those items currently starred on the Agenda.

Item 1 and 2 - Meeting minutes and Matters Arising

Item 3 – Principal's Report to Court

PARC Business

All Items

Discussion item

Item 11 – Students' Association New Governance Arrangements

Reports

Item 12 – Student Members' Report

Item 13 – Report from the Audit and Risk Committee

Item 14 – Report from the People and Diversity Assurance Group

Item 15 – Report from the Governance and Nominations Committee

No further additional items were starred.

DECLARATION OF INTEREST

Iain Anderson requested that his non-remunerated, pro-bono role as Chair of the John Smith Centre be noted. Mr Anderson indicated that he would recuse himself from Court meeting discussion of any item which might present a conflict of interest. Alison Johns declared her appointment as Chair of Board of Trustees of the Academy of Royal Medical Colleges.

I OPENING BUSINESS

Meeting minutes

i) Minute 2024-25 No.2 meeting of 17 January 2025

The draft minutes of the meeting of the Court held on 17 January 2025 (on file, Minutes 2024-2025 No.2) were agreed, without amendment, as a correct record of the meeting.

Matters Arising

i) Update on Rector's Appeal

The Secretary to Court provided an update.

The Rector's legal team had dropped the judicial review against her removal as a charity trustee on receipt of the University's response to the initial petition. The Chancellor's decision on the Rector's appeal would cover both her discharge from Court and as a charity trustee. The Chancellor's decision had still not been received, but his legal team had indicated that it was imminent. Members expressed frustration at the length of time the appeal had taken, but recognised that the University had no influence over this. The process remained entirely in the hands of the Chancellor and his legal advisers and was being conducted entirely independently of the University. Some members suggested that, if there was further significant delay, consideration should be given to a formal letter to the Chancellor setting out these concerns; legal advice would be sought on the implications of such a move.

Depending on when the decision was received, and once there has been an opportunity to digest the decision and to take appropriate legal advice, it might be necessary to convene a Special Court meeting by Teams to consider the Chancellor's findings.

Members sought clarification of how the Rector was fulfilling the remaining pastoral role. The Vice-Principal (Governance) confirmed that although the University continued to provide offers of support in this regard, there was no visibility of any pastoral activities by the Rector.

The President of the Students' Association informed Court that the Rector had been provided with office space in the Students' Association. An interim position called "Rector's Vicarium" (assistant) had been created within the SA structure to support the Rector, who wanted to work closely with the SA advocacy co-ordinator on casework.

In discussion, it was recognised that these arrangements raised potential issues around data protection, privacy and appropriate access to confidential information. The Vice-Principal (Governance) had written to the Interim CEO of the SA seeking clarification on these points.

II PRINCIPAL'S BUSINESS

3. Principal's Report to Court

(i) Written

Court received the Principal's written report (on file, Court/24/45) which provided an update to Court on recent events, activities, and general University news.

ii) Verbal report and update

The Principal provided a verbal report to Court on a number of matters as detailed below.

University of Dundee – The difficulties being experienced by the University of Dundee continued to be monitored, including progress on a recovery plan. The Principal remained in regular contact with the interim Principal and Vice-Chancellor of the University of Dundee and the PO were setting up opportunities for cross-institutional dialogue at senior level

Indicative Funding allocations - These have now been released. An additional 2500 FTE SQA places for the sector have been removed. The University will lose 56 places, in proportion to its size. The removal of the additional FTE SQA places has allowed the SFC to increase the unit price per subject by 3.3% in the next Academic year. Teaching, Research and Innovation funding overall has increased by 2.3% and Research grant funding by 2.9%. Although the headline figure indicated a 2.3% (c £800k) overall increase, once the detail of the allocations was considered it amounted in real terms to an overall cut. This was not unexpected.

Freedom of speech – The impact of the recent decision by the Office for Students to fine the University of Sussex is a live topic sector wide and will continue to be monitored.

Secretary's note: *The OFS fined The University of Sussex £850,000 after an investigation found the university's governing documents (that is the OFS definition disputed by Sussex) failed to uphold freedom of speech and academic freedom, as well as failings in the university's management and governance processes.*

Legacies of Empire – the *University of St Andrews and the legacies of empire, 1700-1900* report has been published. Commissioned by the Principal in 2021 and led by Professor Aileen Fyfe of the School of History, the report examined the ways in which the University of St Andrews had benefitted from, participated in, or supported British colonialism and imperialism. Legacies of Empire was not an end, but a foundation for ongoing institution-wide debate. Under the REC Action Plan, the University was committed to holding a series of reflective seminars, workshops, and activities to examine how empire and colonialism still impacted culture in St Andrews today, and to cascade learning from these events to the Principal's Office, and to Heads of School and Unit.

Format of the Principal's Report – The format had been amended to include appendices which highlighted key material for Court members, including an update on the admissions cycle and research applications and awards. This was part of the ongoing process of making more material easily accessible to Court members (covered further below).

Information sharing - The VPSCOO provided an update on this process. In January the enhanced provision of additional information for Court on key areas of University business had been discussed. The Executive had taken on board feedback, both from the discussion and separately, and were grateful to Court members for their input.

Subsequently, the PO had categorised these information requests as suitable for digital delivery, and those that would benefit from the delivery of an information session approach for context and discussion. Although a slicker technological solution would take longer to build, the process of information delivery had started with the initial distribution of additional information using existing mechanisms, SharePoint and additional reports. The aim was to organise reports in a way that facilitated ready

access, without Members being required to remember the meeting at which they were originally shared.

The Principal's report included in the pack had been accompanied by updates on admissions figures and research grant applications and awards in templated formatted and would be updated for each meeting; the Court pack contained an updated financial report which would be updated for every meeting of Court and PARC. In addition, the Semester 2 student census/snapshot had been shared, giving a sense of the size and shape of the student body; this would be provided twice a year. A schedule of information sessions was being worked on with future potential sessions covering research, the student number model, and the vision for marketing.

Laura Knox, AVP (Strategy and Planning) was leading on the digital delivery of information as well as the creation of the schedule of both this and the information sessions and working closely on this with Court Office.

Court noted the report and the updates.

Comments from Members reinforced the need to appreciate that that the University was now operating in a changed world, where geopolitical turbulence and the economic climate meant that former certainties could no longer be relied upon. The experience of the University of Dundee served to highlight the need for this. This changed environment made strategic planning difficult and necessitated an approach which could respond to a fast-changing environment in a nimble and agile way. The University should continue to build on the work already being done to respond to these challenges. Members also highlighted the need for continued contingency planning to anticipate and respond to realistic potential scenarios, and endorsed the continued focus on the University Strategy.

Further comments related to the impact of market turbulence on the Endowment; and the potential wider ramifications of the impact of the University of Sussex decision, and of the issue of academic freedom of speech, more generally, including in relation to charitable status. Court received confirmation that the Freedom of Speech working Group was looking proactively at the ever-evolving landscape, and was well placed to have the discussions necessary to navigate carefully this complex and complicated space.

The appointment of Michelle Crane (former Head of Brand and Reputation at the University of Glasgow) as new Head of Marketing was welcomed. The Head of Marketing will provide the leadership, strategic vision, institutional oversight, and associated plans for marketing in St Andrew, and it was agreed that there would be a presentation to Court on the marketing strategy being developed once the appointee had settled into their role.

III PARC BUSINESS

The Senior Lay Member, as Convenor of PARC, introduced the PARC business forwarded to Court.

4. Minute of the Meeting held on 7 March 2025

Members received the minute of the meeting (on file, Court/24/46).

5. Summary Financial Report to 28 February 2025

PARC had received the Summary report to 31 January 2025 (on file, PARC 24/27) this had been placed on the Court Sharepoint site as supporting information. Court now received the paper (on file, Court/24/47), updated post PARC, which provided a summary of the University's Financial position to 28 February 2025.

The Vice-Principal Strategy and Chief Operating Officer (VPSCOO) presented the paper. This update followed the more detailed review at the end of January, discussed at PARC, and provided an overview of the University's financial position as at the end of February. The position remained stable with the measures that had been put in place holding, with the result that a small surplus was still projected at year-end. It was important to acknowledge that this was as a result of a university-wide and a whole-senior-team effort.

Further points of note were:

- The cash position had improved, in part due to prudent action through the management of the capital plan.
- The Making Waves campaign was making good progress – since the Period 6 report, total pledges had increased by £2m and cash by £0.6m.
- The University had responded to incorporate the additional shortfall in fees into the efficiency measures.

- Staff costs variance to budget had turned positive.
- The digital programmes income was expected to deliver in the reforecast income range
- Work was ongoing to localise the c £300k of earmarked savings, and conversations were in train.
- The level of income around the level of Executive Education income was not yet certain as these courses were yet to start in earnest.
- All key covenant ratios were forecast to be met.
- The executive remained absolutely focused and on track.

Court noted the report.

6. Financial Planning Assumptions

The VPSCOO presented the paper (on file Court/24/48).

At the PARC meeting in December 2024, an early draft Financial Plan for 2025/26 and 2026/27 had been presented, as part of the reforecast exercise. This draft was based on revised student recruitment targets, informed by the 2024/25 recruitment round, and incorporated the impact of both the increased rUK fee and National Insurance uplift.

The paper detailed a series of assumptions across a number of key headings, impacting both income and expenditure projections, which required review ahead of the refresh of the Financial Plan to be presented to PARC in May 2025.

In putting together the Financial Plan, the objective was to bring the University back into a recurring surplus position and to ensure that the University has a sustainable financial platform when approaching markets seeking the additional funding the ambitious capital plans require. At an assumed cost of debt at 5%, each £50m of new debt requires the equivalent additional surplus of £2.5m to be generated.

This paper summarised these key assumptions to facilitate discussion on their reasonableness. PARC received, discussed and noted the paper at its March meeting. The minutes of the meeting summarised the salient points of the discussion and Court was invited to note the paper.

This paper set out the broader operating context for St Andrews; the position for any changes in the sector; as well as the assumptions used as part of reforecast.

These assumptions shaped the posture taken overall to planning and some of the levers available.

Whilst the SFC announcement of 2.3% (c £800k) overall increase was welcome it did not address the underlying structural deficit, which had been building up over years in the levels of under-funding. As indicated by the Principal the indicative allocations represented a cut in real terms.

The current geopolitical instability was significant. The turbulence caused by the new administration in the USA was expected to impact across a number of areas such as research funding, student demand, prices of goods, energy , etc. Although it was not yet clear how these would manifest.

Economic conditions impacted what was prioritised, the availability of jobs, budgets etc and the University continued to be alert to these in planning. Given the uncertain times, the Financial Plan to be presented to PARC in May would include a risk/sensitivity assessment with potential impacts and mitigations.

Members asked questions on use of donations; plans for communications with the University community around efficiency savings and the financial situation; and progress on Digital. The useful discussion at the Pre-Court dinner including the contributions from the Strategic Adviser Finance on benchmarking was also referenced.

Court noted the paper.

7. Capital Plan

The Deputy Principal introduced the paper (on file, Court/24/49). The paper set out the summary of the current Capital Investment Plan as discussed at the last Space and Asset Management Committee.

Court noted the Capital Plan.

Questions and comments from Members focused on the potential to flex the plan depending on finances; levels of confidence over fundraising; cash flow and the need to generate cash to facilitate action and choice; the importance of generating a

surplus; the cost of debt and the appetite for it; the potential impact of inflation; and the need for clear and dynamic financial planning to deliver both short and medium term goals in the context of the University's long term ambitions and vision.

The attention of Court was also drawn to the extensive discussion and scrutiny of the Financial plan, assumptions and Capital Plan which had taken place at PARC, and which was summarised in part in the PARC minutes provided. PARC had discussed the finances at length including the capacity to flex; sequencing; pace and communications - all in the context of the overriding imperative to continue to invest in the future of the University and its people, and to send the message that the University was ambitious and remained open for business.

8. Projects for Approval

The Deputy Principal presented the paper (on file, Court/24/50) which provided an overview of the following projects where approval was sought from, and granted by, PARC.

- a) Rooftop Solar - Full Business Case (FBC)
- b) Global Bat Lab - Full Business Case (FBC)

Court noted the paper, PARC's discussion of this item, and PARC's approvals as detailed in the PARC minutes.

9. People Strategy Update

At its March meeting PARC received the update (on file, Court 24/51) paper presented by the Vice-Principal (People and Diversity). The paper provided an update on delivery of the People Strategy 2023-2027 over the past year. The accompanying T-Map provided a visual snapshot of the status of individual actions. There was also discussion of the People Strategy in the report from the People and Diversity Assurance Group report, Item 14 below.

Court noted the paper.

10. Institutional Indicators Update

Court received the regular update (on file, Court/24/52) on Indicators of Progress aligned to the University Strategy 2022-27. The paper, provided for information, presented an overview of performance across the five strategic themes as well as indicators relating to resources and financial resilience.

The VPSCOO presented the paper highlighting that Digital would have additional indicators by the end of the year and in terms of income, would deliver in the range identified in the reforecast; and that currently all theme indicators were presenting amber and significant changes were not expected by year end.

Court noted the update.

IV DISCUSSION ITEM

11. Students' Association New Governance Arrangements

Antony Blackshaw, Interim CEO, Students' Association joined the meeting for this item which provided Court with a briefing of the University of St Andrews' Students' Association Democratic Governance Reform.

The slides for the presentation provided an overview under the headings of Context-change programme review outcomes; Proposals -1 SRC, 2 Sabbatical Officer Review and changes to Sabbatical Officer structure; 3 Changes to the Association Executive; and a summary of the review as set out below:

- *These proposals present an opportunity to address long-standing concerns over effective democratic governance of the Students' Association as it relates to the SRC.*
- *The new Forum model brings a focus of activity in the three key areas of activity and links directly to the new Full-Time Officer model*
- *The re-establishment of an Association Executive with the inclusion of Postgraduate representatives provides an executive leadership for SRC and the implementation and driving of policy for the Association*
- *The reinforcement of the flat structure of the Full-time officer team and the removal of the confusing 'Director of' titles will be used to improve member awareness of the democratic leadership of the Students' Association.*

Members sought clarification of the rationale behind the move from Sabbatical officers (currently 1 President and 4 Directors) to a new structure with 4 Presidents but no apparent overall leader: where did responsibility lie? In response, it was explained that there was a need for a move away from a perceived hierarchical structure to meet the demand for equal recognition of those elected as representatives for their individual areas of responsibilities. In the new model it was clear that all the Presidents were created equal; each had sole responsibility and accountability for their specific area, and there was no first among equals.

The slides for the presentation have been placed on the Court SharePoint site.

V. REPORTS

12. Student Members' Report

The President of the Students' Association presented a verbal report on the activities of the Students' Association (having apologised for not providing a written report as requested explaining that the demands of current workload had been too great). The update referenced the recent resignation of one of the Sabbatical officers; a small fire in the SU building; the appointment of a "Rector's Vicarium" by the SA; the recruitment for a permanent CEO which would close on 7 May; and the upcoming student elections in relation to which, nominations had closed with a majority of positions being contested. The current Sabbatical team planned to remain in post until 18 July to assist the incoming team who would not fully take up the reins until 25 July. An agreement had been reached by the SA officers on who would be nominated as the SA representatives for Court (President of Union Affairs and President of Education) once the existing team demitted office.

The Director of Education provided an update on her area covering the recent TQER and the work undertaken by her in preparation to brief and prepare student participating in this; ongoing work on placement programmes; reaction to the Legacies of Empire publication; the impacts of the current financial climate on elements of the student experience; and the Teaching Awards (which at close of nominations had received 260 nominations across all Schools and cohorts).

VI COMMITTEE AND ASSURANCE GROUP REPORTS

13. Audit and Risk Committee

i) Update from Convenor

The Convenor provided an update on the recent meeting and commended the minutes to Court. The Convenor highlighted the recent re-appointment of EY as External Auditors; the internal Audit of Health and Safety; and the TQER, expressing thanks to the Vice-Principal Education (Proctor) and her team, and noting the benefits of being an early adopter and being able to shape process as a result. The Vice-Principal Education (Proctor) additionally commented on the invaluable role played in the process by the Director of Education of the Students' Association.

The papers below were forwarded to Court by ARC.

(ii) Minutes of the Meetings held on 13 February 2025

Members noted the reports of the meeting (on file, Court/24/53).

(iii) Risk Management Update

Court noted the update (on file, Court/24/54) presented for information. The paper provided (i) the quarterly risk report for Q1, 2025 (risk dashboard and narratives); and (ii) detailed escalated risk narratives as at 5/02/25.

(iv) Annual Reports

- **Academic Assurance Group** - Court received the report (on file, Court/24/55) which provided an executive summary of AAG Activities, and evidence and assurance that the Institutions had effective arrangements to maintain standards and to assure and enhance the quality of its provision.
- **Annual report of the Research Integrity, Ethics and Governance Assurance Group (Formerly EARIAG)** – Court noted the report (on file, 24/56) which reported to ARC on the appropriateness of the University's policies, procedures and decision-making that apply to issues of research integrity (research conduct), ethics and governance relating to University activities wherever geographically undertaken. The report also annexed the annual reports/statements from the relevant committees and teams that

report to the Assurance Group being the Animal Welfare Ethics Committee and the University Teaching and Research Ethics Committee.

Court also noted ARC's approval of the annual public statement on research integrity that will be placed online and made publicly available, as required for compliance with the Concordat to Support Research Integrity.

(v) Health and Safety Internal Audit Report Internal Audit Progress

The scope of this audit had been extensive and considered the design and operating effectiveness of Health and Safety controls in place at the University. Specifically, Governance and reporting; Health and safety training; Risk assessments; and Fire assessments. Court noted the progress report (on file, Court/24/57) and ARC's consideration of the report as detailed in the minutes of the ARC meeting, including HSAG's oversight of the implementation of the report's recommendations, which had already commenced with a very positive meeting the previous day.

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14. People and Diversity Assurance group

i) Update from the Convenor

The Convenor provided an update on the recent meeting of the Assurance Group. The Convenor commended the Update on the People strategy to Court (see above Court/24/51). It neatly summarised the progress being made in implementing the strategy; reflected the briefing provided to PDAG by the Vice-Principal (People and Diversity), and provided insight into actions, progress, engagement and focus.

The meeting had also received a presentation from the Director of the HR Enhancement project which had given an insight into the supporting infrastructure and appropriate use of technology to support the HR function.

Court also noted the imminent launch of the Staff Survey and the assurance that Court would have an opportunity to be apprised of, and discuss, the results at a scheduled meeting or via an information session.

ii) Minutes of the meeting of 29 January 2025

Court noted the minutes of the meeting of 29 January 2025 (on file, Court/24/58)

15. Governance and Nominations

i) Update from the Convenor

The Convenor note that there had been a full agenda for the meeting, as reflected in the minutes. There had been a good discussion of student representation; G and N had directed that work begin on the Review of Governance Framework which would include Ordinance review; and additionally directed that a Senate Effectiveness review be progressed.

The papers below were presented for information only

i) Minutes of the Meeting held 12 March 2025

Court received and noted the Minutes of the meeting of G and N held on 12 March 2025 (on file, Court/24/59).

ii) Review of Governance framework

Court noted the paper which provided an update on progress of the Governance Framework Review.

iii) Senate Effectiveness Review

Court received the paper which informed G and N of the requirement to undertake a review of the effectiveness of the Senate and sought directions from the Committee to progress a Senate Effectiveness Review.

iv) SA Constitutional Changes

Court noted the paper (on file, Court/24/62) which provided an update on SA constitutional changes and presented the SA constitution to Court for approval. Court also noted the recommendation of G and N that the Constitution be approved subject to the change of nomenclature requested by G and N (the change of the term Executive Officer to Full Time Officer of the Students' Association); noted the update in the paper confirming the requested change; and approved the SA Constitution as amended.

VII COURT AND SENATE OFFICE BUSINESS**16. i) Notice of Elections**

Court noted the forthcoming elections as detailed in the paper (on file, Court/24/63):

- Scheduled Vacancy – Senate Assessor, Non-Professorial academic staff Science and Medicine Constituency
- Scheduled Vacancy – Professional and Support Staff Assessor (formerly Non-academic Staff Assessor).

ii) Resolution of the University Court 2024 No.1 Advanced Artist Diploma (Art Dip(ADV))

Court at its meeting of 17 January 2025 promulgated Draft Court Resolution 2024 [No.1], which would give the University power to award a new Advanced Artist Diploma, to be awarded at level 12 on the SCQF framework (level 8 on the FHEQ). The statutory consultation period was completed, and no comments received on the draft.

Court approved the Resolution of the University Court 2024 No.1, as attached to the paper in final form (on file, Court/24/64)

VIII AOCB

i) SFC Assurance and Accountability Framework: Institutional Five-Year Knowledge Exchange and Innovation Fund (KEIF Strategy).

Court noted the KEIF Strategy (on file, Court/24/65) which was submitted to the SFC in January.

DATE OF NEXT MEETING

The next scheduled meeting of Court will take place on Friday 6 June 2025 at 10 am in Upper College Hall.

Ray Perman, Senior Lay Member (Presiding)

Margaret Sinclair,

Executive Officer to the University Court and Senate, Clerk to the University Court,
Court Office

Draft 18 April 2025