

**DRAFT MINUTE OF THE SHADOW COURT COMMITTEE MEETING
UNIVERSITY OF THE HIGHLANDS AND ISLANDS
HELD ON FRIDAY 18TH OCTOBER 2013
AT THE EXECUTIVE OFFICE, INVERNESS
AT 14:00 hours**

PRESENT Steve Thomson (Governor appointed by HIE & Chair)
Garry Coutts (UHI Rector)
Michael Foxley (Chair of FERB) (VC)
Andy Rogers (Independent member) (VC)
Malcolm Burr (Governor appointed from CEOs of local authorities) (VC)
Vicki Nairn (Independent member)
David Worthington (Staff Governor) (VC)
Michael Gibson (Chair of SAMS)
Rachel Parker (UHISA President)
Eileen Mackay (Independent member) (VC)
Drew Ratter (Chair of Shetland College UHI)

IN ATTENDANCE: Fiona Larg (Chief Operating Officer & Secretary)
Mike Devenney (Associate/Vice Principal FE) (VC)
Crichton Lang (Deputy Principal)
Jeff Howarth (Vice Principal, Research & Enterprise)
Dorothy Steven (minutes)

APOLOGIES: James Fraser (UHI Principal & Vice Chancellor)
David Alston (Independent member)
Gillian Berkeley (Staff member)
James MacDonald (Independent member)
Kenny Miller (Sponsor University Rep)
Willie Printie (Independent member)
Ian Bryden (Vice/Associate Principal – Research & Specialist)
Fiona McLean (Independent Member)

ITEM

ACTION

1 INTRODUCTION

1.1 Welcome and Quorum.

The Chair welcomed members to the meeting and noted that a quorum was present. Members then congratulated the Chair on his recent appointment.

It was noted that the purpose of the meeting today was to provide Shadow Court members with an opportunity to review and comment upon papers that would be presented to the University Court on 22nd October.

1.2 Declarations of Interest: None.

1.3 Notification of any other Business.

- Reduced volume of board packages – Members expressed concern that the volume of information provided was often too great leading to a risk that members were unable to read all relevant information prior to a meeting. It was agreed that staff be directed to make a concerted effort to reduce the length of papers presented to committee meetings. The Chair suggested that a two page Executive

Summary would be desirable with additional information available for members to review from the Boardpad Reading Room or UHI Mahara facility.

2 MINUTES

2.1 The Shadow Court noted the minutes of the Court meeting held on 9th of September 2013 (UC13-040).

2.2 Matters Arising

The Shadow Court noted the Matters Arising paper UC13-041.

The Shadow Court considered the draft Terms of Reference (TOR) for the FE Regional Board. It was noted that a number of amendments were needed to reflect the provisions of the Post 16 (Scotland) Education Act 2013 and that amended TOR would be submitted to Court for approval at a later meeting.

3 CHAIRMAN/PRINCIPAL'S COMMENTS

3.1 News & Events round-up

The Shadow Court noted paper UC13-042. It was agreed that this paper would not be circulated as an agenda item in future but that it would be available for members via a reading room.

4 COMMITTEES & MEMBERSHIP

4.1 Court Membership

The Shadow Court noted paper UC13-043. It was noted that following the expiry of Hugh Morison's term of office on 30 September 2013 that an opportunity now existed for Shadow Court member David Alston to be appointed as a member of the University Court. It was noted that Court would be asked to approve a recommendation to this effect when they met on 22nd October 2013.

4.2 Committee Changes

The Shadow Court noted paper noted paper UC13-044 detailing changes to committee membership and a recommendation to disband the Transformation Implementation Group.

5 GOVERNANCE

5.1 Implementation of Governance Working Group report – Update

The Shadow Court noted paper UC13-045 providing an update on the implementation of Governance Working Party report recommendations.

A brief discussion was held on the Office of National Statistics decision to reclassify incorporated colleges as Public Bodies and possible implications for affected AP partners. It was noted that efforts to mitigate these impacts are the subject of on-going discussions with Scottish Government, the UK Treasury and SFC.

5.2 Report from UHI Foundation

Noted that the next meeting would take place on 18th November.

5.3 Report from UHISA President

The Shadow Court noted paper UC13-046.

The UHI Rector proposed that a separate meeting regarding Student Engagement be set up. It was noted that the UHISA President would discuss this with the Dean of Students.

UHISA

5.4 High Level Risk Register (HLRR)

The Shadow Court considered the HLRR paper UC13-047. It was noted that the committee felt that the HLRR was overly complex and should be simplified

5.5 Scottish Code of Good HE Governance

The Shadow Court noted paper UC13-048. The following points were highlighted: -

- The Scottish Code of Good HE Governance has been accepted by the funding council
- UHI's Internal Audit Service had been tasked to undertake a review of compliance with the new code.

The Shadow Court requested that UHI policies be made available via the Boardpad Reading Room facility.

5.6 Gaelic Language Policy

Paper UC13-049 was noted.

5.7 Highland Public Services Partnership Board

The Shadow Court considered paper UC13-050. It was noted that the paper proposed that the university should be represented on the HPSPB.

5.8 Wording of Special written resolution for adoption of new Articles of Association

The Shadow Court noted paper UC13-051.

6 FINANCE & PLANNING

6.1 Finance Report

The Shadow Court noted paper UC13-052.

The Shadow Court noted that the pensions situation was highly complex and recommended that Court be provided with additional information about possible options and associated implications before being asked to formally agree a pensions strategy.

6.2 Annual Internal Audit Report 2012/13 and Internal Audit Plan 2013/14

The Chief Operating Officer & Secretary briefly summarised papers UC13-053 and UC13-053a prepared by the Head of Internal Audit.

6.3 Strategic Plan 2012/17 Performance Report

The Shadow Court considered paper UC13-054. It was noted that the strategic plan would be reviewed by HEPPRC members at an An Comann event scheduled for late October.

(Independent Member Vicki Nairn exits the meeting at 15:47)

6.4 Student number update 2012/13

The Shadow Court noted paper UC13-055 provided by the Director of Marketing Communication & Planning. The content was briefly summarised by the Chief Operating Officer & Secretary.

6.5 Student number update 2013/14

The Shadow Court noted paper UC13-056 prepared by the Director of Marketing Communication & Planning providing details of the position in relation to full time equivalent student numbers FTESs for 2013/14 as at 3rd October 2013

6.6 2012/13 SFC Outcome Agreement Report

The Deputy Principal provided the Shadow Court with a brief verbal report in connection with the Outcome Agreement paper (UC13-057).

(Chair of Shetland College, Drew Ratter and Staff Governor, David Worthington (VC) exit the meeting at 16:00)

7 ACADEMIC & RESEARCH

7.1 Beechwood Partnership Facility

The Shadow Court noted paper (UC13-058) on the above subject. It was noted that the paper provided an update on progress reported to Court in June 2013. The Shadow Court noted that the Finance and General purposes committee had considered the paper on 25th September 2013 and that they would recommend that Court continue to progress the project.

7.2 Red Button Annual Report

The Shadow Court noted paper (UC13-059) prepared by the Dean of Students comprising an annual report for 2012-13 summarising all issues that have been dealt with during the year arising from the red button feedback facility.

The UHISA President reported that students highly valued the Red Button facility as an effective, useful and approachable mechanism for seeking advice, providing feedback and airing concerns.

7.3 Annual Statement to SFC on institution-led review in AY 2012/13

The Shadow Court noted the above report prepared by the Deputy Principal (UC13-060).

7.4 National Student Survey Results

The Shadow Court noted paper (UC13-60a).

7.5 ELIR Report – One Year Follow Up Report

The Shadow Court noted paper (UC13-060b). .

8 REPORTS AND CIRCULARS

8.1 The Shadow Court noted the reports from the following committees:

- Finance & General Purposes Committee
- Audit Committee
- Academic Council
- HEPPRC
- Risk Review Group
- TIG

9 ANY OTHER BUSINESS

None.

10 DATES OF FUTURE MEETINGS

Possible Shadow Court meeting on 10th December 2013.

Meeting closed at 16:45