

**MINUTE OF THE COURT MEETING (UC)
UNIVERSITY OF THE HIGHLANDS AND ISLANDS
HELD ON TUESDAY 18 DECEMBER 2012
AT THE EXECUTIVE OFFICE, INVERNESS
AT 11:00 HRS**

PRESENT: Professor Matthew MacIver (Chair)
James Fraser (UHI Principal and Vice-chancellor)
Katrina Paton (UHISA President)
Janet Hackel
Dr Fiona Skinner
Andrew Campbell (VC)
Garry Sutherland
Penny Brodie (VC)
Aideen O'Malley (VC)
Rt Hon. Lord William Prosser (VC)
Hugh Morison (VC)
Eileen Mackay (VC)
Professor Norman Sharp
Andy Rogers
Professor Donald MacRae
Thomas Prag
Professor Anton Edwards
Dr Alistair Mair
Dr Bruce Nelson
Professor Kenny Miller

IN ATTENDANCE: Fiona Larg (Secretary)
Garry Coutts (UHI Rector)
Dr Gordon Jenkins (Deputy Chair, Executive Board)
Murray McCheyne
Michael Gibson
Dr Michael Foxley
Niall Smith
Martin Wright
Lorna MacDonald
Dr Crichton Lang
Dr Jeff Howarth
Marlene Wood (in part)
Peter Campbell (in part)
Roger Sendall (minutes)

APOLOGIES: Jack Watson
Dr Jana Hutt
Dr Brian Chaplain
Professor Bill McKelvey
Iain Scott
Joe Moore
Drew Ratter
Janice Annal

ITEM	ACTION
1 INTRODUCTION	
1.1 Welcome and Quorum. It was noted that a quorum was present. Court agreed that the Vice Chair and Deputy Principal of Shetland College could attend the meeting as observers.	
1.2 Declarations of Interest: It was noted that Mr Prag was a Trustee of the UHI Development Trust. Paper UC12-079 refers.	
1.3 Notification of any other Business. None	
2 MINUTES	
2.1 Approval of Minutes. The Court resolved to approve the minutes of the meeting held on 31 st October 2012 (UC12-062).	
2.2 Matters Arising. The Court considered the Matters Arising paper UC12-059. Item 2 - Court was disappointed to note that the process of completing disclosure checks at one AP was incomplete and felt that this matter must be progressed more quickly.	
3 CHAIRMAN'S COMMENTS/NEWS & EVENTS	
3.1 News and Events Round-up. The Court noted the paper UC 12-063.	
4 COMMITTEES & MEMBERSHIP	
4.1 Court approved the paper UC12-064 prepared by the Secretary detailing extensions and changes to the membership of Court and also requesting Court to agree to adding a student representative to the UHI Health and Safety Committee. It was noted that the Chair of SAMS had indicated that he did not wish to be appointed as a director of the University and would prefer to continue as an observer. In addition it was noted that the Chair of Inverness had decided not to attend Court meetings once his membership status changed to "in attendance" and that he would instead liaise with his AP colleagues and rely upon them to represent his views.	

5 GOVERNANCE

5.1.1 Report from the Research Working Party – Members of EO staff implicated by the proposals were asked to leave the room for this item.

The Court received a verbal report from Professor Sharp in connection with the above report (UC12-065a) that was presented to Court for approval. It was noted that the working party had been set up by Court on 31st October to consider research structures and the role of the Associate Principal Specialist & Research in particular. The group had held a productive meeting in Inverness on 12th December and the group's recommendations were as set out in the paper.

The Chair thanked the members of the working party for their efforts and then invited members of Court to consider and discuss the substantive recommendations of the group in turn.

Following due consideration Court agreed to accept all the recommendations of the Research Working Party. The following significant points were highlighted.

- The Associate Principal posts should be renamed as Vice & Associate Principal Further Education and Vice & Associate Principal Specialist & Research. The addition of the title "Vice" was considered important to ensure that the post holders status was properly recognised and understood outwith the University. The term Associate was often perceived as of lesser importance and this perception would be unfortunate.
- The agreed new structures should be subject to a review after a period of 18 months.
- The job description for the Vice & Associate Principal Specialist & Research post should be strengthened to reflect the essential need for the post holder to be actively involved in research.

6.9 REPORT FROM THE AUDIT COMMITTEE

Court received a presentation from the Chair of the Audit Committee in connection with the Annual Report of the Audit Committee (UC12-081). Following due consideration Court resolved to approve the report.

It was noted that the Audit Committee were extremely complimentary with regard to the performance, expertise and professionalism of the UHI Internal Audit Service over the past twelve months.

5.1.2 Implementation of Governance Working Party Recommendations

Court noted paper UC12-065 prepared by the Secretary providing an update on actions taken since the last Court meeting held on 31st October 2012.

5.1.3 Shadow FE Regional Board

Court received a verbal report from the Chair of the FE Regional Board in connection with a meeting that was held on 12th December. Minutes of the meeting would be circulated to Court for information in due course. Significant issues discussed included recognition of the need to clearly identify the level of delegated authority that the FE Regional Board would have from Court and the need for APs to engage with the process for applying for transitional funding from SFC particularly in the context of ensuring that APs were able to appropriately support the role of the new APFE.

Exit, Vice Principal (academic), Vice Principal (Research and Enterprise) Finance Director, Director of M,C&P for this item.

Exit Secretary.

5.2 Post 16 Education (Scotland) Bill

Court noted paper UC12-066 prepared by the Secretary relating to the above. It was agreed to delegate the Chair, Vice Chair, Principal and Secretary to prepare a response to the consultation process on behalf of the University and members were encouraged to submit written comments to the Secretary.

5.3 Revised Risk Policy

Court approved the paper UC12-067 comprising the revised Risk Management Policy for the University as recommended by the Finance and General Purposes Committee.

5.4 High Level Risk Register

Court noted the HLRR (UC12-068) as amended at the Risk Review Group (RRG) meeting held on 27th November 2012. It was noted that Court were concerned that amendments to the narrative of the HLRR had resulted in a lack of clarity over the causes of some of the risks and may need to be reviewed.

It was noted that members were interested in risks associated with the UKBA Tier 4 licence. The Secretary explained that risks associated with this issue had been considered by the RRG but were not presently considered serious enough to include on the HLRR. It was noted that the Internal Audit Service reviewing processes and procedures in connection with the UKBA licence and that a report on this activity would be presented to the Audit Committee's next meeting. It was noted that the Director of Marketing Communications and Planning would prepare a paper for Court in relation to this issue.

Action: M
Wright

5.5 Freedom of Information (FOI) – Annual Report

Court noted the report UC12-069 prepared by the Corporate Governance Officer comprising a summary of FOI activity in 2012 and a full report on progress with the University's action plan.

5.6 Annual Monitoring Report

Court noted the above report (UC12-070) comprising a summary of activity during academic year 2011/12 in the following areas; complaints, public interest disclosures, fraud and irregularities, UHISA and the Data Protection Act.

5.7 Equality and Diversity – EO Framework

Court approved paper UC12-071 prepared by the Equality Officer setting out mainstreaming proposals and agreed equality outcomes to be implemented throughout 2013.

5.8 Executive Office Staff Survey

Court noted the Executive Office Staff survey that had been circulated with the appendix for the meeting.

5.9 Management Information Systems – paper withdrawn.**5.10 Report from UHISA**

Court noted the report provided by the President of UHISA (UC12-073).

5.11 Report from UHI Foundation

Court received a verbal report from the Rector in connection with the meeting of Foundation held on 15th November. It was noted that the meeting had focussed almost entirely on the Governance Working Party's Report. It was noted that concern had been raised about the proposals to reduce Foundation representation from 3 members to two, however, the Foundation had eventually agreed by a narrow majority to support the proposals. It was noted that Foundation had also expressed a wish for Court to consider allowing observers to attend meetings in future.

5.12 Presentation to APCC 23/11/2012

Court noted the presentation slides that had been circulated with the appendix for the meeting.

6 FINANCE & PLANNING**6.1 2011- 2012 Statutory Accounts - UHI**

Court considered the paper UC12-074 containing the UHI Report and Financial Statements for the year ended 31st July 2012. It was noted that the draft accounts had been considered by the Audit Committee on 14th November and by the Finance and General Purposes Committee on 4th December who had agreed to recommend Court to approve the accounts for the year ended 31st July 2012.

In addition it was noted that the external auditors had reported to the Audit Committee that they were very pleased with the Audit and the efficiency and preparedness of the UHI finance team.

6.2 Management Letter/Audit Results

Court noted the paper UC12-075 comprising a letter from the external auditors summarising the 2011/12 audit results.

6.3 2011-2012 Representation Letter

The Court approved the Letter of Representation (UC12-076) for the auditors prepared in connection with the financial statements for the year ended 31st July 2012.

6.4 Statement of Internal Control 2010/2011:

The Court approved the Principal's Statement of Internal Control 2011/12 (UC12-077) as recommended by the Audit Committee.

It was noted that the document constituted an evidence based assurance for Court relating to the following,

- a. UHI is meeting its statutory obligations and organisational objectives
- b. UHI is identifying and managing risks to the achievement of its objectives.
- c. UHI has identified the key controls to manage its risks, and
- d. UHI is satisfied that its key controls are effective.

6.5 2011- 2012 Statutory Accounts UHISA

Court noted the UHISA Statutory Accounts for the year ended 31st July 2012 (UC12-078).

6.6 2011 – 2012 Statutory Accounts Development Trust

Court noted the UHI Development Trust Statutory Accounts for the year ended 31st July 2012 (UC12-079).

6.7 2012/13 Quarter 1 Management Accounts

Court noted paper UC12-080 comprising the management accounts for the three months ended 31st October 2012.

6.8 EOLAS Research Facility

The Principal reported that the Scottish Funding Council (SFC) had advised that they would not support the Eòlas Research facility project as currently presented. It was noted that Highlands and Islands Enterprise (HIE) remained determined to develop a research facility at Beechwood and that the partner institutions involved were also keen to progress a joint facility. Accordingly efforts were now being made to re-scope the proposals and a revised proposal would be presented to Court in due course.

6.9 Report from the Audit Committee – Noted above.**6.10 Schools Liaison**

Court received a presentation from the Director of Marketing Communications and Planning. A copy of the presentation is appended to this minute.

The Vice Principal (Academic) reported that the University had recently secured a grant of £250k from the SFC to support access to HE from schools.

6.11 Strategic Plan Outcomes Matrix

Court approved paper UC12-082 setting out strategic plan outcomes, measures and targets. It was noted that Court would be interested in receiving regular updates on progress towards achieving key targets rather than relying on an annual report.

7 ACADEMIC & RESEARCH ISSUES**7.1 Annual Retention Report**

Court noted the above report (UC12-084) detailing actions and interventions undertaken to improve student retention.

8 REPORTS & CIRCULARS**8.1** Court noted the following minutes of Committee meetings.

- Finance and General Purposes Committee – 4th September 2012 and 9th October 2012
- Academic Council – 27th September 2012
- Executive Board – 4th October 2012 and 1st November 2012
- Audit Committee – 12th September 2012

9 ANY OTHER BUSINESS: None

Exit D
MacRae

10 DATES OF FUTURE MEETINGS:

19th March 2013 and 18th June 2013

