



## Board of Management

Meeting	Search and Nomination Committee
Date and time	Thursday 10 <sup>th</sup> September at 10.30 a.m.
Location	Via Microsoft Teams

Board Secretary  
3 September 2020

### AGENDA

#### Welcome and Apologies

#### Declarations of Interest

**1. MINUTES**

Meeting of the Committee held on 12 September 2019

**2. BOARD MEMBER RECRUITMENT**

Report by Board Secretary

**3. AOCB**

**4. DATE OF NEXT MEETING**

## Board of Management

### MINUTES of the MEETING of the SEARCH AND NOMINATION COMMITTEE held in the Board Room, 1 Inverness Campus on Thursday 16 May 2019

<b>PRESENT:</b>	Hazel Allen, Neil Stewart, Steve Walsh
<b>APOLOGIES:</b>	Sarah Burton, Brian Henderson, John Wilson
<b>CHAIR:</b>	Neil Stewart
<b>ATTENDING:</b>	Principal Secretary to the Board of Management

#### 1. MINUTES

The minutes of the Meeting of the Committee held on 12 March 2019 were **ACCEPTED** as a correct record and were **APPROVED** and signed by the Chair.

#### 2. SUCCESSION PLANNING

A report by the Board Secretary provided the intentions of members regarding their end of term dates. A number of members would be standing down at the end of their current term but a number of others intended to seek an extension to their appointment. Board members had still to update the skills matrix so that the autumn recruitment campaign could focus on any skills gaps within the Board.

It was **AGREED** that prior to the start of the autumn campaign, the following actions should be progressed

- Determine skills gap + agree recruitment targeting
- Preparation of all recruitment paperwork with emphasis on achieving a gender balanced and diverse board
- Determine two members to be College representatives on Selection Panel. Chair/Chair elect and one other.
- Approach independent person and seek UHI nominee.
- Agree shortlisting and interview dates

#### 3. RECRUITMENT PROCESS – BOARD CHAIR

A report by the Board Secretary outlined the procedure to be followed for the recruitment and appointment of a new Board Chair and provided a number of draft documents for review.

The Committee **AGREED** that

1. the Chair and the Board Secretary would review the job advert and the role description and applicant brief
2. the Board Secretary would take forward the various aspects of the recruitment process as outlined within the recruitment schedule.
3. The Board Secretary would liaise with the Marketing and PR Officer to issue a press release to raise awareness of the recruitment campaign which would run from the beginning of June

**4. DATE OF NEXT MEETING**  
Thursday 12 September 2019

**Signed by the Chair:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**Board of Management**

<b>Subject/Title:</b>	Board Member Recruitment
<b>Author:</b> [Name and Job title]	Lisa Ross, Board Secretary
<b>Meeting:</b>	Search and Nomination Committee
<b>Meeting Date:</b>	10 September 2020
<b>Date Paper prepared:</b>	07 September 2020
<b>Brief Summary of the paper:</b>	<p>This report updates the Committee with the initial steps being taken to commence a recruitment campaign for the Board of Management.</p> <p>Within this report the Committee is invited to consider the skills and experience which are required on the Board.</p>
<b>Action requested:</b> [Approval, recommendation, discussion, noting]	<p>The Committee is asked to discuss and agree the following:</p> <ul style="list-style-type: none"> <li>➤ Determine and agree the skills gap within the current Board and agree how to target these areas during a recruitment drive.</li> <li>➤ Approve the draft outline timetable for the recruitment campaign.</li> <li>➤ Discuss and agree who will be on the Selection Panel.</li> </ul>
<b>Link to Strategy:</b> Please highlight how the paper links to, or assists with:: <ul style="list-style-type: none"> <li>• compliance</li> <li>• partnership services</li> <li>• risk management</li> <li>• strategic plan</li> <li>• new opportunity/change</li> </ul>	
<b>Resource implications:</b>	<p>Yes / No</p> <p><b>If yes, please specify:</b></p>
<b>Risk implications:</b>	<p>Yes / No</p> <p><b>If yes, please specify:</b></p> <p>Operational:</p> <p>Organisational:</p>
<b>Equality and Diversity implications:</b>	<p>Yes/No</p> <p><b>If yes, please specify:</b></p>
<b>Consultation:</b> [staff, students, UHI & Partners, External] and provide detail	

## ITEM 02

<b>Status</b> – [Confidential/Non confidential]	Non Confidential		
<b>Freedom of Information</b> Can this paper be included in “open” business* [Yes/No]	Yes		
*If a paper should <b>not</b> be included within “open” business, please highlight below the reason.			
Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (S33)		Its disclosure would constitute a breach of confidence actionable in court (S36)	
Its disclosure would constitute a breach of the Data Protection Act (S38)		Other (please give further details)	
For how long must the paper be withheld? (express either as the time which needs to pass or a condition which needs to be met.)			

Further guidance on application of the exclusions from Freedom of Information legislation is available via

<http://www.itspublicknowledge.info/ScottishPublicAuthorities/ScottishPublicAuthorities.asp> and

[http://www.itspublicknowledge.info/web/FILES/Public\\_Interest\\_Test.pdf](http://www.itspublicknowledge.info/web/FILES/Public_Interest_Test.pdf)

## BOARD MEMBER RECRUITMENT

### Introduction

Over the final quarter of the Academic Year 19/20, 4 Non-Executive Members of the Board of Management have stood down. One of these vacancies has been filled by the co-opted Board Member Donald MacKenzie becoming a full board member in June 2020. We currently have 10 Non-Executive Board Members. As per our constitution our Board should consist of not less than 13 or more than 18 Non-Executive Members and as such we require to recruit a further 3 Non-Executive Members to the Board of Management. We would also be looking to appoint some further co-opted members if a suitable amount of applications are received.

At a catch up meeting held on 13<sup>th</sup> August 2020 the Chair and Board Secretary agreed the following recruitment processes:

1. The Board Secretary would review the job advert, role description and applicant brief (Appendix 1);
2. An updated skills matrix would be carried out by the Board Secretary (Appendix 2)
3. The Board Secretary would seek guidance from the HR Dept and the Governance Steering Group which she is a member of with regards the processes for placing an advert.

### SKILLS MATRIX

The Skills matrix was updated (Appendix 2) and skill gaps identified in the following areas:-

- Accountancy;
- Legal;
- School/Higher/Further Education
- Risk Management
- Audit
- Entrepreneurial
- ICT
- Marketing/Media/PR

The College recognises the importance of having a diverse Board of Management and so a conscious effort will be made to encourage individuals from under-represented groups such as disabled people, people aged under 50 and people from ethnic minorities to apply.

The Committee are reminded that we currently have one co-opted member on the Learning, Teaching and Research Committee who has indicated that they would be interested in applying for a non-executive position.

### RECRUITMENT TIMETABLE

A draft recruitment timetable has been drawn up and can be found as appendix 3.

### **SELECTION PANEL**

There is a requirement for 4 individuals (2 Board Members, 1 Member of FERB or Court and an independent person) to be part of the selection panel for new Board Members.

### **RECOMMENDATIONS**

It is recommended that the following actions be agreed in advance of the recruitment period in October 2020.

- Determine and agree the skills gap within the current Board and agree how to target these areas during a recruitment drive.
- Approve the draft outline timetable for the recruitment campaign.
- Agree who will be on the Selection Panel.



## **VACANCY NON-EXECUTIVE MEMBERS OF THE BOARD OF MANAGEMENT INCLUDING CHAIR OF AUDIT COMMITTEE**

Inverness College UHI is one of the largest partners of the University of the Highlands and Islands, a partnership of 13 colleges and research institutions comprising Scotland's newest university. As the UK's leading tertiary education provider, we deliver both further education and higher education courses and that makes us different from traditional institutions. Through an innovative approach to learning and some of the best online learning technologies, we offer our students the complete learner journey, where they have choice and flexibility to study from access level right through to PhD.

Inverness College UHI is at the heart of the community and working closely with businesses and stakeholders, our curriculum and research capacity is designed to meet the ever-evolving needs of industry and support the strengths and ambitions of the region. Through a personalised approach, we help our students discover their right path, providing them with a combination of qualification and job-ready skills to succeed in the workplace.

Inverness College UHI is located at Inverness Campus, a growing hub for research, innovation and enterprise set within a 215-acre site.

We would love to hear from people who understand the value of education and training. You may never have considered a board position before, but your experience may be invaluable. We are very keen to increase the diversity of our Board and this may be a great opportunity for you as well as us! You must be enthusiastic and committed to helping the College achieve its ambitions for the future and willing to contribute to the strategic direction and the governance of the College. Good current and local knowledge of Inverness and the surrounding area is desirable. You will receive the support and training to learn the new skills you may require.

We are looking for a wide range of skills and experiences. However, applications are particularly invited from individuals with experience in the following areas-

- Accountancy;
- Legal;
- School/Higher/Further Education
- Risk Management
- Audit
- Entrepreneurial
- ICT
- Marketing/Media/PR



## Appendix 1a

With regards the Chair of the Audit Committee we are looking for an applicant who can ensure that our Audit Committee deliver its purpose outlined in the Audit Committee's Terms of Reference and supports the effective governance of the group.

The Board is committed to equality and diversity and to ensuring that our governing body represents the staff, students and community that it serves, and applications are particularly welcome from those groups who are under-represented on boards of public bodies such as women, disabled people, people aged under 50 and people from ethnic minorities. Successful appointees will be expected to undertake a Protecting Vulnerable Groups (PVG) Scheme check.

A time commitment of approximately 5 hours per month is required. The role requires regular contact with the Chair, Board Secretary, Committee Chairs and the Principal as part of the ongoing good governance of the College; attendance at Board and Committee meetings; engaging with the wider UHI partnership and stakeholders on behalf of the College and attendance at a number of important internal and external events such as Graduation and Prize giving.

Appointments will be for four years in the first instance. We are also seeking to appoint co-opted members. Candidates must not be employees or students of the college.

The role is not remunerated; however, appropriate travel and subsistence costs will be paid.

### Interested?

If you would like to know more about the role of the Board, please visit our [website](#) or contact our Chair - Sarah Burton at [sarah.burton.ic@uhi.ac.uk](mailto:sarah.burton.ic@uhi.ac.uk).

We are holding a virtual open evening to promote the work of the College and the Board and to provide information to candidates interested in the role. Some of our current Board Members, Members of the Senior Management Team and representatives from the Further Education Regional Board and the University Court will be there to share their experiences about working on or with the Board of Management.

**When: TBC**

**Location: VC via TBC**

### Your application

To apply please visit our website at <https://www.inverness.uhi.ac.uk/about-us/board-of-management/> where you will find the **role description, applicant brief and an application form**. Completed application forms are to be returned by e-mail to the Secretary to the Board of Management ([lisa.ross.ic@uhi.ac.uk](mailto:lisa.ross.ic@uhi.ac.uk)) by **23.59pm on TBC**.

**INTERVIEWS WILL BE HELD THE W/C TBC**



## **Role Description and Applicant Brief**

# **Non-Executive Member of the Board of Management**

## **Inverness College UHI**



## About Inverness College UHI

Inverness College UHI is a successful, high performing, and thriving tertiary institution providing a wide range of learning opportunities to local, regional, national and international learners: from access courses to opportunities for study at postgraduate level, encompassing vocational and professional training and skills development opportunities. Inverness College UHI delivers courses at the main campus in Inverness, at the Scottish School of Forestry at Balloch and at a Learning Centre in Aviemore. We support work-based learning across a wide area, as well as contributing to the University's innovative and progressive use of technology, providing access to expertise and curriculum across the Highlands and Islands and beyond

Our Strategic aims drive forward the Highlands and Islands Regional Outcome Agreement as well as ensuring full participation in Single Outcome Agreement measures and Community Planning priorities. The student profile of Inverness College UHI has seen considerable growth over the past 4 years. Growth in higher education and especially degree provision has seen the number of students on these programmes increase by 20%. In this same period, we have maintained our further education provision with a continued focus on part-time opportunities. Our broad curriculum base and more specialist curriculum is closely linked to the needs of our communities and businesses, and the wider economy. As well as being informed by Inverness employment and skills needs, our curriculum also directly supports the needs of the Highlands and Islands region.

Students are welcomed to the complete learner journey. By choosing to study at Inverness College UHI, one of the largest partners of the University of the Highlands and Islands, students are choosing to study at a College and a University. That means we offer further education and higher education courses and that makes us different from traditional institutions. At UHI, students will find secondary school pupils studying alongside honours degree students, modern apprentices next to postgraduate doctoral students.

Our unique structure means we provide choice and flexibility. The choice to study part-time, full-time or online, and a university partnership which provides the flexibility to study the course that's right for each student, no matter where they live in the region via video technology. Our curriculum is designed so students can enter and exit at any level in their student journey and leave with a qualification. We offer our students a seamless route from further education to higher education, meaning a 16-year-old can come to UHI on an access course and leave with an honours degree – or more. We bring together the best of further education teaching, higher education teaching and work-based learning to deliver an innovative curriculum, which is enriched by the region and responds to the needs of industry and our communities. When students leave UHI, they will have the skills employers are looking for and be able to hit the ground running in their chosen career. The learning experience puts the student at the centre. The University of the Highlands and Islands is ranked 5th in Scotland in terms of overall student satisfaction – putting us 2 per cent above the national average. Our class sizes are small, so students get to know their lecturer and vice versa. Students will also find support, and if they need it, a community that cares about their success.

Our students come from within the region, from across Scotland and the UK, and with diverse international representation.

Inverness College UHI is currently one of the best performing colleges in Scotland, having been rated as 'excellent' and 'very good' by Education Scotland (2017/18 Evaluative Report and Enhancement Plan). The ratings take into account outcome for students, the quality of provision and services, and strength and leadership and approach to improvements. Success rates on full-time further education programmes stood at 71 per cent (full-time) in 2017/18, making them amongst the best in the country, performing well above the sector average of 66 per cent (full-time).



## Strategic plan - start tomorrow today

### Our Purpose

Inverness College UHI will have a transformational impact on the development and prospects of the Highlands and Islands region through the provision of excellence in education, training and research, encouraging individual attainment and driving economic and community development.

We will inspire each other, and our community, providing a safe and supportive environment within which we nurture ambition at every opportunity.

We will enrich our Highland community and have national and international reach, putting Inverness College UHI and the University of the Highlands and Islands on the world map

### Our Vision

We will be recognised as a centre of excellence, working with partners to deliver a coherent education system founded upon:

- Inclusive practice that encourages participation and closes the attainment gap;
- Courses of excellent quality that respond to industry demand;
- Seamless pathways through all levels of education;
- Research that informs teaching and drives regional innovation.

We will achieve this by creating a dynamic and progressive environment which promotes effective teamwork, dispersed leadership and creativity.

### Our Values

Our values define who we are, our expectations of ourselves and of each other. They describe how we interact with one another and how we interact with our students and partners.

The values that underpin the culture of Inverness College UHI are:

- **Respect**
- **Integrity**
- **Accountability**
- **Passion**

These values underpin our behaviours at work and the commitments we make to ourselves and one another.

### Our Commitments

We will operate in an environment of mutual respect, behaving professionally at all times;

We will act with integrity, being honest and transparent in our work and putting the interests of our students first;

We will be accountable for our actions, do what we say we will do and exceed expectations;

We will be passionate in our work and in our ambition for our students, our college and our university.

## WE ARE A COLLEGE AND A UNIVERSITY

Whatever the ambition, we can offer a route to get you there. Our tertiary learning environment means we provide choice and flexibility, with fulltime, part-time and online study options and more than 200 courses to choose from, ranging from access courses to degrees and beyond.

## BEST OF BOTH

As the UK's most northerly city, Inverness offers the perfect balance – a vibrant social and cultural scene, set within the great outdoors. It is also a welcoming and safe city with relatively low crime levels and plenty of community spirit.

WE WORK WITH MORE THAN 400 EMPLOYERS TO PROVIDE TRAINING TO MORE THAN

# 800

APPRENTICES INCLUDING FOUNDATION, MODERN AND GRADUATE

## RESEARCH

More than 69 per cent of research submitted by the University of the Highlands and Islands is considered internationally excellent and world leading\*. Inverness College UHI has established areas of expertise in freshwater biodiversity, ecology, forestry, literature and education.

\* 2014 Research Excellence Framework

## STUDENT SATISFACTION

The University of the Highlands and Islands is ranked 5th in Scotland in terms of overall student satisfaction – putting us 2 per cent above the national average\* \* National Student Survey 2018

INVERNESS COLLEGE UHI HAS MORE THAN

# 50

ACADEMIC PARTNERSHIPS IN OVER 20 COUNTRIES

## INSPIRATIONAL ENVIRONMENT

Inverness College UHI is located at Inverness Campus, a growing hub for research, innovation and enterprise. It is a location of national and international significance for business, research and development and education.

## SUPPORT

Our class sizes are small, allowing a more personal approach to teaching. Students will get to know lecturers, and lecturers will know students. We care for our 7000-strong student population and support is available every step of the learner journey if needed. From practical to emotional, we are there for our students.



## STUDY ABROAD

Inverness College UHI has more than 50 academic partnerships in over 20 countries across Asia, Europe and North America. Students can develop their personal skills and gain an international network of friends by studying for up to a year in a host country.

## INDUSTRY LINKS

Our curriculum is designed with industry in mind and we work closely with businesses to ensure our courses remain relevant and students leave with the skills to succeed. Many of our courses enjoy industry accreditation and live projects and work experience are critical to our students' learning.





## 2017-18 Performance Indicators

Success rates for Further Education (FE) students at Inverness College UHI have improved year-on year for the last five years and are now the third highest of all the larger colleges in Scotland.

At the end of 2017-18 academic year, success rates were 5 points above the national level for full-time provision and 9 points above the national level for part-time provision. This is a great achievement and a tribute to the work and commitment of our students and all of our staff. We will continue to drive improvement across all of our programmes and continue to strive for excellence in everything we do.

Inverness College UHI is one of 13 of the 26

Colleges in Scotland to have improved their success rates for full-time FE students in 2017-18. As a whole, full-time FE success rates across Scotland increased slightly and now stand at 66%. Meanwhile, the success rates for full-time FE students at Inverness rose for the fifth year in a row and are now at 71%.

In terms of part-time FE provision, success rates across the Scotland rose to 78% overall. Part-time FE success rates at Inverness also rose, to 87%. The nature of part-time provision varies significantly within and across colleges, so national comparisons need to be undertaken with care, and should involve further analysis.

## About UHI

The University of the Highlands and Islands was established in 2011 following the award of university title by the Privy Council and is the United Kingdom's leading integrated University encompassing both further and higher education.

We are not a traditional university. We are different. We are part of a new breed of tertiary institutions, the only one in Scotland and one of only a few in Europe. 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. The academic structure of the university is built around two faculties: arts, humanities and business and science, health and engineering and a management school, which have three subject networks, each managing their curriculum.

Our reputation is built on our innovative approach to learning and our distinctive research and curriculum – all enriched by the people, natural environment, economy, culture and heritage of the Highlands and Islands and its communities. We have 40,000 students at the heart of our university partnership and we are measured by their success. Our curriculum portfolio across both further and higher education is designed to meet current and future local and regional needs and to attract other students to the Highlands and Islands to

study. We take a very flexible approach to the delivery of our programmes and deliver these across all our academic partners.

Our provision is designed for maximum flexibility for both individuals and business. We deliver workshops, short courses, accredited modules and programmes in a range of different subject areas. All of the learning opportunities are designed to help you develop skills, knowledge and confidence, helping support the growth and development your business at the same time.

Our learning opportunities are often supported by technology, making them highly flexible, especially for busy professionals and busy organisations. Learning content is made available 24/7 and we have a virtual classroom tool to help provide opportunities for people to meet and discuss issues in real time, while minimising the personal and business inconvenience of extensive travel and time away from the office.

For business we can deliver in whatever way works best for the business, there is the potential for considerable variation between traditional delivery approaches and those supported by technology. Our aim is to take advantage of appropriate technology solutions to help ensure minimum disruption to business and individuals but also to provide a supportive learning environment that ensures that maximum value is gained by the individual and employer



# The Board of Management

## Governance and Structure

The Inverness College UHI Board of Management is charged with setting the strategic direction for the College.

The Board of Management is essential to the development and achievement of the strategic aims and objectives of the College. The College Board of Management is collectively responsible for overseeing the College's activities, determining its future direction and fostering an environment in which the College vision is achieved, and the potential of all learners is maximised. The Board of Management must ensure compliance with the relevant legislation and other regulatory requirements and, subject to these, take all final decisions on matters of fundamental concern to the College and be accountable for them.

The College's leadership is driven by the Board's vision for the organisation, an ambitious 5-year plan that ensures we become a sector leader and that our students and key stakeholders are always at the heart of all we do.

## About our Board of Management

The Board of Management is responsible for determining the College's future direction and fostering an environment in which the College vision and mission is achieved, and the potential of all learners is maximised. The Board must ensure compliance with the statutes, ordinances and provisions regulating the College and its framework of governance and take all final decisions on matters of fundamental concern to the College.

## Governance

Governance requirements include strategic planning; risk management; internal control; performance monitoring; audit; appointment of the Principal. Operational management is delegated to the College Executive – Professor Chris O'Neil and his Senior Management Team. The Board retains accountability and may have to directly answer to the Scottish Parliament for their actions if requested.

The Post-16 Education (Scotland) Bill 2013 means that colleges are funded on a regional basis. Inverness College UHI is assigned to the University of the Highlands and Islands as the regional strategic body charged with oversight of the college.

## Code of Conduct

Inverness College receives public funding from the Scottish Parliament (through UHI as the Regional Strategic Body) and other sources. The Board of Management therefore has to adhere to and demonstrate the highest standards of corporate governance and public accountability.

The Scottish public has high expectations of those who serve on the boards of public bodies. The Ethical Standards in Public Life etc. (Scotland) Act 2000 provided for a new Code of Conduct. As a member of the Board of Management, it is your responsibility to make sure that your actions comply with this Code of Conduct.

The general principles upon which the Code of Conduct is based are: public service; selflessness; integrity; objectivity; accountability and stewardship; openness; honesty; leadership and respect.

Members must register and declare all interests as required by the Standards Commission for Scotland and these are published on the College website and in the annual accounts.



# Appendix 1b

## Independence

The Board of Management is an autonomous body: at least 50% of the membership is from external appointments. These non- executive members are an essential part of the system of checks and balances. Non-executive Board members are from the public, voluntary, business and commercial sectors.

To assist the autonomy of the Board, it is supported by an independent Secretary. The Secretary to the Board of Management is the only staff member in the College not appointed by the Principal. The Secretary to the Board of Management works directly to and for the Board to ensure it receives the information it needs in an appropriate format to enable it to discharge its duties.

Members bring their skills, knowledge and experience into Inverness College. They also act as ambassadors to promote Inverness College in the wider community.

## Term of office

The normal term of office for a member is four years, with the opportunity for re-appointment to serve for a further four years.

Board members are subject to a Standard Disclosure check as part of the appointment process.

## Time required to fulfil role/attendance at meetings

A Member will typically devote about 5 hours per month to fulfil the requirements of the role. The role requires regular contact with the Board Chair, Board Secretary, Committee Chairs and the Principal as part of the ongoing good governance of the College; attendance at Board and Committee meetings; engaging with the wider UHI partnership and stakeholders on behalf of the College and attendance at a number of important internal and external events such as Graduation and Prizegiving.

In addition, the Board normally holds two 'away days' each year. These enable a concentrated focus on issues such as strategic planning and Board member development.

There will also be additional induction and training attendance requirements and an expectation that he/she undertakes continuous professional development.

## Voluntary and unremunerated

The position is unremunerated although reasonable travel and subsistence costs can be reimbursed.

## Role Description

As a Board Member, your overarching duty is to use your skills, knowledge and time to work as best you can with your Chair, fellow Board members and staff to ensure that the College fulfils its responsibilities. The power to make decisions and hold staff to account in order to deliver these responsibilities lies with the Board as a whole and not any individual member.

The main duties of the role of a member of the Board of Management of Inverness College UHI are described below:

### 1. **Governance:**

- i. to lead the College for the benefit of its students, employees and other stakeholders; and
- ii. to ensure compliance with all relevant legal and financial requirements.

### 2. **Contribute** to the fulfilment of the Board's duties, roles and responsibilities including those as an employer, which will comprise:

- i. Strategy development;
- ii. Leadership;
- iii. Efficiency and effectiveness of the use of resources;
- iv. Financial management oversight;
- v. Risk management and control;
- vi. Stakeholder relationships.

### 3. **Participate** in the business of the Board, including:

- i. Preparing for and attending Board meetings (normally 60 per annum);
- ii. Contributing to the making of Board decisions;
- iii. Chairing or participating in usually two Board committees;
- iv. Attending and participating in strategic planning, training and other development events;
- v. Representing the Board externally where required.

All members should exercise their responsibilities in the interests of the College as a whole rather than as a representative of any constituency.

Further information about the role of Boards and Board Members can be found on the College Development Network website at:

<https://www.cdn.ac.uk/wp-content/uploads/2016/02/College-Board-Member-Guide-2015.pdf>

**Members shall seek to promote the best interests of the College wherever possible, be its ambassador, and represent it at meetings, presentations and conferences.**

## Trustee Role

As Inverness College UHI is a registered charity, you will need to be aware of your role as a Charity Trustee. You are referred to the Office of Scottish Charity Regulator's guidance for charity trustees which can be found at <https://www.oscr.org.uk/guidance-and-forms/managing-a-charity-guidance/>.

The College maintains and publicly discloses a Register of Interests of members of the Board of Management.

# Appendix 1b

## Training and Induction

As a Board member you have a duty to continue to develop your knowledge and skills as appropriate, but you can expect to be supported. If appointed, you will be provided with appropriate training and induction designed to help you perform effectively in your role. There will be an initial induction session in the College, which will be supplemented with any further induction/development required to assist you in your role. You will be required to attend induction training that is provided nationally through the College Development Network within 6 months of taking up appointment.

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Inverness College UHI  
Audit Committee Terms of Reference

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**Terms of Reference of the Audit Committee  
Inverness College UHI**

## Audit Committee Terms of Reference

### Membership

Not less than 5 members of the Board of Management.

At least one member of the Committee should have recent and relevant experience in finance, accounting or auditing.

Board members not eligible for appointment are the Chair of the Board, the Principal, members elected by the teaching and non-teaching staff of the college and the persons appointed by the Students Association.

No member of the Finance and General Purposes Committee shall also be a member of the Audit Committee

The Chair of the Board and the Principal may be invited to attend meetings

Membership of the Committee should satisfy the requirements of the SFC Code of Audit Practice, and / or other appropriate guidance, as may be directed by the Board of Management.

### Quorum

Three members of the Committee entitled to vote upon the items before the meeting.

### Frequency of Meetings

The Committee will meet no less than four times each year.

### Remit

The Committee's remit is to review and monitor the following aspects of the College's operations, and to advise the Board appropriately on:

1. The comprehensiveness, reliability and integrity of assurance of the governance and management of the College.
2. The comprehensiveness, reliability and integrity of assurance of the risk management and business continuity of the College.
3. The comprehensiveness, reliability and integrity of the College's financial management and other internal control and management systems.
4. The effectiveness of arrangements for safeguarding the assets of the College and the public funds at its disposal.
5. The economy, efficiency and effectiveness of the College's activities, including value for money.
6. The effectiveness of the corporate governance and conduct of the College operations.
7. All aspects of the provision of an effective Internal audit service.
8. All aspects of the provision of an effective External audit service

## Appendix 1b

9. The effective provision of Health and Safety arrangements to meet all legislative requirements
10. Public interest disclosure (whistle-blowing) arrangements.
11. Data Protection and Freedom of Information arrangements

Specifically, the Audit Committee shall:

1. Receive updates to and review the contents of the risk register maintained by the College.
2. Review the reports submitted by the College's Internal Auditors and receive progress reports from College Management on the Internal Audit recommendations.
3. Jointly with the Board's Finance and General Purposes Committee review the annual report of the College's external auditors and the associated College financial statements on which that report is based
4. Prepare an annual report for the Board of Management
5. Sit privately without any non-members present for all or part of the meeting if it so decides. The Committee will meet privately with the internal and external auditors at least annually.
6. The Audit Committee shall conduct its business in accordance with the requirements of any guidance and/ or codes of practice issued from time to time by the SFC and/ or any other relevant statutory or regulatory authority, as directed by the Board of Management.

## Process

### Your Application

The information in your application is important in determining whether you will proceed through the assessment stages conducted by the selection panel. The stages include:

- a sift of all applications received;
- shortlisting for interview, following which you will be notified if you will proceed to the next stage or not;
- the interview itself and, if successful,
- appointment by the Board with approval from the Scottish Ministers.

The Board of Management of Inverness College UHI welcomes applications from anyone who believes that they could make a strong contribution, particularly from groups currently under-represented on Scotland's public bodies, such as women, disabled people, ethnic minorities and people aged under 50.

All Board members need to have specific general skills and personal qualities which will enable them to make a good contribution to the Board, but these do not have to have been gained by working at a management post or at a senior/strategic level. You may have gained these skills through being active in your community, in a voluntary capacity or through your personal experience. We are looking for people with enquiring minds and who can communicate ideas and thoughts to others. Please read the criteria in conjunction with the Role Description. The criteria describes the skills, knowledge and experience a Member of the Board of Management will require to perform that role.

<b>CRITERIA SOUGHT</b>
<b>Analytical Skills</b> 1. Ability to analyse complex material and to reach sound conclusions based on this analysis.
<b>Question</b> 2. Ability to question constructively within a team environment.
<b>Communication Skills</b> 3. Ability to communicate effectively with a diverse range of stakeholders and build effective networks.
<b>Strategic Planning</b> 4. Ability to contribute to the development of the board's strategic thinking.
<b>Education landscape</b> 5. An interest in learning and education.
<b>Public Service Reform</b> 6. An understanding of the Scottish Government's policy ambitions for public services in general and post 16 education in particular.
<b>Corporate Governance</b> 7. An understanding of corporate governance in public, private or charity sectors and of risk management (prior board experience is not essential).

## Context

8. An understanding of the needs of the economy, employers, communities and learners, and the challenges of a political environment, at national, regional and local levels.

## Specific skills or experience

9. Any of the following areas would be particularly welcome:

- A good understanding of Further Education and/or Higher Education.
- An ability to understand and analyse accounts and other financial documentation.
- Individuals from a legal background
- Experience of Risk Management
- Entrepreneurial skills and the ability to 'think out of the box'.

You are asked to provide a brief CV and a covering letter along with the Equal Opportunity Monitoring form found at the back of the application form. The Equal Opportunity Monitoring Information form is not seen by the selection panel and will not be used to assess your suitability for appointment.

Please review the role description and assessment criteria before completing your application. The application should contain a statement which demonstrates how your skills and experience match the published criteria, set out above, for these appointments, or that you have the ability to achieve these skills with some further development as appropriate.

If you have any general queries regarding the application pack, or require this information in a different format, please do not hesitate to contact **Lisa Ross, Secretary to the Board**, [lisa.ross.ic@uhi.ac.uk](mailto:lisa.ross.ic@uhi.ac.uk) or phone **01463 273511**.

**If you would like an informal chat with Sarah Burton, please contact her on [sarah.burton.ic@uh.ac.uk](mailto:sarah.burton.ic@uh.ac.uk).**

## Selection Panel Evaluation

The Selection Panel must provide sufficient information and evidence to the Scottish Ministers to enable them to feel confident that the person they are appointing to the Board of the public body is suitable to take up the appointment.

In the context of public appointments this is an individual who is suitable for appointment because they meet the requirements of the role and because their past or present activities and/or behaviours do not render them unsuitable for a given appointment. There are various checks built into the stages of the appointment process designed to gather the appropriate information and evidence required. For this appointment round, the verifications in place will be:

- Evaluation of the evidence provided by you in relation to the skills, knowledge and experience required for the role will be tested in the application and further probed at interview, should you be invited.
- Confirmation that you understand the work of the body and the nature of the appointment and that you are not aware of having committed any offence or performed any act incompatible with the position that you are applying for.
- The publicity for the roles sets out the time commitment involved. If invited for interview, this will be fully explored with you to ensure that you can offer the appropriate assurance that you can undertake the commitment required.
- Prior to, or during the interview you will be asked questions about potential conflicts of interest. At interview you will be asked to confirm that, to the best of your knowledge, you do not have any conflicts that are incompatible or unmanageable should you be



## Appendix 1b

appointed to the Board. If you have declared a conflict then this may be explored further with you at interview.

- If appointed to Board membership then you will be asked to sign your agreement to abide by terms and conditions set out in the letter of appointment, which includes agreeing to abide by the College's Code of Conduct <https://www.inverness.uhi.ac.uk/t4-media/one-web/inverness/about-us/board-of-management/5.CODEofCONDUCT>
- Information on disqualifications is provided in the Annex to this application pack material and you are asked to review this prior to submitting your application . Confirmation that you are not disqualified on any grounds from being appointed to this Board may be sought at interview.

By virtue of submitting an application you are declaring that the information provided is, to the best of your knowledge and belief, true and complete.

### How we will handle your application

Initially your completed application will be assessed against the advertised criteria for these appointments. The panel will invite to interview those applicants who most closely meet the criteria, or who can demonstrate their ability to meet these criteria over time given the appropriate support and development opportunities.

Applicants invited to interview will be advised of the membership of the Selection Panel in their invitation letter and will be asked to declare if and how they know any of the Panel.

Applicants who are not selected for the interview stage of the assessment will be advised of the outcome of their applications in writing (normally via email).

If invited to the interview stage and you are disabled, it will be at this point that you should let us know (contact details will be provided in your invitation to next stage) if you would like particular arrangements made.

The Board of Management will appoint successful applicants with approval from the Scottish Ministers. If you are successful you will be invited in writing to accept the appointment.

Feedback will be offered to all applicants.

We will comply with the General Data Protection Regulations and will not retain your personal data any longer than is necessary for the completion of this appointment process. Any statistical data retained will be anonymised.

The table below shows an indicative timeline for the appointments process.

Stage in Progress	Timescale
Date appointment publicised	TBC
Closing date for applications	TBC
Virtual Open Evening	TBC
Date for interviews	w/c TBC
Date by which outcome of interview will be relayed to applicants (dependent on when RSB approve appointments)	w/c TBC

# Appendix 1b

## Equality and Diversity

Inverness College UHI is an Equal Opportunities Employer and it would be very helpful if you could complete and return the Equal Opportunities Monitoring Information form with your application.

Accessibility to public appointments is a fundamental requirement and the public appointments process promotes, demonstrates and upholds equality of opportunity and treatment to all applicants. If you require any of the application pack documentation in an alternative format, please get in touch with Erin Grant, Secretary to the Board of Management.

## Interviews/Expenses

Applicants can claim for reasonable expenses incurred in attending for interview, including dependent carer expenses. It is expected that the most efficient and economic means of travel will be used, and reimbursement will normally be restricted to that amount. If invited for interview, you can request a claim form from **Lisa Ross, Secretary to the Board**, by emailing [lisa.ross.ic@uhi.ac.uk](mailto:lisa.ross.ic@uhi.ac.uk).

## Publicising Appointments

Should you be appointed, some of the information that you have provided may be made public in a press announcement of your appointment. We will liaise with you in advance of any such announcement. This applies particularly to any other public appointments you may hold, and of any significant political activity recently undertaken by you. The press release may include:

- Your name;
- A brief summary of the skills, knowledge and experience you bring to the role;
- The period of appointment;
- Details of all other public appointments held.

## How to apply

To apply please visit the Board Recruitment page on our website where you will find the role description, applicant brief and an application form. Completed application forms are to be returned by e-mail to the Secretary to the Board of Management, Lisa Ross at [lisa.ross.ic@uhi.ac.uk](mailto:lisa.ross.ic@uhi.ac.uk).

**Closing date for receipt of applications is TBC**

## Annex

### Criteria for Disqualification

#### **PERSONS NOT ELIGIBLE FOR APPOINTMENT**

Paragraph 6(1) and 6(2) of schedule 2B to the 2005 Act, as inserted by section 11(2) of the 2013 Act

6 (1) A person is not eligible for appointment as a member of the board if the person—

- (a) has within 5 years of the date on which the appointment would take effect, been sentenced (following conviction for an offence in the United Kingdom, the Channel Islands, the Isle of Man or the Irish Republic) to imprisonment for a period of not less than 3 months, whether suspended or not, without the option of a fine;
- (b) is an undischarged bankrupt; or
- (c) has been removed from office under section 24 of the 1992 Act (in relation to any college) or section 23Q of this Act (in relation to any regional board).

(2) For the purposes of sub-paragraph (1)(b), “undischarged bankrupt” means a person

- (a) whose estate has been sequestrated and who has not been discharged (or against whom a bankruptcy order has been made and is still in force);
- (b) who has granted a trust deed for, or made a composition or arrangement with, creditors (and has not been discharged in respect of it);
- (c) who is the subject of a bankruptcy restrictions order, or an interim bankruptcy restrictions order, made under the Bankruptcy (Scotland) Act 1985 or the Insolvency Act 1986;
- (d) who is the subject of a bankruptcy restrictions undertaking entered into under either of those Acts;
- (e) who has been adjudged bankrupt (and has not been discharged); or
- (f) who is subject to any other kind of order, arrangement or undertaking analogous to those described in paragraphs (a) to (d), anywhere in the world.

Surname	Preferred Name	School education	Further educaation	Higher Education	Senior/Strategic management	Accountancy	Finance	Human Resources	ICT	Risk	Audit	Legal	Governance	Boards/Committees	Administration	Change Management	Conflict Resolution	Consultancy	Customer Care	Estates/Construction/property	Disability	Equal opportunities	Entrepreneurial Skills	Fundraising	Strategic Planning and Training	Knowledge of the Community	Marketing/Media/PR	Organisational Development	Policy Implementation	Quality	Research	Systems	Training	Other			
Wilson	John				1		1	1					1	1																							
Burton	Sarah		1		1		1	1	1		1		1	1	1	1	1		1	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1	
Gray	Andy				1		1	1	1				1			1	1	1	1		1	1		1	1	1	1			1				1			
Montgomery	Innis				1		1	1	1		1		1	1	1	1				1				1				1	1			1	1				
Neilson	Fiona				1						1	1	1	1	1		1	1	1				1		1						1		1				
Galloway	Gillian				1		1	1					1	1	1	1									1			1			1						
MacKenzie	Leanne	1			1		1	1					1	1	1	1			1	1						1											
MacKenzie	Donald				1	1	1	1	1				1	1	1	1		1	1	1			1		1		1	1									
Blyth	Sally	1			1		1				1	1	1	1	1	1	1								1			1	1			1	1				
Cribb	Samantha				1		1				1		1	1	1	1	1		1						1		1	1	1								
		2	1	0	10	1	9	7	4	0	5	2	10	9	8	8	5	3	6	4	2	2	3	2	8	3	4	5	4	3	3	3	3	4	0		

## DRAFT OUTLINE RECRUITMENT TIMETABLE 2020

Date	Activity
10 September 2020	Meeting of Search and Nomination committee to  1. Determine skills gap + agree recruitment targeting 2. Approve outline timetable 3. Determine two members to be College representatives on Selection Panel. Chair and one other. Approach independent person and UHI nominee.
September 2019	Preparation of all recruitment paperwork
	<b>Recruitment period</b>
Recruitment period of 3 weeks	Listing on Public Appointments website, CDN website
	Chamber of Commerce, FSB, SCDI Key stakeholders Professional bodies – e.g. Finance, HR Social Media – IC Facebook, Twitter College Website UHI Newsletter Highland Business Women Changing the Chemistry
Week beginning TBA	Open Evening – potential applicants meet Board members and members of SMT
TBA 23:59 hours	Closing date for applications
	<b>Shortlisting</b>
Week beginning TBA	Special meeting of the Selection Panel - Short listing (if necessary)
	Letter to Candidates inviting to attend interview on “agreed date”
	<b>Interviews</b>
Week beginning TBA	Interviews  (The actual interview dates would be set at the time the advert is sent out so candidates can keep the date free)
	<b>Court Ratification</b>
Day after interviews	Report to UHI to seek Court ratification of appointments subject to PVG checks.
	PVG checking

## Appendix 3

	<b>BOARD OF MANAGEMENT</b>
TBA	New Board members attend Committee meetings as observers in advance of appointment or potentially as a co-opted member in advance of appointment.
TBA	New Board Members attend BOM meeting as above  Formal appointment of new Board Members to Board Committees
Early Spring 2021	Second recruitment campaign if there is a shortfall in numbers from the Autumn campaign

### **PROCESS FOR APPOINTMENT OF CHAIRS AND BOARD MEMBERS TO INCORPORATED COLLEGE BOARDS**

#### **Responsibilities of Nominations Committee for Incorporated College Boards**

1. Agree role descriptions and person specifications templates
2. Agree customisation of templates if required
3. Agree application process
4. Agree panel for selection – 2 from Nominations Committee, 2 from local college board, 1 independent member selected by Nominations Committee
5. Ensure gender/E&D/skills balance is appropriate for board of management
6. Agree term of appointment ensuring sufficient continuity of membership
7. Make recommendation to University Court on appointments

#### **Responsibilities of Local College Board of Management**

1. Agree timescale/location for selection panel meeting
2. Agree where to place advertisements and local groups to circulate
3. Agree further information schedule relevant to local college (with UHI input)
4. Agree local panel membership
5. Agree that standard templates fit circumstances