

# Compliance with the Code of Good Governance for Scotland's Colleges

Each board must state its adoption of the Code in the corporate governance statement contained in its annual financial statement.

The Code requires Boards to Comply or Explain. The revised Code requires college boards, where for whatever reason a board's practice is not consistent with any particular principle of the Code, to make this known to the SFC or for assigned colleges, the Regional Strategic Body. This should be done immediately they become aware of an inconsistency and, without exception, in advance of publishing the information. Also, an explanation for that inconsistency must be clearly stated in the college's corporate governance statement. Boards will be expected to offer a clear rationale for exceptions in the context of their college's operational model and to identify mitigations.

The Code states that:

- The Code is based on key principles and has been written in a way that is mandatory and anticipates compliance. All colleges that receive funding from the Scottish Funding Council (SFC) or from a regional strategic body must comply with the Code as a term and condition of grant. Exceptions should be rare and must be explained publicly.
- Boards must not only follow the letter but also the spirit of the Code to ensure good governance. Boards must think deeply, thoroughly and on a continuing basis about their overall tasks and the implications of these for the roles of their individual members. Key to this is the leadership of the chair, the support given to and by the principal, and the frankness and openness of mind with which issues are discussed and tackled by all board members.

**REVIEW OF COMPLIANCE WITH THE [CODE OF GOOD OF GOVERNANCE FOR SCOTLAND'S COLLEGES](#)**

Code Principal	Evidence	Conclusion	Assurance	Action required
<b>Section A: Leadership and Strategy</b>				
<b>Conduct in Public Life</b>				
<b>A1</b>	Every college and regional strategic body must be governed by an effective board that is collectively responsible for setting, demonstrating and upholding the values and ethos of the organisation.	<a href="#">Shetland UHI Memorandum and Articles of Association</a> <a href="#">Minutes of meetings</a>		
<b>A2</b>	Every board member must ensure that they are familiar with and their actions comply with the provisions of their board's Code of Conduct.	<a href="#">Board Code of Conduct</a> – in place and signed by all Board Members. <a href="#">Updated and being resigned by all members on Admin Control.</a>		
<b>A3</b>	The Nine Principles of Public Life in Scotland, which incorporate the seven Nolan principles, must be the basis for board decisions and behaviour. These key principles, which apply individually and collectively are: <ul style="list-style-type: none"> <li>• Duty/Public Service</li> <li>• Selflessness</li> <li>• Integrity</li> <li>• Objectivity</li> <li>• Accountability and Stewardship</li> <li>• Openness</li> <li>• Honesty</li> <li>• Leadership</li> <li>• Respect</li> </ul>	<a href="#">Board Code of Conduct</a> – in place and signed by all Board Members. <a href="#">Updated and being resigned by all members on Admin Control.</a>		
<b>Vision and Strategy</b>				
<b>A4</b>	The board is responsible for determining their institution's vision, strategic direction, educational character, values and ethos. Regional strategic bodies must also determine the regional strategy for colleges assigned to them. The board of an assigned college must have regard to the strategy determined by the regional strategic body. Board members have a collective leadership role in fostering an environment that enables the body to fulfil its mission and meet Scottish Government priorities, for the benefit of students and the community it serves.	<a href="#">MMBC</a> Strategy development through committees and endorsed by Board Minutes of Transition Board meetings (e.g. <a href="#">SFC review, regional outcome agreement</a> , regular provision of relevant policy, <a href="#">UHI Islands Strategy</a> , <a href="#">merger updates</a> , board member recruitment)		
<b>A5</b>	The board must develop and articulate a clear vision for the region or college. This should be a formally agreed statement of its aims and desired outcomes which should be used as the basis for its overall strategy and planning processes.	<a href="#">MMBC</a> , <a href="#">Strategy</a>		
<b>A6</b>	The board provides overall strategic leadership of the region or college. The board is responsible for formulating and agreeing strategy by identifying strategic priorities and	<a href="#">MMBC</a> , <a href="#">Strategy</a> <a href="#">Campus Re-development, Islands Strategy</a>		

Code Principal	Evidence	Conclusion	Assurance	Action required
	providing direction within a structured planning framework.			
<b>A7</b>	The board must ensure that a comprehensive performance measurement system is in place which identifies key performance indicators. It must ensure that it scrutinises performance measures and reports these on their website in a manner that is both timely and accessible to stakeholders. This will allow the board to determine whether or not the vision and mission of the region or the college are being fulfilled and that the interests of stakeholders are being met.	<a href="#">Board Minutes and papers on website</a>		
<b>A8</b>	The board (except in the case of assigned college boards) is responsible for overseeing the negotiation of its outcome agreement with SFC, to meet the needs of the college or region and make best use of available funding, consistent with national strategy. The board must ensure effective engagement with all relevant stakeholders in the development of its outcome agreement and monitor performance in achieving the agreed outcomes.	N/A – UHI undertakes this.		
<b>A9</b>	The roles and responsibilities of the boards of assigned colleges should be undertaken in the context of the roles and responsibilities of their regional strategic body. Assigned college boards must contribute constructively to the development of the outcome agreement led in its region by the regional strategic body and support the regional strategic body to monitor performance in achieving the agreed outcomes.	<a href="#">Development of UHI outcome agreement (through attendance by Principal at partnership council and Chair at Regional Strategy Committee)</a>		Shetland UHI strategy development and monitoring
<b>Corporate Social Responsibility</b>				
<b>A10</b>	The board must demonstrate high levels of corporate social responsibility by ensuring it behaves ethically and contributes to economic development while seeking to improve the quality of life of the local community, society at large and its workforce.	<a href="#">Community Planning (Shetland's Partnership Plan) signatory</a> <a href="#">Employability Working Group – Corporate Parenting Plan</a> Islands Deal Board, <a href="#">Shetland Campus Redevelopment</a> <a href="#">Shetland Space Centre Education group</a>		Corporate Social Responsibility policy Improved partnership working – delivery groups
<b>A11</b>	The board must exercise its functions with a view to improving economic, cultural and social wellbeing in the locality of the college or region. It must have regard to social and economic needs and social inclusion.	<a href="#">Community Planning (Shetland's Partnership Plan) signatory</a> <a href="#">Diversity and Inclusion Policy</a>		
<b>A12</b>	The board must provide leadership in equality and diversity.	<a href="#">Search and Nominations Committee minutes</a> <a href="#">Diversity and Inclusion Policy</a> All Board Members live in Shetland.		
<b>A13</b>	The board must seek to reflect in its membership, the make-up of the community through offering maximum opportunity of membership to a range of potential members and removing potential barriers to membership, in partnership with its regional strategic body, as appropriate.	<a href="#">Search and Nominations Committee minutes</a> Board recruitment processes ( <a href="#">Independent Directors</a> , <a href="#">Staff Directors Pack</a> , <a href="#">Staff Directors Election Standing Orders</a> ) All Board Members live in Shetland.		
<b>A14</b>	The board must appoint one of the non-executive members to be the senior independent member to provide a sounding board for the chair and to serve as an intermediary for the principal, other board members and the board secretary when necessary (see Annex 1 for the definition of 'non-	<a href="#">Board minutes. Appointment of Graeme Howell as Senior Independent Member</a>		

Code Principal	Evidence	Conclusion	Assurance	Action required
	executive'). The senior independent member should also be available where contact through the normal channels of chair, principal or secretary has failed to resolve an issue or for which such contact is inappropriate. Further information on the role of the senior independent member can be found in <a href="#">The Guide for Board Members in the College Sector</a>			
<b>Section B: Quality of the Student Experience</b>				
<b>Student Engagement</b>				
<b>B1</b>	The board must have close regard to the voice of its students and the quality of the student experience should be central to all board decisions.	<a href="#">HISA Board membership</a> <a href="#">Election Report</a> HISA Reports to LTR Partnership agreement with HISA under development.		Regular Board meetings with student body (to inform decisions)  Formal arrangement for Student voice to be fed in to be finalised.
<b>B2</b>	The board must lead by example in relation to openness, by ensuring that there is meaningful on-going engagement and dialogue with students, the students' association and as appropriate staff and trade unions in relation to the quality of the student experience. Consultation is essential where significant changes are being proposed.	<a href="#">MMBC consultation</a> , <a href="#">MMBC Consultation Paper</a> , <a href="#">draft consultation response</a> <a href="#">Branding consultation</a> Campus redevelopment feedback Partnership agreement with HISA under development.		Regular Board meetings with student body  Summary of non-confidential meeting outcomes to be sent to HISA Shetland regularly.
<b>B3</b>	The board must consider the outcome of student surveys and other student engagements, and monitor action plans that could impact on the quality of the student experience.	Effective agenda management for LTR committee - <a href="#">Regular feedback to Board on outcome of student surveys</a>		
<b>B4</b>	The college board must have regard to the It must put in place robust partnership procedures (e.g. partnership agreement) to work together to achieve change and which are supported by regular and open communications.	Partnership agreement with HISA under development.		
<b>B5</b>	The college board must encourage a strong and autonomous students' association and ensure that the students' association is adequately resourced.	Support for HISA through UHI activities HISA annual report to Board ( <a href="#">2022 Cover paper</a> , <a href="#">2022 Report</a> ).		
<b>B6</b>	The college board must ensure that the students' association operates in a fair and democratic manner and fulfils its responsibilities.	Support for HISA through UHI activities HISA annual report to Board ( <a href="#">2022 Cover paper</a> , <a href="#">2022 Report</a> ). <a href="#">Election Report</a>		Confer with HISA regarding the 1994 Education Act Obligations.
<b>B7</b>	The college board must review the written constitution of its students' association at least every five years.	<a href="#">Noted in July 2022 at Board</a> . HISA Constitutional review overdue. <a href="#">July 2022 Cover Paper</a> <a href="#">HISA Articles of Association</a> <a href="#">Schedule 1</a> <a href="#">Schedule 2</a> <a href="#">Schedule 3</a> <a href="#">Schedule 4</a> <a href="#">Schedule 5</a> <a href="#">Schedule 6</a>		
<b>Relevant and High Quality Learning</b>				

Code Principal		Evidence	Conclusion	Assurance	Action required
<b>B8</b>	The board must seek to secure coherent provision for students, having regard to other provision in the region or college's locality. The board must be aware of external local, national and international bodies and their impact on the quality of the student experience, including community planning partners, employers, skills development and enterprise agencies and employer bodies. The board must seek to foster good relationships and ensure that the body works in partnership with external bodies to enhance the student experience, including employability and the relevance of learning to industry needs.	<a href="#">Community Planning (Shetland's Partnership Plan) signatory</a> Employability Working Group Islands Deal Board – <a href="#">link to Islands Deal website</a> . <a href="#">Shetland Space Centre Education group</a> Academic portfolio review, processes in place for validation of new curriculum and curriculum management. Learner journey mapping <a href="#">Strategy</a>			Shetland UHI strategy monitoring
<b>Quality Monitoring and Oversight</b>					
<b>B9</b>	The board must ensure appropriate mechanisms are in place for the effective oversight of the quality and inclusivity of the learning experience in the college or region. The board must ensure that the college works in partnership with sector quality agencies and other appropriate bodies to support and promote quality enhancement and high-quality services for students.	Academic portfolio review, processes in place for validation of new curriculum and curriculum management Relationships with accrediting bodies (including SQA, UHI, MCA etc) Links to Education Scotland Links to Colleges Scotland <a href="#">Education Scotland Review reports to Board</a>			Quality policies Quality assurance procedures reporting
<b>Section C: Accountability</b>					
<b>Accountability and Delegation</b>					
<b>C1</b>	The board is primarily accountable to its main funder, either SFC or its regional strategic body. Through the chain of funding, the body is ultimately responsible to the Scottish Ministers who are accountable to the Scottish Parliament.	<a href="#">Quarterly reports to Court – 06/2022, 09/2022, 03/2022, 11/2021, 09/2021</a>			Reporting mechanisms (report on regional outcome agreement)
<b>C2</b>	The board must ensure delivery of its outcome agreement or in the case of an assigned college, its agreed contribution to the region's outcome agreement.	Reports to College Board			Agenda management and reporting/review to Shetland UHI Board
<b>C3</b>	The board must ensure it fulfils its statutory duties and other obligations on it, and that the terms and conditions of its grant are being met.	<a href="#">Draft Finance Handbook</a>			Adherence to financial memorandum
<b>C4</b>	Scottish Ministers have powers to suspend or remove by order any or all board members of an incorporated college (except the principal) or a regional board for serious or repeated breaches of a term and condition of grant.	N/A. Not an incorporated college			
<b>C5</b>	The board also has a wider accountability to a range of stakeholders including students (both current and prospective), its staff, the wider public, employers and the community it serves, for the provision high quality education that improves people's life chances and social and economic well-being.	<a href="#">Strategy</a>			
<b>C6</b>	Incorporated colleges and regional boards must maintain and publicly disclose a current register of interests for all board members should declare any specific conflicts of interest in the business of the meeting prior to the commencement of each meeting of the board and its committees and withdraw from meetings as appropriate.	N/A not an incorporated college			

Code Principal	Evidence	Conclusion	Assurance	Action required
<b>C7</b>	<p>The board must ensure that its decision-making processes are transparent, properly informed, rigorous and timely, and that appropriate and effective systems of financial and operational control, quality, management of staff, risk assessment and management are established, monitored, continuously improved and appropriately impact assessed. This includes:</p> <p>a) the prompt production, dissemination and online publication of board/committee agendas, minutes and papers to the public</p> <p>b) every board meeting and every committee meeting having a well-structured agenda circulated timeously in advance</p> <p>c) the retention of all key documentation which help justify the decisions made by the board and its committees.</p>	<p>a. Board Minutes and papers on website</p> <p>b. Agenda production to Board members</p> <p>c. Retention by Shetland UHI staff. <a href="#">Papers on Admin Control</a>. <a href="#">Final records also held on SharePoint</a></p>		
<b>C8</b>	<p>The board may delegate responsibilities to committees for the effective conduct of board business. As a minimum the committees required are Audit, Remuneration, Finance and Nominations/Appointments. Delegation of responsibilities from and matters reserved to the board and its committees must be set out in a scheme of delegation including the functions delegated by the board to the chair, committees, the principal and the board secretary (and any other members of staff). Incorporated college boards and regional boards have no powers to delegate functions to an individual board member (except the chair who has no authority to act outwith their delegated powers).</p>	<p><a href="#">Learning Teaching and Research, Finance and General Purposes, HR&amp;R, Search and Nominations committees established.</a></p> <p><a href="#">Audit committee appointed</a></p> <p><a href="#">Scheme of delegation</a></p>		
<b>C9</b>	<p>The board must ensure every board committee has a specified member of the management team to provide objective, specialist advice to support it to discharge its remit, including by explaining in an accessible way the matters under discussion and the possible implications of different options.</p>	<p>Committee Terms of Reference – <a href="#">Audit</a>, <a href="#">LTR</a>, <a href="#">F+GP</a>, <a href="#">HR+R</a>, <a href="#">SNC</a></p> <p>Agenda management – agenda setting meetings.</p>		LTR and Audit, ToR needs to have a dedicated staff member.
<b>C10</b>	<p>The board must consider and have in place procedures to ensure effective working relationships and constructive dialogue amongst the board as a whole and ensure there are effective reporting and two way communications between committees and the board. The board must ensure that discussions and decisions of every committee are accurately recorded and reported to the board, no later than the next meeting of the board.</p>	<p>Chairs reports to Board (verbal)</p> <p><a href="#">Workings of committee meetings reported to board.</a></p>		
<b>Risk Management</b>				
<b>C11</b>	<p>The board of a college or a regional body is responsible for the overall management of risk and opportunity. It must set the risk appetite of the body and ensure there is an appropriate balance between risk and opportunity and that this is communicated via the principal to the body's management team.</p>	<p>Risk Register (Merger)</p> <p>Board development (session 2)</p> <p>Risk Register (Shetland UHI, linked to UHI RR)</p> <p>Agenda management (rolling programme of risk consideration)</p>		
<b>C12</b>	<p>The board must ensure that sound risk management and internal control systems are in place and maintained. It must ensure there is a formal on-going process for identifying, reporting, evaluating and managing the body's significant</p>	<p>Risk Register (Merger)</p> <p>Board development (session 2)</p> <p>Risk Register (Shetland UHI, linked to UHI RR)</p>		Board effectiveness review Shetland UHI Business Continuity Plan



Code Principal		Evidence	Conclusion	Assurance	Action required
	risks and review the effectiveness of risk management, business continuity planning and internal control systems.	Agenda management (rolling programme of risk consideration)			
<b>Audit Committee</b>					
<b>C13</b>	The Audit Committee must support the board and the principal by reviewing the comprehensiveness, reliability and integrity of assurances including the body's governance, risk management and internal control framework.	<a href="#">Audit committee established</a>			Internal Audit action plan to go to next Audit Committee
<b>C14</b>	The scope of the Audit Committee's work must be defined in its terms of reference and encompass all of the assurance needs of the board and the principal. The Audit Committee must have particular engagement with internal and external audit, and must work with management and auditors to resolve any issues in relation to financial reporting.	<a href="#">Audit terms of reference</a>			Internal Audit action plan to go to next Audit Committee
<b>C15</b>	The Audit Committee must promptly pursue recommendations arising from audit reports and must monitor their implementation.	<a href="#">Audit committee established</a> Audit action plan under development. Audit yet to take place			
<b>C16</b>	The membership of the Audit Committee cannot include the board chair or the principal. The role of the college executive is to attend meetings at the invitation of the committee chair and to provide information for particular agenda items.	<a href="#">Audit committee ToR</a>			
<b>C17</b>	The Audit Committee terms of reference must provide for the committee to sit privately without any non-members present for all or part of a meeting if they so decide. The Audit Committee members should meet with the internal and external auditors without the executive team present at least annually.	<a href="#">Audit committee ToR</a> <a href="#">Audit Terms of reference to be updated at Board on</a>			
<b>C18</b>	At least one member of the Audit Committee should have recent relevant financial or audit experience.	<a href="#">CV of Board appointment to Audit Committee</a>  Search and Nominations Committee			
<b>Remuneration Committee</b>					
<b>C19</b>	It essential that members of the Remuneration Committee understand their role and responsibilities. Members must undertake the online training module for Remuneration Committees provided by College Development Network within one month of appointment.	<a href="#">HR and remuneration committee established</a>			Independent members of HR+R complete training.
<b>C20</b>	The board must have a formal procedure in place for setting the remuneration of the principal by a designated committee of non-executive members. The board may wish to supplement this by taking evidence from a range of sources. In particular, staff and students should have a role in gathering and submitting evidence in relation to the college principal to the relevant committee.	<a href="#">Agreed Process and paperwork</a>			
<b>C21</b>	The board chair cannot be the chair of the Remuneration Committee (but they can be a member of it).	<a href="#">HR and Remuneration Committee ToR</a>			

Code Principal	Evidence	Conclusion	Assurance	Action required
<b>Financial and Institutional Sustainability</b>				
<b>C22</b>	The board is responsible for ensuring the financial and institutional sustainability of the body. The board must ensure compliance with its Financial Memorandum (either with SFC or the regional strategic body, depending on which is funding it), including in relation to incorporated colleges and regional boards, relevant aspects of the Scottish Public Finance Manual.	Review of financial memorandum by Finance and General Purposes committee		Adherence to financial memorandum
<b>C23</b>	The board must ensure that: <ul style="list-style-type: none"> <li>• funds are used as economically, efficiently and effectively as possible</li> <li>• effective monitoring arrangements are in place</li> <li>• college staff report relevant financial matters to it.</li> </ul>	<a href="#">Minutes of Finance and General Purposes</a> and Audit committees		Financial reporting to Board Agenda management
<b>C24</b>	For colleges that are charitable organisations, board members are also charity trustees. The board of a college that is a charity must ensure its members are aware of their responsibilities under charity legislation and for complying with relevant provisions as set out by the Office of the Scottish Charity Regulator. See <a href="#">OSCR Guidance and Good Practice for Charity Trustees</a> .			Board development (role of charity trustees) Training records
<b>Staff Governance</b>				
<b>C25</b>	The college board as the employer, is responsible for promoting positive employee relations and for ensuring effective partnership between recognised trade unions and management.	<a href="#">Staff representation on Board</a> Informal meetings between college management and Union/staff representatives – Staff Development Agenda <a href="#">Signing up to NRPA</a> <a href="#">Local union recognition agreement</a>		
<b>C26</b>	The board must have a system of corporate accountability in place for the fair and effective management of all staff, to ensure all legal obligations are met and all policies and agreements are implemented and identify areas that require improvement and to develop action plans to address them.	Shetland UHI staff handbook, in a variety of documents, rather than a single document. Staff engagement surveys		Agenda management – regular reporting on compliance with staff policies
<b>C27</b>	The board must comply with the nationally agreed college sector <a href="#">Staff Governance Standard</a> .	<a href="#">Approved at HR+R on 14/09/2022</a>		
<b>C28</b>	The college board must comply with collective agreements placed on it through national collective bargaining for colleges.	Recommendation made to sign up to NRPA <a href="#">Local union recognition agreement</a> Signing up to NRPA – <a href="#">NRPA Support staff update</a> , <a href="#">NRPA lecturing staff update</a> , <a href="#">Minutes of updates</a>		
<b>Section D: Effectiveness</b>				
<b>The Board Chair</b>				
<b>D1</b>	The chair is responsible for leadership of the board and ensuring its effectiveness in all aspects of its role. The chair is responsible for setting the board's agenda and ensuring that adequate time is available for discussion of all agenda	Board agendas, papers and minutes Weekly meetings between Chair and Principal Meetings between Board members and Chair <a href="#">Meetings between the Board Secretary and Chair</a>		Board Development plan



Code Principal	Evidence	Conclusion	Assurance	Action required
	<p>items, particularly strategic issues. The chair must promote a culture of openness and debate by:</p> <ul style="list-style-type: none"> <li>• encouraging the effective contribution of all board members</li> <li>• fostering constructive challenge and support to the principal, executive team and fellow board members</li> <li>• effective team-working</li> <li>• positive relations between board members.</li> </ul> <p>The chair must engage with the principal and the board secretary in a manner which is both constructive and effective.</p>			
D2	<p>The board and its committees must have the appropriate balance of skills, experience, independence and knowledge of the body to enable them to discharge their respective duties and responsibilities effectively.</p>	<p><a href="#">Search and Nominations committee consideration and recommendation of Board appointments</a></p> <p><a href="#">Search and Nominations committee ToR (skills audit annual review)</a></p> <p><a href="#">Skills audit</a></p>		
<b>Board Members</b>				
D3	<p>Each board member is collectively responsible and accountable for all board decisions. Board members must make decisions in the best interests of the college and/or region as a whole rather than selectively or in the interests of a particular group.</p>	<p>Board Development (sessions 3 and 4)</p> <p>Effective Chairing (Transition Board minutes)</p>		
D4	<p>Staff and student board members are full board members and bring essential and unique, skills, knowledge and experience to the board. Staff and student board members must not be excluded from board business unless there is a clear conflict of interest, in common with all board members.</p>	<p><a href="#">Board membership and directorship</a></p> <p><a href="#">Skills audit</a></p> <p>Terms of Reference: <a href="#">Audit</a>, <a href="#">LTR</a>, <a href="#">F+GP</a>, <a href="#">HR+R</a>, <a href="#">SNC</a></p>		
D5	<p>Where the college is a charity, all board members, as charity trustees, including staff and student board members, have legal duties and responsibilities under the Charities Act 2005. This includes registering any personal interests that could be seen as conflicting with the interests of the body. The 'objective test' for judging if there is a conflict of interest is:</p> <p><i>"... whether a member of the public, with knowledge of the relevant facts, would reasonably regard the interest as so significant that it is likely to prejudice your decision making in your role as a member of a public body".</i></p>	<p>Register of Interests for Board Members</p>		<p>Review and update register of Interests</p>
<b>Principal and Chief Executive</b>				
D6	<p>The college board must appoint the principal as chief executive of the college, securing approval for the appointment and terms and conditions of the appointment from the regional strategic body if necessary.</p>	<p><a href="#">Appointment of Principal /CEO (included representation from UHI)</a></p>		
D7	<p>The college board must ensure there is an open and transparent recruitment process for the appointment. Students and staff must have an opportunity to contribute to the recruitment process.</p>	<p><a href="#">Appointment of Principal /CEO (included representation from staff and students)</a></p> <p><a href="#">Assessment Sheet – Board Panel</a></p> <p><a href="#">Assessment Sheet – Staff Panel</a></p>		

Code Principal	Evidence	Conclusion	Assurance	Action required
	<a href="#">Assessment Sheet – Student Panel</a> <a href="#">Board Panel Questions</a>			
<b>D8</b>	The college board must delegate to the principal, as chief executive, authority for the academic, corporate, financial, estate and human resource management of the college, and must ensure the establishment of such management functions are undertaken by and under the authority of the principal.	<a href="#">Principal JD</a> <a href="#">Scheme of delegation</a> <a href="#">Shetland UHI Management Processes – organisational chart</a>		
<b>D9</b>	The college board must ensure a clear process is in place to set and agree personal performance measures for the principal. This process should seek the views of students and staff. The chair, on behalf of the board, should monitor, review and record the principal's performance, at least annually, against the agreed performance measures.	<a href="#">Agreed Process and paperwork</a>		
<b>D10</b>	The principal, as a board member, shares responsibility for good governance with the chair and all other members of the board, supported by the board secretary. The principal also enables good governance through supporting effective communication and interaction between the body and the rest of the college including staff and students.	Board agendas, papers and minutes. <a href="#">Committee papers</a>		
<b>D11</b>	The board provides strategic direction for the region and/or college, and the chair provides leadership to the board. The principal provides leadership to the staff of the body.	<a href="#">Board agendas, papers and minutes</a> LNCC minutes <a href="#">Shetland Colleges News</a> Shetland UHI strategy development – minutes of LTR, Board, etc.		Chair Development Plan
<b>D12</b>	The board must provide a constructive challenge to the principal and executive team and hold them to account.	<a href="#">Board agendas, papers and minutes</a>		
<b>Board Secretary</b>				
<b>D13</b>	The board as a whole must appoint a board secretary who is responsible to it and reports directly to the chair in their board secretary capacity. The board secretary may be a member of the senior management team in their board secretary capacity, but they cannot hold any other senior management team position at the same time. The appointment and removal of the board secretary is a decision of the board as a whole.	Board Secretary appointment		
<b>D14</b>	All board members must have access to the board secretary who has an important governance role in advising the board, the committees and individual board members and supporting good governance. The distinctive board secretary role includes: <ul style="list-style-type: none"> <li>facilitating good governance and advising board members on: <ul style="list-style-type: none"> <li>the proper exercise of their powers, including in relation to relevant legislation</li> <li>the board's compliance with its Financial Memorandum, the Good Governance Code, its Standing Orders and Scheme of Delegation</li> <li>their behaviour and conduct in relation to the board's</li> </ul> </li> </ul>	<a href="#">Board Secretary appointment (job description)</a> Cover agreement with UHI		

Code Principal	Evidence	Conclusion	Assurance	Action required
<p>Code of Conduct.</p> <ul style="list-style-type: none"> <li>providing clear advice to the chair and the board/committees on any concerns the board secretary may have that board members have not been given: <ul style="list-style-type: none"> <li>sufficient information</li> <li>information in an appropriate form</li> <li>sufficient time to monitor, scrutinise or make informed and rigorous decisions in an open and transparent way.</li> </ul> </li> <li>attending and providing support to every board meeting and every meeting of every board committee. Where the board secretary is unable to attend, while the board secretary retains overall responsibility, proper arrangements must be made to cover the role with a person who is fully able to discharge the role effectively.</li> <li>having an unambiguous right to speak at board and committee meetings to convey any concerns they may have about governance. This extends to someone substituting for the board secretary.</li> <li>reporting any unresolved concerns about the governance of the body to the relevant funding body (i.e. SFC or the regional strategic body).</li> </ul>				
<p><b>D15</b> The board must ensure the board secretary:</p> <ul style="list-style-type: none"> <li>has suitable skills, knowledge and behaviours to carry out their role effectively</li> <li>receives appropriate induction, and if new to the role, is mentored by a more experienced board secretary for at least their first year</li> <li>has adequate time and resources available to undertake their role effectively.</li> </ul>	<p><a href="#">Board Secretary appointment (job description).</a>  <a href="#">UHI corporate induction completed in May 2022.</a>  Mentoring undertaken by Edinburgh College and UHI.  Office equipment and telephony service in use.  Access to Work process currently underway.</p>			
<p><b>D16</b> The board must ensure arrangements are in place to deal with a board secretary's potential or real conflicts of interest.</p>	<p>Declarations of interest procedure for secretary.</p>			
<b>Board Member Appointment, Induction and Training</b>				
<p><b>D17</b> For boards with responsibility for board appointments, the board must ensure a formal and open procedure is in place for recruiting and selecting new non-executive board members. Boards must have regard to all relevant Ministerial Guidance on board appointments.</p>	<p><a href="#">Board recruitment packs</a></p>			
<p><b>D18</b> The board is responsible for ensuring appropriate arrangements are in place for the conduct of student elections and nominations, and elections of staff members to the board.</p>	<p><a href="#">HISA election report to Board.</a>  <a href="#">Staff Election Report to Board.</a></p>			<p>Consider Elections Plan being asked of HISA in advance of nominations being open.</p>
<p><b>D19</b> The chair must ensure that new board members receive a formal induction on joining the board, tailored in accordance with their individual and collective needs. The board secretary should support the chair in the provision of relevant induction for new board members.</p>	<p><a href="#">Board Induction process</a></p>			

Code Principal		Evidence	Conclusion	Assurance	Action required
D20	The board must ensure all board members undertake appropriate training and development in respect of their governance role. The board secretary should support the chair in the provision of relevant training and development opportunities for board members, which should be tailored to meet board members skills and needs. The board secretary must keep records of the development activity of board members, including the chair.	<a href="#">Skills audit</a> <a href="#">Training Table agreed in August 2022.</a>			Training records.
D21	The board must ensure that new committee members receive a committee induction and have their specific training needs assessed and met.	<a href="#">Board Induction process</a> One to one development sessions with the secretary/governance professional taking place from May 2022 onwards.			
<b>Board Evaluation</b>					
D22	Extension of the term of office of board appointments requires evidence and the board must ensure appropriate mechanisms are in place to support this.	Shetland UHI was only established in August 2021 and all terms have yet to come to an end. <a href="#">Record of meeting attendance 2021-2022</a>			Extensions policy to be established.
D23	The board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should also be an externally facilitated evaluation of its effectiveness at least every three years. The board must send its self-evaluation (including an externally facilitated evaluation) and board development plan (including progress on previous year's plan) to its funding body and publish them online.	<a href="#">Self-evaluation questions developed.</a> External evaluation yet to be delivered as Shetland UHI was only established in August 2021.			Publish to board in October 2022.
D24	The board must agree a process for evaluating the effectiveness of the board chair and the committee chairs. The evaluation of the board chair should normally be led by the vice-chair/senior independent member.	<a href="#">Self-evaluation questions developed.</a>			
D25	The board must ensure all board members are subject to appraisal of their performance, conducted at least annually, normally by the chair of the board.	Annual Development Reviews Scheduled. <a href="#">Karen Hall's Development Review</a> <a href="#">Maria Bell's Development Review</a> <a href="#">Rory Gillies' Development Review</a> <a href="#">Ian McCormack's Development Review</a> <a href="#">Lauren Doughton's Development Review</a> <a href="#">Simon' Clarke's Development Review</a> <a href="#">Claire Christey's Development Review</a> <a href="#">Davie Sandison's and Graeme Howell's Development Review</a> <a href="#">Lucy Wilson's Annual Development Review</a> <a href="#">Angela Sutherland's Development Review</a> <a href="#">Grant Cumming's Development Review</a> <a href="#">Chris Bolton's Development Review</a>  <a href="#">Annual Development Review paperwork for Chair and Committee Chairs</a> Annual Development Review paperwork for all other members			

Code Principal		Evidence	Conclusion	Assurance	Action required
		<a href="#">Decision by board</a>			
D26	The performance of regional college chairs will also be evaluated by the Scottish Government, as regional college chairs are appointed by the Scottish Ministers and are personally accountable to them.	N/A. Shetland UHI is not a regional college.			
D27	The performance of assigned, incorporated college chairs will also be evaluated by the regional strategic body, as they are appointed by the regional strategic body and are personally accountable to them.	N/A. Shetland UHI is not an incorporated college.			
<b>Section E: Relationships and Collaboration</b>					
<b>Partnership Working</b>					
E1	The board must work in partnership to secure the coherent provision of high quality fundable further and higher education in their localities.	<a href="#">Community Planning (Shetland's Partnership Plan) signatory</a> Employability Working Group <a href="#">Islands Deal Board</a> <a href="#">Shetland Space Centre Education group</a> <a href="#">UHI networks</a> <a href="#">Centre for Sustainable Seafood.</a> <a href="#">Centre for Islands Creativity</a> <a href="#">Partnership and Service Level Agreement with UHI</a>			
E2	The board must ensure effective consultation, local and regional planning and must follow the principles of effective collaborative working: mutual respect, trust and working towards commonly agreed outcomes.	<a href="#">Community Planning (Shetland's Partnership Plan) signatory</a> Employability Working Group <a href="#">Islands Deal Board</a> <a href="#">Shetland Space Centre Education group</a> <a href="#">UHI networks</a> <a href="#">Partnership and Service Level Agreement with UHI</a>			
E3	The board must ensure effective partnership working with local and national bodies including businesses, public and third sector organisations to develop commonly agreed priorities following the principles of effective collaborative working.	<a href="#">Community Planning – Shetland Partnership</a> Colleges Scotland meeting attendance <a href="#">30/11/21</a> , <a href="#">31/08/21</a> , <a href="#">21/09/21</a> , <a href="#">29/03/22</a> , <a href="#">28/06/22</a> , <a href="#">22/02/22</a> , <a href="#">26/04/22</a> , <a href="#">27/10/21</a> , <a href="#">25/01/22</a> <a href="#">UHI networks</a> <a href="#">Islands Deal</a> <a href="#">Centre of Islands Creativity</a> <a href="#">Centre for Sustainable Seafood.</a> <a href="#">Partnership and Service Level Agreement with UHI</a>			
E4	The board must encourage and support effective partnership working and collaboration within and across regions to address local needs and meet national priorities and specialisms.	<a href="#">Community Planning – Shetland Partnership</a> Colleges Scotland meeting attendance <a href="#">30/11/21</a> , <a href="#">31/08/21</a> , <a href="#">21/09/21</a> , <a href="#">29/03/22</a> , <a href="#">28/06/22</a> , <a href="#">22/02/22</a> , <a href="#">26/04/22</a> , <a href="#">27/10/21</a> , <a href="#">25/01/22</a> <a href="#">UHI networks</a> <a href="#">Governance Professionals Steering Group attended by Secretary.</a> <a href="#">Islands Deal</a> <a href="#">Centre of Islands Creativity</a>			

Code Principal	Evidence	Conclusion	Assurance	Action required
	<a href="#">Centre for Sustainable Seafood.</a> <a href="#">Partnership and Service Level Agreement with UHI</a>			