

University of the Highlands and Islands

Further Education Regional Lead - Independent Court Member Recruitment

The University of the Highlands and Islands is the United Kingdom's leading integrated university encompassing both further and higher education. Based in the Highlands and Islands of Scotland, our distinctive partnership of 13 independent colleges and research institutions is locally based and rooted in communities, but with national and international reach, as part of a regional university structure. Our reputation is built on our innovative approach to learning and our distinctive research and curriculum.

The University Court is committed to equality and diversity and to ensuring that our governing body represents the staff, students and community that it serves, applications are particularly welcome from women, people with disabilities and people from ethnic minorities.

Further Education Regional Lead

The University is currently seeking an independent member with relevant skills and experience to serve as the University's Further Education (FE) Regional Lead and vice chair of our Regional Strategy Committee. This is a senior independent member position, and the successful applicant will be required to complete the general responsibilities and duties of an independent court member alongside championing further education at non-executive level within the University and externally including regular liaison with twelve other Scottish Further Education Regional Leads, the Scottish Funding Council (SFC) and Scottish Government. The FE Regional Lead will be required to become a member of the board of Colleges Scotland and will be expected to participate fully in the non-executive work of Colleges Scotland and in representation externally both on behalf of the University's region and as part of Colleges Scotland (please see attached Colleges Scotland Governance Structure diagram).

Time Commitment and Remuneration

Independent members are expected to devote such time as is necessary for the proper performance of their duties. The time commitment associated with performing this role is anticipated to be around two days per week. In recognition of this commitment, the University has determined that the role will be remunerated up to a maximum of 104 days per annum at a daily rate of £287. The University will also reimburse all reasonable and properly documented expenses incurred by independent members in performing their duties of office.

This is based on preparation for and attendance at:

- scheduled Court and Regional Strategy Committee meetings
- scheduled Colleges Scotland meetings
- attendance at annual Court strategy away-day(s)
- attendance at individual College Strategic Dialogue meetings with SFC Board members
- site visits
- attendance at Court Committee meetings
- meetings with key stakeholders
- attending update meetings/training

- meetings as part of the Court evaluation process
- chairing and participating in the recruitment of assigned college chairs and independent board members

Meetings may involve travel throughout the whole of Scotland as well as within the Highlands and Islands, Moray, and Perthshire regions.

The nature of the role makes it impossible to be specific about the maximum time commitment, and there is always the possibility of additional time commitment in respect of preparation time and ad hoc matters which may arise from time to time, and particularly when the University is undergoing a period of increased activity. At certain times it may be necessary to convene additional Court, committee or members meetings.

Key Areas of the Role

To serve as Vice Chair of the Regional Strategy Committee and to act as the University's lead independent governor in relation to Further Education business and activities to help ensure that the Court fulfils its responsibilities as the regional strategic body for further education in the University's region.

To act as one of two vice chairs of the Regional Strategy Committee and to work closely with the chair of Court, the chair of the Regional Strategy Committee and the other vice chair of the Regional Strategy Committee to promote and champion the University's role as a leading tertiary education provider.

To work closely with the University's executive team, in particular the Vice-Principal Further Education and Principal and Vice-Chancellor to:

- Ensure balanced, objective and well-informed decision making,
- Ensure that the Regional Strategy Committee and the court articulates a clear vision and strategic direction for further education in the region which is consistent with the strategy of UHI and the Skills Investment Plan for the region and keeps these under review
- Ensure the University regularly reviews the performance of the assigned colleges against performance indicators and outcome agreement measures set
- To ensure that the Regional Strategy Committee works within the delegation limits and terms of reference set for it from time to time by the University Court
- To act as champion for further education in the University
- To represent the University at non-executive level at Colleges Scotland including membership of its board and committees and in discussions with other external partners.
- To establish and maintain links with the chairs of the University's academic partners that provide further education in order to inform external engagement
- To participate in board appointments to academic partner boards, as required

Skills and experience

- Significant track record in education, business or public life which will engender respect across the further and higher education communities and of stakeholders
- Deep knowledge of the college sector, ideally gained as a board member or as a senior member of staff in a college

- Ability to represent the University well in high-level external meetings
- Ability to build strong relationships with academic partner chairs
- Knowledge of and networks in the Highlands and Islands, Moray, and Perthshire
- Ability to engage effectively and successfully influence a wide range of stakeholders, including individuals and groups, board members, senior staff of colleges, learners, politicians and those working in the highest levels of Government
- Understanding of the distinctive character of the Highlands and Islands, Moray, and Perthshire

Duties

Independent members are expected to perform their duties, whether statutory, fiduciary or common-law, faithfully, efficiently and diligently to a standard commensurate with the functions of the role and their knowledge, skills and experience.

Members must exercise their powers as a non-executive director having regard to relevant obligations under prevailing law and regulations, including the Companies Act 2006 and corporate governance best practice. Members will have particular regard to the general duties of directors as set out in Part 10, Chapter 2 of the Companies Act 2006, including the duty to promote the success of the University:

“A director of a company must act in the way he considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to - (a) the likely consequences of any decision in the long term, (b) the interests of the company's employees, (c) the need to foster the company's business relationships with suppliers, customers and others, (d) the impact of the company's operations on the community and the environment, (e) the desirability of the company maintaining a reputation for high standards of business conduct, and (f) the need to act fairly as between members of the company.”

Members will have particular regard to the Scottish Code of Good HE Governance and to associated guidance on board effectiveness in respect of the role of the board and the role of the non-executive

Independent members are required to:

- constructively challenge and help develop proposals on strategy;
- scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance;
- satisfy themselves on the integrity of financial information and that financial controls and systems of risk management are robust and defensible;
- devote time to developing and refreshing their own knowledge and skills;
- uphold high standards of integrity and probity and support the Chair of Court and other directors in instilling the appropriate culture, values and behaviours in the boardroom and beyond;
- insist on receiving high-quality information sufficiently in advance of meetings; and
- take into account the views of students and other stakeholders where appropriate.

Members are required to exercise relevant powers under, and abide by, the University's articles of association and relevant University policies and procedures.

Members must disclose any direct or indirect interest they may have in any matter being considered at a Court or committee meeting and, save as permitted under the articles of association, will not vote on any resolution of the Court or of one of its committees, on any matter where they have any direct or indirect interest.

Appointment

Appointment is for an initial term of three years and is subject to the University's articles of association. Continuation is contingent on satisfactory performance.

Independent members typically serve two three-year terms but may be invited by the Court to serve for an additional period.

Independent members may be required to serve on one or more committees of the Court.

Independence and outside interests

In certain circumstances the agreement of the Court may have to be sought before a member may accept further commitments which either might give rise to a conflict of interest or a conflict of any duties to the University, or which might impact on the time that a member is able to devote to their role with the University.

Confidentiality

All information acquired during appointment is confidential to the University and should not be released, communicated, nor disclosed either during the term of appointment or following termination (by whatever means), to third parties without prior clearance from the Chair of Court. This restriction shall cease to apply to any confidential information which may become available to the public generally.

Members are required to hold and retain company information under appropriately secure conditions.

Induction

The University will provide a comprehensive, formal and tailored induction.

Review process

The performance of individual directors and the whole Court and its committees is evaluated annually.

Training

On an ongoing basis, and further to the annual evaluation process, the University may make provision for members to develop and refresh their skills and knowledge in areas which are likely to be required, or of benefit to members in carrying out their duties effectively. Members should endeavour to make themselves available for any relevant training sessions which may be organised for the Court.

Insurance and indemnity

The University has directors' and officers' liability insurance in place.

Termination

Your appointment may be terminated with immediate effect if you:

- (a) commit a material breach of the obligations set out within your letter of appointment; or
- (b) commit any serious or repeated breach or non-observance of your obligations to the University (which include an obligation not to breach your duties to the University, whether statutory, fiduciary or common-law); or
- (c) are guilty of any fraud or dishonesty or acted in a manner which, in the opinion of the University acting reasonably, brings or is likely to bring you or the University into disrepute or is materially adverse to the interests of the University; or
- (d) are convicted of any arrestable criminal offence other than an offence under road traffic legislation in the UK or elsewhere for which a fine or non-custodial penalty is imposed; or
- (e) are declared bankrupt or have made an arrangement with or for the benefit of your creditors; or
- (f) are disqualified from acting as a director.

More information

Please contact Roger Sendall, Acting Secretary and Director of Corporate Governance, for more information: roger.sendall@uhi.ac.uk