Heriot-Watt University

THE COURT

Minutes: 23 June 2025

In the Chair:	Mr Bruce Pritchard, Chair of Court (*until 11.30am*) Mr Mike Tumilty, Deputy Chair of Court (*from 11.30am*)	
Present:	Professor Paul Dalgarno, Senate Member	Professor Steve McLaughlin, Vice-Principal *(except M25/36)*
	Mr Graeme Dickson, Lay Member	Mr Jürgen Munz, Trade Union Member
	Mr Cameron Fields, Student Union (SU) President (*from 9am*)	Ms Marta Phillips, Lay Member
	Ms Hilary Hansen, Lay Member	Mr Bruce Roberts, Staff Member
	Mr Steve Heathcote, Lay Member (*from 9am*)	Mr Alan Robertson, Lay Member
	Dr Brian Henderson, Alumni Member	Mr Ian Stevenson, Lay Member
	Professor David Jenkins, Trade Union Member	Ms Denise Thomas, Lay Member
	Mr Gary Kildare, Lay Member (*until 12.10pm*)	Dr Laura Wicks, Staff Member
	Mr Paul Lewis, Lay Member (*until 12pm*)	Professor Richard Williams, Principal and Vice-Chancellor
	Ms Holly McAdams, SU Vice-President (Academic)	Ms Dorothy Wright, Lay Member
	Dr Yvonne McLaren, Dean of the University	
In attendance:	Ms Ruth Moir, University Secretary and Vice-Principal (Governance and Operations) Professor Mushtak Al-Atabi, Vice-Principal and Provost (Malaysia) Professor Malcolm Chrisp, Deputy Principal (Education and Student Life) (*from 9.15am to 11.15am*) Ms Sue Collier, Global Director of Governance and Legal Services (GALS) Ms Suzie Lyons, General Counsel Professor Dame Heather McGregor, Vice-Principal and Provost (Dubai) Ms Penny McIntyre, Global Director of HR Professor Gill Murray, Deputy Principal (Enterprise and Business) (*from 9.20am to 12pm*) Mr Martin Pringle, Global Chief Financial Officer (GCFO) (*from 8.50am*) Ms Lisa Herlihy, Clerk to the Court	
Apologies:	Professor Mercedes Maroto-Valer, Deputy Principal (Global Sustainability) Dr Bill MacPherson, Senate Member	

MINUTE REF

M25/24 WELCOME, APOLOGIES AND DECLARATIONS OF INTEREST

The Chair welcomed all present to the meeting and noted the apologies. The Chair noted that this would have been the final Court meeting for Dr Bill MacPherson, Senate member of the Court and thanked Dr MacPherson for all his contributions since he joined the Court in 2021. The Court also offered thanks to Professor Malcolm Chrisp, Deputy Principal (Education and Student Life) for the support he had offered the Court during his time in the role and best wishes for his upcoming retirement.

The Court observed a silence in memory of Professor Emeritus Sir Geoff Palmer, University Chancellor from 2021 – 2025, who had sadly died on 12 June 2025. The Chair highlighted Sir Geoff's long association with Heriot-Watt University, particularly through the International Centre for Brewing and Distilling, and his positive impact across the University community.

The Chair noted that he would be attending a Committee of Scottish Chairs (CSC) briefing regarding the recently released Gillies Report at 12pm and that the Deputy Chair of Court would chair from 11.30am. The Chair also noted that the CSC had recommenced meetings for chairs of Audit and Risk Committees and the first had been held in April 2025. There had been a good discussion at the meeting, with the next session scheduled for September 2025. The Chair and Deputy Chair would keep members updated.

MINUTE REF

The Vice-Principal noted an interest in M25/36 *Report from the Senate*, which recommended his reappointment for a further term, and that he would step out of the meeting whilst this decision was taken.

The Chair reported that Court members would be asked to raise their electronic hand to confirm approval of each item presented for approval. Items would be considered approved when there was a majority show of hands.

M25/25 MINUTES OF THE MEETING ON 20 MARCH 2025, REPORT OF THE JOINT MEETING OF THE COURT AND THE SENATE ON 12 MARCH 2025 AND REPORT OF THE COURT STRATEGY DAY ON 15 MAY 2025

The Court received and **approved** the minutes of the meeting on 20 March 2025, the report of the Joint Meeting of the Court and the Senate on 12 March 2025 and the report of the Court Strategy Day on 15 May 2025.

M25/26 REPORT FROM THE COURT INTERIM BUSINESS COMMITTEE (CIBC) (Ct1/25/15)

The Court received and **noted** the report from the CIBC, presented by the Chair. The Court noted that CIBC had approved, on behalf the Court, the appointment of Professor John Sawkins as Assistant Principal (Borders) with immediate effect until 31 October 2025; and the appointment of Rodney Miller as a lay member of the Court and the Donations and Investments Committee from 1 August 2025 until 31 July 2028.

M25/27 ACTIONS LOG, MATTERS ARISING AND COURT AGENDA TRACKER

The Court received and **noted** the Actions Log and Agenda Tracker, presented by the Chair. The Court agreed that those items marked as complete would now be removed from the Log. The Court also **agreed** that, based on the Agenda Tracker, it was content that its remit had been fulfilled in 2024-25.

M25/28 STRATEGIC SUMMARY REPORT (PRESENTATION)

The Court received and **discussed** a Strategic Summary Report focused on current issues for the University, presented by the Principal and Vice-Chancellor.

Court Priorities and University Executive (UE) Objectives
The Principal provided an overview of the Court priorities for 2024-25 and an update on the University Executive objectives that had been agreed for delivery by 31 July 2025. The Principal reported that the University continued to work hard to achieve the £6.8m operating deficit for 2024-25 and was on track to do so. In terms of communications, a pulse survey was currently in progress and the full Staff Survey would be completed in autumn 2025.

The University had a target National Student Survey (NSS) positivity score of over 80%, and a target of over 87% for overall student satisfaction. An action plan was in place and progress was being monitored through dashboards. In May 2025, overall satisfaction had been at 83% for Undergraduate and Postgraduate Taught students, and at 81% for Postgraduate Research students. The outcomes of the NSS were expected in July 2025.

Celebration Week and Graduations
The Court noted that the University had recently held its annual Celebration Week to say thank you to colleagues and to celebrate the work being done across the institution. 1500 nominations had been received for the global staff awards. The Principal offered his thanks to all Court members who had attended the recent Graduation ceremonies and provided an overview of those who had been awarded Honorary Degrees.

Gillies Report
The Principal noted that he would shortly be meeting with the Principals of Scottish universities to discuss lessons that could be learnt following the

publication of the Gillies Report into the situation at the University of Dundee. An initial briefing report had been provided to Court members regarding the robustness of the University's governance processes. Once the University had fully considered the 18 general lessons learnt identified within the Report, a further report would be developed and circulated to Court members.

Ranking Tables
The Principal reported on recent movement in university league tables, including Heriot-Watt rising to 25th position in the Complete University Guide and dropping to 287th in the QS World Rankings. Several other league tables would be issued between July and September 2025, and the Principal would keep the Court informed on progress.

During the discussion, the Court agreed that Management Information for May 2025 should be circulated to the Court as soon as it became available.

The Court also agreed that an update on the status of the Coursera partnership would be provided at a future meeting.

M25/29 PRINCIPALS REPORT TO COURT (Ct3/25/16)

The Court received and **noted** the Principal's Report, presented by the Principal and Vice-Chancellor. This included updates on delivery of the strategic themes and milestones for each of the University's SPIs, as well as cross-campus news.

M25/30 GLOBAL UPDATE FROM THE STUDENT REPRESENTATIVE BODIES (SRBs) (PRESENTATION)

The Court received and **discussed** a global update from the SRBs, presented by the SU Vice-President (Academic).

The SU Vice-President (Academic) reported that global student induction had been held in June 2025, allowing the incoming and returning officers to build relationships and develop their Global Priorities for 2025-26. These priorities were based on a deep dive into student data and on the manifestos of the student officers. They are summarised below.

1. *Strengthening Belonging and Community*: it was noted that students who felt connected were more likely to thrive. The SRBs would therefore focus on helping students to build relationships by providing accessible community spaces and events, with the aim of reducing the percentage of students who sometimes felt excluded or out of place.

2. *Supporting Students' Future Readiness*: the aim was to help students develop both academic skills and the soft skills that employers wanted, as well as building their resilience to adapt to new developments. This would particularly involve helping students feel comfortable with using AI appropriately.

3. *Tackling Financial and Living Pressure*: this was a continued area of focus. It was noted that many students were time poor due to other commitments and were therefore less likely to attend events and build communities. Students studying in Dubai and Malaysia were less likely to discuss financial struggles and so particular support was required at these campuses.

Next steps would include incorporating the Global Priorities into the Student Partnership Agreement in order to increase ownership, align related actions, and streamline focus for the SRBs and the University.

The Court had a full discussion of the issues raised and agreed that the Global Student Life Committee would receive an update on how the University could use Graduate Outcomes data to build student confidence in their employability. The

Court noted that the University was top in Scotland for employability and this area was also strong in Dubai and Malaysia.

In relation to data, the Court queried the response rate to the Big Six Surveys that formed the basis of the Global Priorities. The Student Union Vice-President (Academic) reported that between 600 and 1000 responses had been received per survey, which was a standard response rate for student surveys. Responses from Malaysia had not been included because the response rate was too low. The Court agreed that, in future, it would be helpful to get a sense of the sample size and number of respondents when receiving survey feedback.

The Court considered issues relating to AI and agreed that it would be helpful to get a SWOT analysis for AI across the University, as well as a clear set of guidelines for students regarding which tools they could use and how. The Court noted that the Senate had recently received a paper summarising the work being done on AI across the University and that this might be helpful to the Court.

M25/31 UPDATE FROM THE VICE-PRINCIPAL WITH INPUT FROM THE CAMPUS VICE-PRINCIPALS AND PROVOSTS (PRESENTATION)

The Court received and **discussed** the update, presented by the Vice-Principal of the University.

Update from the Senate Meeting on 12 June 2025
The Vice-Principal reported that the Senate had received a variety of papers, including the update on AI referenced above and a report from the SRBs regarding their Global priorities. Two significant topics for discussion had been the School of Textiles and Design and Strategy 2035. The Senate's comments regarding these two items are reported in M25/34 and M25/33 respectively.

Partnership in Kazakhstan with Zhubanov Aktobe Regional University
The Court noted that a Senior Manager for the Partnership had been appointed, as had a Senior Academic Director. Both colleagues were based at the Dubai Campus, which provided better connectivity with the partner.

XXX Reserved Section – Ref. FOI(S)A, s.30c.

Portfolio Review
The Vice-Principal reported that the Portfolio Review had now been completed in all campus locations. The outcomes had been conveyed to the Campus Provosts and the School Executive Deans, highlighting those programmes that were not economically viable, areas of unnecessary complexity, and growth opportunities. Schools would develop their plans in response by 14 July 2025, and these would then be reviewed by the Vice-Principal.

In response to a question, the Vice-Principal clarified that it was not yet possible to identify financial savings from the Portfolio Review because the School plans were under development. The Court observed that the Portfolio Review was also a change management process and must be treated as such. The Vice-Principal agreed with this view and reported that, in future, the University would require a strategy for its portfolio. The Court agreed that the CIBC would receive an update on the School plans at its August 2025 meeting, with an update then provided to the Court in October 2025.

Malaysia and Dubai Campuses
The Court noted that student recruitment at the Malaysia Campus was ahead of the prior year, with international student recruitment likely to exceed targets. The Campus was working through the implications of a recent announcement from the Malaysian Government regarding the introduction of sales tax. The Court agreed that the Finance Committee would be provided with an update on this issue at its next meeting. The Dubai Campus expansion was progressing on time and within budget. Student recruitment indicators were progressing well, but the Campus was monitoring the escalation and impact of risk in the Middle East.

MINUTE REF	
M25/32	**UNIVERSITY SECRETARY UPDATE (Verbal)**

The Court received and **noted** an update on governance matters, presented by the University Secretary.

The Secretary reported:

- that the Annual Stakeholder Meeting on 30 May 2025 had been very successful, with an audience of 500 online and in-person attendees;

- on feedback received regarding the Joint Meeting of the Court and the Senate, which would be fed into planning for future meetings. Attendees had highlighted the value of in-person interactions and had suggested there should be more time for discussion and networking, pre-meeting presentation recordings and clear objectives; and

- that Annual Effectiveness Review Surveys would shortly be issued to all Court and Court Committee members. All members were encouraged to complete these by the early September 2025 deadline.

Legal dispute in Dubai
XXX Reserved Section – Ref. FOI(S)A, s.30c.

M25/33 STRATEGY 2035 (Ct3/25/17)

The Court received Strategy 2035, presented by the Principal, the Vice-Principal and the University Secretary, and made decisions as noted below.

Following a full discussion of the Strategy and suggested improvements, the Court **approved in principle** the document presented, subject to the amendments listed below. The Court agreed that a track changed version would be circulated to the Court by correspondence for approval once the amendments had been made.

The suggested amendments included:

- strengthening wording regarding the University's commitment to its on-campus degrees, particularly in Scotland, whilst clarifying that this commitment was not at the expenses of providing flexibility for future students;

- ensuring that terminology used around research was appropriately inclusive of the full range of research excellence across the University;

- considering the order of the document to reflect current concerns in the HE sector, with the robustness of financial sustainability brought to the fore and partnerships appearing later. Reference should be made to the importance of margin generating partnerships that were additive to the University;

- doing more work on the metrics around the size and shape of the University to ensure this was fully captured, as well as clarifying that the objectives would be revisited at each stage gate for the Strategy;

- adding a statement within the risk section indicating that the University would be agile and would respond to risks as they arose and crystallised; and

- clarifying the impact that the Strategy would have on the student experience and how students would benefit from Strategy 2035.

The Court agreed that Professor Dalgarno would provide comments on the Institutional Impact Statement to the Chair of Court and the Vice-Principal (Malaysia) for consideration.

During discussion, a number of other key points were raised. In particular, the Court considered the concerns of some Senate and staff members regarding the ambitious target of 100,000 online students by 2035. The Executive acknowledged that the figure had led to uncertainty amongst staff regarding the implications for the size and shape of the University. This uncertainty could only be resolved by developing the detailed plans to support the target and this work was currently ongoing. Prioritisation would be essential, with some activity stopped and a focus on areas for growth. The phasing of the online target would also be critical because there would need to be upfront investment in the portfolio and systems that would support online growth, as well as in related partnerships.

The Court observed that the financial impact of online growth was the most significant output, as opposed to the student recruitment target. Modes of study and fee structures would vary, so focusing on the margin achieved might be more helpful. The Court agreed that there should be a scorecard around online education in future so that this could be clearly measured.

The Court noted that the Senate had received an update on the draft Strategy but had not seen the final draft presented to the Court. Whilst staff and Senate feedback had been taken on board throughout the Strategy development process, approval of Strategy 2035 was within the remit of the Court. The Senate would be a key forum to seek feedback on the operationalisation of Strategy 2035.

M25/34 SCHOOL OF TEXTILES AND DESIGN (Ct3/25/18)

The Court received and **discussed** a report on the future of the School of Textiles and Design, presented by the Vice-Principal.

The Vice-Principal provided an overview of discussions around the future of the School of Textiles and Design (SoTD), which had been ongoing since 2023-24. The Court had previously agreed to invest in refurbishment of the High Mill building owned by the University, so that space leased from the Borders College could be released back to the College and Heriot-Watt students would be centrally located. Following this decision, consideration had been given to other issues such as the future of the School's academic activity, the student and staff experience and the School's Portfolio Review. A Working Group chaired by Professor Angus Laing had considered the future status of the School and had recommended that it was moved into another School whilst retaining its distinct identity. This would reduce the management burden on the relatively small School.

The initial suggestion had been location within the School of Energy, Geosciences, Infrastructure and Society (EGIS) or the School of Social Sciences (SoSS). Staff in SoTD had not expressed a clear preference during informal consultation and the Executive had determined that SoSS was likely to be the best fit. There would now be a design phase from July to mid-August 2025, followed by a formal consultation phase with SoTD staff from mid-August to early October 2025. A proposal would then be presented to the Senate for consideration and the Senate would be asked to make a recommendation for Court approval. The Assistant Principal (Borders) would lead a Project Board, overseen by the University Executive, to progress this process.

During discussion, the Court sought assurance that there was a proactive plan in place to ensure that SoTD would retain its distinct identity. The Vice-Principal confirmed that this plan was currently being developed.

The Court noted that there had been a full discussion of this topic at the June Senate meeting, and the Principal reported that this discussion would have benefitted from a clearer introduction to the work that had been done since 2023-24, particularly because there was regular turnover of Senate members. This had been identified as a lesson learnt for future Senate meetings.

The Senate had noted that there was a widespread belief across the University that the decision regarding SoTD's future location had already been made. The Vice-Principal emphasised that the decision could only be made by the Court on the recommendation of the Senate and that he would continue to reiterate this message during the consultation period. The Senate had queried the rationale for choosing SoSS over EGIS and the Vice-Principal clarified that there had been limited collaboration between SoTD and EGIS despite the appearance of good connectivity between the Schools. Market opportunities for the growth of SoTD were better linked to SoSS and this had led to the UE recommendation. However, the views of SoTD staff were key and there was potential for a revised recommendation based on the formal consultation.

M25/35 **REPORT FROM THE FINANCE COMMITTEE (Ct3/25/19)**

The Court received the report from the Finance Committee, presented by Mr Steve Heathcote, Chair of the Finance Committee, and **approved** items as below.

Three-Year Financial Plan 2025-27
The Court **approved** the Three-Year Financial Plan for 2025-27, noting that this focused on returning to breakeven in 2025-26 and then to a surplus position in 2026-27.

XXX Reserved Section – Ref. FOI(S)A, s.33

The GCFO offered thanks to colleagues across the University for all their contributions to developing the Three-Year Financial Plan. The Chair of Court recognised the significant achievement by colleagues across the University in ensuring that financial targets for 2024-25 were met. Collaborative working between the Court, the Executive and the staff community had supported achievement of the agreed deficit in the context of considerable pressure on the HE sector.

The Court queried whether the University was confident it had the detailed tools required to deliver the Plan across the institution, and that discussions were taking place in the correct forums. The GCFO confirmed that these tools were available. In particular, data was now available for individual business units and the University therefore better understood where improvements were required. This was ensuring that sensible conversations were possible in the appropriate forums and Finance would continue to develop the Management Information provided to support those conversations.

The Court observed that greater insight into return on investment, income and expenditure would be available as Strategy 2035 was embedded and this would allow the University to make better decisions about where to invest to generate growth and how to spend wisely. The Court also observed that the impact of planned research growth on staff workload would need to be monitored, albeit the planned growth was modest. There would be a lag in any reductions in workload arising from the Portfolio Review and could therefore be an additional burden on staff in the interim.

Global Consultancy Policy
The Court **approved** the Global Consultancy Policy. The Finance Committee had noted the importance of having a clear Policy in place, particularly in relation to private consultancy. The Committee had agreed that the implementation of the Policy would be reviewed after six months, and this would involve an audit of data and lessons learnt. The Court recommended that the six-month review include the development of a rate card for fees that could be charged.

The Court queried how robust the review process for private consultancy was, noting that there was a potential conflict of interest in any such arrangement and that staff were not permitted to undertake private consultancy during their working hours. The Deputy Principal (Enterprise and Business) clarified that private consultancy required sign off by both the relevant Executive Dean and the Business and Enterprise team, with the Business and Enterprise team owning the process. A letter was also issued to the company procuring the consultancy to clarify limits.

The Court welcomed the development of a formal policy and guidance for staff, noting that signposting of related processes and support would be very helpful

Joint Education Partnership (JEP) with Xidian University
The Court **approved** the JEP with Xidian University in China, noting that this was a very successful partnership that produced a good margin for the University. The partnership had been reviewed through the Transnational Education (TNE) Framework.

Potential TNE Opportunity in the Kingdom of Saudi Arabia (KSA)
A majority of the Court **endorsed** the continuation of discussions with the potential partner in KSA, noting that the Finance Committee and the Court had been provided with early sight of the partnership proposal because it was exploring a franchise model. The University had not previously entered into any franchise agreements.

XXX Reserved Section – Ref. FOI(S)A, s.30c.

M25/36 REPORT FROM THE SENATE (Ct3/25/19)

The Court received the report from the Senate, presented by the Principal and Vice-Chancellor (Chair of the Senate), and **approved** the reappointment of the Vice-Principal of the University from 1 August 2025 until 31 July 2030.

The Principal noted that the report covered the Senate meeting in April 2025. In addition to the items mentioned under M25/31, the June meeting of the Senate had considered an update on the Research Futures Hub and the performance of the Global Research Institutes (GRIs).

Reappointment of the Vice-Principal of the University
The Court, on the recommendation of the Senate, **approved** the reappointment of Professor Steve McLaughlin as Vice-Principal of the University from 1 August 2025 until 31 July 2030. The University Secretary reported that, following the Senate meeting, there had been written feedback from a Senate member regarding the gender balance of recent senior appointments. This feedback had been provided to the Global Director of HR to ensure that the University's processes contributed positively to achieving a good gender balance. This would also be considered as part of executive succession planning.

M25/37 REPORT FROM THE GLOBAL PEOPLE AND CULTURE COMMITTEE (Ct3/25/20)

The Court received and **noted** the report from the Global People and Culture Committee (GPCC), presented by Ms Dorothy Wright, Chair of the Committee.

The Committee Chair reported that the GPCC had reflected on the scale of cultural and organisational change ahead and used this as a framework for considering agenda items. The Global Director of HR had reported on the in-depth work being done on change management processes, stage gates and accountability. The Committee would continue to keep this under review.

The Committee had considered an advisory audit on Strategic Workforce Planning, which had also been discussed by the Audit and Risk Committee. Following the audit, further work would be done on integrating workforce planning with wider strategic plans and this would be presented to the Committee in due course, alongside the related risks. Other items considered had included the University's performance management approach and academic promotions pathways.

The Court noted that the Equality Mainstreaming Report had been published in April 2025 in accordance with statutory requirements, and that the Court had been provided with a progress update on existing Equality Outcomes (EOs), as well as a copy of the new Equality Outcomes for 2025-29. The Court observed that EO5: *Our LGBTQ+ staff and students feel comfortable regarding declaration across the*

Scottish campuses, providing qualitative and quantitative data evidence to HWU that our LGBTQ+ community feel supported to be themselves was the only EO that was focused on Scotland and queried what could be done to support LGBTQ+ staff and students across the University community. The Global Director of HR confirmed that the EOs were a statutory obligation in Scotland and were used as the basis for a more ambitious and broader global strategy. There were legal constraints in Dubai and Malaysia and the University would offer the support it could within those constraints.

M25/38 REPORT FROM THE ORDINANCES AND REGULATIONS COMMITTEE (ORC) (Ct3/25/21)

The Court received the report from the ORC, presented by the Global Director of Governance and Legal Services (on behalf of the Chair of the ORC).

The Court **approved** the following items:

- the proposed amendments to Ordinance B12: *Appointment of Student Members to the Court*. Currently, UK legislation only recognised the Student Union, while Heriot-Watt recognised the global SRBs. In future, student officers in Dubai and Malaysia would be sabbatical officers on the University's systems so that they were eligible for Court membership. The Ordinance had therefore been updated;

- the proposed amendments to Ordinance C6: *Appointment of Student Members to the Senate*, which were in line with the changes to B12 above;

- proposed amendments to Ordinance G1: *Appointment and Duties of the Chancellor*; which reduced the number of Court and Senate members required on the joint Selection Committee and also ensured a student representative was included;

- the proposed amendments to Ordinance H1: *Appointment and Appraisal of the Principal*, which captured existing practice in the event that the Principal was absent or incapacitated;

- the proposed withdrawal of Ordinance P10: *Award of Degrees to Associates of the Heriot-Watt College*;

- the proposed renumbering of Ordinance A3**:** *The Academic Year* to Ordinance P12;

- the proposed amendments to Ordinance D1: *Engaging with Stakeholders* and the renumbering of the Ordinance to B14;

- the proposed amendments Ordinance E4: *Student Discipline*; and

- the proposed renumbering of Ordinance N1: *The Auditors to* Ordinance B15.

M25/39 REPORT FROM THE GOVERNANCE AND NOMINATIONS COMMITTEE (GNC) (Ct3/25/23)

The Court received and **noted** the report from the GNC, presented by Mr Mike Tumilty, Deputy Chair of Court.

The Court noted that the GNC had endorsed amendments to the Finance Committee Terms of Reference and had been broadly supportive of the new Global Environment and Infrastructure Committee Terms of Reference, subject to some amendments. These amendments would be made during the summer, and the CIBC would be invited to approve the Terms of Reference on Court's behalf.

M25/40 REPORT FROM THE AUDIT AND RISK COMMITTEE (ARC) (Ct3/25/24)

The Court received and **noted** the report from the ARC, presented by Mr Mike Tumilty, Chair of the Committee.

The Committee Chair reported that EY had provided an update on the year end planning process and had confirmed that materiality would be increased.

XXX Reserved Section – Ref. FOI(S)A, s.30c.

The Court noted that the Committee had approved the Ethical Business Statement, which had been provided to Court for information. The Committee had considered Internal Audit Reports on Workforce Planning and the GRIs, as well as insights from the General Counsel on her first six months in the role.

M25/41 REPORT FROM THE REMUNERATION COMMITTEE (Ct3/25/25)

The Court received the report from the Remuneration Committee, presented by Mr Mike Tumilty, Chair of the Committee, and **approved** items as below.

Global Succession Plan Framework
The Court **approved** the Global Succession Plan Framework, noting that the Remuneration Committee had received a detailed presentation from Global Director of HR on this topic. The Global Director of HR reported that the Framework provided a robust view of current actions and how succession planning would be progressed across the University in future years. Next steps would involve a meeting with the Chair of Court in July 2025 and follow up reports to the GPCC regarding the process and the Remuneration Committee regarding the outputs.

Global Reward Policy and Senior Staff Remuneration Procedures
The Court **approved** the Global Reward Policy and Senior Staff Remuneration Procedures, noting that these remained unchanged from the versions approved by the Court in June 2024.

Remuneration Committee Terms of Reference
The Court **approved** the Remuneration Committee Terms of Reference, noting that only minor amendments had been made to update the membership and correct errors. In future, the Committee would meet three times per year. The September meeting would ratify UE objectives for the year, the November meeting would review the prior year's objectives and consider remuneration decisions, and the May meeting would consider the process to be followed in the following year.

M25/42 REPORT FROM THE GLOBAL STUDENT LIFE COMMITEE (GSLC) (Ct3/25/26)

The Court received and **noted** the report from the GSLC, presented by Ms Marta Phillips, Chair of the GSLC.

The Committee Chair reported that the Student President Annual Reports had all been presented to GSLC in a timely manner, reflecting improvements to organisation within the SRBs. The GSLC had welcomed the updates on the vibrancy of student activity across the University. The Reports had highlighted some issues and challenges, particularly capacity issues in Dubai and Malaysia because of the smaller number of student officers, and had identified how these challenges were being addressed. The GSLC had also received an update on improvements to the process for student hardship payments and would keep this under review.

M25/43 ANY OTHER BUSINESS

The Deputy Chair of Court thanked all members for their contributions to the meeting and thanked the Executive for providing clear data and papers. The Deputy Chair wished those present a pleasant summer break.

M25/44 DATE OF NEXT MEETING

MINUTE REF

The Chair noted that the next regular meeting of the Court would be on Thursday 2 October 2025 via Microsoft Teams from 8:30 – 12:30 (UK time); 11:30 – 15:30 (Dubai time); and 15:30 – 19:30 (Malaysia time).

At this point in the meeting, Court members took part in an in-camera session.