

**MINUTES OF THE COURT MEETING (UC)
UNIVERSITY OF THE HIGHLANDS AND ISLANDS
HELD ON WEDNESDAY 16 SEPTEMBER 2015 AT 12:00 HRS
IN ROOM EO1, EXECUTIVE OFFICE, NESS WALK, INVERNESS**

PRESENT: Professor Fiona McLean (Vice Chair of Court)
Garry Coutts (Chair of Court) (VC) in part
Professor Clive Mulholland (UHI Principal and Vice-chancellor)
Dr Michael Foxley – (Chair of UHI FE Regional Board)
Dr David Alston
Willie Printie
Eileen Mackay - VC
Andy Rogers
Vicki Nairn
Angus Ross - VC
Malcolm Burr
Peter Campbell
Luke Humberstone
Lorna Stanger
James MacDonald
Iseabail Mactaggart (VC) in part

IN ATTENDANCE: Dr Jeff Howarth (Vice Principal Enterprise)
Professor Ian Bryden (Vice Principal Research & Specialist)
Mike Devenney – VC (Vice Principal Further Education)
Crichton Lang (Deputy Principal)
Roger Sendall (Corporate Governance Manager)
Diane Mean(rDAP Observer) VC

APOLOGIES: Gillian Berkeley
Dr David Worthington
Professor Kenneth Miller
Anton Edwards
Fiona Larg

ITEM	ACTION
1 INTRODUCTION	
1.1 Welcome and Quorum.	
It was noted that a quorum was present.	
Court noted the sad death of the former Chair of SAMS and member of the University Court Mr Michael Gibson.	
The Chair welcomed Lorna Stanger Vice President Further Education of HISA to her first Court meeting.	

The Chair also welcomed Diane Mean of QAA who was observing the meeting as part of the rDAP scrutiny process.

1.2 Declarations of Interest:

Dr Alston declared an interest in item 6.2 as he was a member of the Highland Council Pensions Committee. Dr Alston left the meeting for this item.

The Principal and staff members each declared an interest in the business of the Remuneration Committee.

1.3 Notification of any other Business.

None.

1.4 Starring.

The following items were starred for discussion:

- 4.3 ESIF Update
- 6.3 Key Performance Indicators
- 6.4 Performance Dashboards
- 6.6 Student Recruitment
- 7.1 Annual Statement to SFC on Institution Led Review

2 MINUTES OF MEETINGS

2.1 Approval of Court Minutes

The Court resolved to approve the minutes of the meeting held on 1st July 2015 (UC15-051).

2.2 Matters Arising

The Court noted the Matters Arising paper UC15-053.

2.3 Minutes from Committees of Court

The Court reviewed the draft minutes of the following committee meetings:

- UC15-054 - Finance and General Purposes Committee of 3rd July 2015.
- UC15-055 - Finance and General Purposes Committee of 10th August 2015.
- UC15-056 - Audit Committee of 2nd September 2015
- UC15-057 - Further Education Regional Board of 3rd September 2015
- UC15-058 - Foundation meeting of 26th August 2015

The following points were highlighted:

- The Audit Committee had met with Ernst and Young the University's external auditors and agreed the audit planning report for the financial statements for the year ended 31st July 2015. It was noted that the statements would be presented to Court for approval in December.
- Ernst and Young had confirmed that the University's accounts for the year ended 31st July 2015 would not need to be consolidated with the accounts of the five

assigned incorporated colleges. However, this was a judgement that would need to be reviewed annually. The decision was focussed on the level of control exerted by the University over these five colleges and this may change once the new FM was formally adopted and as a result of new academic partner agreements.

- The Audit committee had considered an internal audit report setting out the findings of an audit review to assess the adequacy and effectiveness of the University's arrangements for monitoring the financial position of individual academic partners. This report identified several areas for improvement and the Committee had resolved to recommend that Court endorse the action plan set out within the report before the end of November 2015. It was noted that this report had been widely circulated within the partnership including to FGPC, HEPPRC and FERB and Court agreed to accept the committee's recommendation to endorse the reports actions.
- The Audit Committee Chair encouraged partners to share information and provide the Head of Internal Audit with early sight of their own audit plans in an effort to better coordinate partnership audit activity and he noted that an Audit Chairs meeting had been convened for early November
- The FERB had held a successful planning event on 03/09/2015 to consider the key challenges and opportunities facing FE in Scotland with attendance from AP Chairs and Principals and invited guests including the Regional lead for Lanarkshire, Colleges Scotland, SFC, HISA and SDS.
- Court noted that the minutes of the previous weeks Academic Council and Remuneration Committee meetings would be presented to Court in December.

3 CHAIRMAN/PRINCIPALS COMMENTS

- The Principal reported that Diane Rawlinson the Principal of Inverness College had been appointed as Vice-Principal for Work Based Learning on a 0.2 FTE contract. This dual role position was fully funded by Skills Development Scotland. The University intended to establish 50 dual role positions across the University partnership over the next five years as a way of improving partnership working and as an aid to developing a consistent level of service.
- The University had achieved accreditation by the Higher Education Academy to make awards to HE teaching staff up to level 3 (Senior Fellow).
- Contracts had been agreed with Cityheart to progress the University's student residences project providing new accommodation in Inverness and Fort William for September 2016. Court noted that a joint press release was due to be issued on 17th September and that details were embargoed until then.
- The University was currently recruiting for a new Director of Corporate Resources to replace Lorna MacDonald the University's Finance Director who had left the institution to take up a position with SFC. The Court recorded its gratitude to Ms MacDonald for her service and valuable contribution to the university partnership
- Court noted the content of a paper entitled "Board Effectiveness Improvement Plan" prepared jointly by the Chair and Vice Chair of Court circulated to members before the meeting. Court supported the content of the note in relation to team building and also agreed that further work should be progressed by members to review the balance of skills and experience

Enter G
Coutts

4 STRATEGY & PLANNING

4.1 Strategic Planning Event - 20th October 2015

Court noted that the event would provide an opportunity to follow up on the event held in May 2015 with the main focus on options appraisal to deliver a sustainable partnership model. Further details would be circulated to members in due course.

4.2 Residences Project

Court homologated paper UC15-052 in relation to Courts approval to progress and sign a contract with the developer Cityheart for Phase 1 of the Residences project (previously agreed by members via electronic communication) with the COOS.

4.3 ESIF Update

Court endorsed the direction of travel outlined within paper UC15-059 setting out an update on UHI's planning for ESIF activities, including discussion with key lead partners.

5 GOVERNANCE

5.1 Assigned Colleges Financial Memorandum & new Academic Partner Agreements

Court noted paper UC15-060 providing an update on progress with the above issues. It was noted that the FM was currently still in draft form and that consultation was continuing with the five incorporated colleges and SFC in an effort to conclude the FM as quickly as possible. Court noted that the colleges were unhappy with one clause within the draft FM relating to the ability of a college to transfer funds from commercial activity to an Arm's Length Foundation (ALF).

Court noted that a workshop session had been held on 27th August with academic partner Principals and the University's lawyers in an effort to progress new academic partner agreements. A second workshop session was planned for October 2015 with the aim to conclude new agreements before the end of the year.

5.2 Appointments to Assigned Colleges Board of Management

Court approved paper UC15-061 comprising a recommendation to re-appoint Mr Niall Smith as the Chair of the Board of Management for North Highland College UHI.

5.3 Annual Internal Audit Plan

Court noted paper UC15-062 comprising the Internal Audit Plan for 2015/16 as approved by the Audit Committee.

6 FINANCE & PLANNING

6.1 Management Accounts

Court noted the Management Accounts for the year ended 31st July 2015 (UC15-063).

6.2 Shared Services

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Alston for

Court considered paper UC15-064 prepared by the Director of Shared Services giving an update on shared services pension issues and associated cost implications.

this item only.

The Principal was pleased to report that the Highland Council had confirmed that they were willing to extend the current pensions guarantee provided for University employees to staff of the new company without the need for a bond. It was presently still unclear how the proposed arrangement would impact upon the employee contribution rates. Further information was expected within the next few days.

Court noted that there was a need to identify a new independent Chair for the Shared Services company. It was agreed to circulate a person specification and role description to members of Court with a view to appointing a suitable Chair before the end of October.

Director of SS

6.3 Critical & Key Performance Indicators

Court approved paper UC15-065 setting out the proposed reporting schedule for monitoring performance with Critical Performance Indicators within the University's current strategic plan and underlying KPIs for management.

It was noted that a small sub group of Court would be established early in 2016 to review the measures.

6.4 Academic Partner Performance Dashboards

Court noted paper UC15-066. It was noted that Court would also welcome some form of bespoke reporting to highlight key activity undertaken by individual colleges.

6.5 National Student Survey Results 2015/16

Court considered paper UC15-067 and a verbal report from the Deputy Principal in relation to the initial analysis of the 2014/15 NSS results and the factors which may be influencing them. During the course of discussion the following key points were noted:

- The University's current strategic plan includes the aspiration to improve performance in NSS by 2019/20 to 2% above the Scottish average for overall satisfaction. The results were disappointing partly because a small number of programmes had created a significant impact on the University's overall performance this year (-4%).
- The University's small sample population meant that results were susceptible to significant swings (negative or positive) and as a result it was necessary to improve communications with students in relation to the role and purpose of the NSS in conjunction with HISA.
- Further analysis of narrative comments and red button responses was progressing to inform the development of appropriate enhancement activity that would provide rapid improvements to low scoring areas.
- The NSS results also highlighted some areas of excellent performance and these should be acknowledged and celebrated.
- There was a need to consider whether to continue to include HN students within the University's sample. HN students were originally included to increase the UHI sample size, however, the University was growing and many HNs were progressing

to degree courses and were precluded from being sampled in later surveys because students may only be sampled once.

6.6 Student Recruitment

Court noted paper UC15-068 providing a summary of the 2015/16 SFC fundable HE student number target and the current estimated recruitment position.

Court considered that there was a need to reconsider the University's marketing strategy and branding of key courses. The Principal explained that he intended to progress a more strategic top down approach to student number planning in future and members agreed that there would be a benefit in progressing further discussion around key points and issues out with the meeting, perhaps as part of the strategic planning event.

Exit V
Nairn & J
Howarth

Principal

7 ACADEMIC BUSINESS

7.1 Annual Statement to SFC

Court approved paper UC15-069 comprising the annual summary required by SFC on the University's internal quality review processes.

7.2 Enhancement-Led Institutional Review (ELIR)

Court noted the briefing paper UC15-070.

7.3 Academic Freedom Policy

Court approved the above policy UC15-071.

8 REPORTS

8.1 HISA

Court received verbal reports from the President and Vice President of HISA. Court was pleased to note good progress with regard to establishing the new students' association to represent both further and higher education students across the partnership.

9 RISK MANAGEMENT

9.1 Corporate Risk Register

Court noted paper UC15-073.

Open business concluded at 12:12.

Exit DP,
VPFE,
VPRS.

RESERVED BUSINESS

10. Remuneration Committee

The Chair of the Remuneration Committee reported that the committee had met on 4th September and unanimously agreed a 1.5% salary uplift to all University staff grades and for a number of management grade salaries. Minutes of the meeting would be presented to Court for information in December.

Court noted that the committee was also considering a number of amendments to the current Remuneration Policy and this policy would be presented to Court for approval in due course.

The Chair of FERB expressed concern that there were too many discrepancies between salaries and terms and conditions offered by different University partners.

11. Moray College UHI

Court noted paper UC15-074.

The meeting closed at 13:59.