

## Shetland UHI Staff Director Election Pack

Every two years, Shetland UHI elects to fill the roles of Teaching Staff Director and Non-Teaching Staff Director, to the Board of Management. Please consider whether you might be interested in taking on these roles. You will find that the Board members are welcoming and interested to hear the staff perspective on all the issues that you will discuss. You will be a valued and important member of the team. You will not only be needed but wanted too!

*Dear Staff*

*The role of Staff Directors on Shetland UHI Board is pivotal in developing our strategic aims and in ensuring sound stewardship and best practice. You will be part of the Board of Management during a period of change and opportunity for Shetland and the future of further and higher education and training in the islands. This is a role that allows the staff voice to be fully embedded in the Board of Management, with the opportunity to guide the organisation in achieving its ambitious development plans.*

*Now is a time to work collaboratively in shaping that future, with Staff Directors having the same status and responsibilities as Independent and student Directors on the Board.*

*As the first Chair of the Shetland UHI Board of Management, I would encourage staff to fully embrace the opportunity to be an active part of the new organisation from the outset.*

*Yours sincerely,*

*Davie Sandison,*

*Chair Shetland UHI*

[Davie.Sandison@uhi.ac.uk](mailto:Davie.Sandison@uhi.ac.uk)

### Timeline

Date	Time	Action
Monday 23 <sup>rd</sup> October	16:00	Nominations Open
Monday 13 <sup>th</sup> November	16:00	Nominations Close
Monday 20 <sup>th</sup> November	10:00	Voting Opens
Friday 24 <sup>th</sup> November	14:00	Voting Closes
As soon as practical after voting closes		Results Announced
Wednesday 13 <sup>th</sup> December	16:30	AY 2022-2023 AGM
Wednesday 13 <sup>th</sup> December	17:30	Q2 Board of Management Meeting

## Background

The Board of Management has been set up to include two places for staff members (one academic and one support). Both positions are now available. The Board has a strong commitment to equality and diversity and welcomes Board members from any relevant member of staff. Staff members on the Board of Management are known as Staff Directors.

Please find attached an outline of the role of the Staff Director Board. Your role is broadly the same as for the independent members; in addition, you also bring the important staff perspective to discussions. But you are not asked to limit your contributions to the staff perspective as you are a full and equal member of the Board.

Staff Directors of the Board of Management are full members and have the same rights, responsibilities, and obligations as other Board members. Staff Directors are not 'representatives' of the staff that could vote for them; Staff Directors bring knowledge and expertise of the day-to-day workings of the College into Board meetings, processes and decision-making.

The Board of Management has two Staff Directors, one academic and one support staff. Here are some words from George Wallington as to why George found being a Staff Director, a rewarding experience:

*"The role can be quite challenging but the person doing it has a real chance to influence the direction of the new organisation and ensure we begin our journey on a firm foundation. I have had the chance to be part of some very interesting and lively discussions throughout my tenure and I would recommend it to anyone that has the passion and drive to help the organisation reach its full potential."*

Davie Sandison is the Chair of the Board of Management. You can see the other members, along with some mini biographies, on the webpages at:

<https://www.shetland.uhi.ac.uk/about-us/governance> . Other senior staff attend the meetings to inform and advise but are not members.

Staff eligible for the role can be either part or full time but need to be on a **permanent contract**. Senior management are not eligible. You can be based in any of the learning centres.

As well as the Board of Management, you will be asked to be a member of two of the Board of Management's main standing committees. The Teaching Staff Director is a prescribed member of the Learning, Teaching and Research Committee. Currently, they also sit on Search and Nominations Committee, to ensure that a staff perspective is given to this committee. Currently, the Non-Teaching Staff Director sits on both the Finance and General Purposes Committee, as well as the Human Resources and Remuneration Committee. Neither Staff Director is permitted to sit on the Audit Committee due to its scrutiny role.

Meetings usually start at 16:30. The Board of Management and its Committees meet four times per year. Generally, Board members are asked to set aside about 12-15 days per annum to cover Board of Management business which may include attendance at training or strategy days. All Committee meetings are undertaken virtually. All Board of Management meetings are undertaken in a hybrid manner, though Staff Directors are encouraged to attend such meetings in person in Lerwick.

Serving as a Director on the Board of Management is a voluntary role. Shetland UHI does not pay Directors for their time at meetings. If meetings take place during a Staff Director's normal working hours, they would not be expected to make up the time. If such meetings take place outwith a Staff Director's normal working hours, they will not be able to claim the time back. Staff Directors have a two-year term (ending at the end of an even numbered Annual General Meeting), renewable immediately once via re-election. An individual who has served as Staff Director for two terms, may do so again, after a gap of at least one year.

### **What are the benefits?**

As well as duties, the role of a Director brings opportunities. They include:

- learning new skills and gaining new experience
- being able to contribute to the development of the college at strategic level
- increased understanding of how the college works
- the opportunity to bring your view to discussions

### **What next?**

If you would like to be considered for the role of either:

- Teaching Staff Director
- Non-Teaching Staff Director

please email Matt your completed form below to [matt.sierocinski.king@uhi.ac.uk](mailto:matt.sierocinski.king@uhi.ac.uk) by 13<sup>th</sup> November 2022 at 16:00.

Nominations must come from current members of teaching staff and support staff for the respective positions. The nominee must also prepare a support statement, which should

give a brief outline of why they should be elected to the of Management, along with a profile (Head and Shoulders) photo.

Where the number of nominations is less than or equal to the number of places up for election, that nominee(s) will face a confirmatory vote by the Board of Management. Where the number of nominations received exceeds the number of places available, an election by electronic secret ballot will take place. The election shall take place using the system of Single Transferable Vote. The nominee who exceeds the quota of 50% of the vote shall be elected to the Board of Management. In the event of a tie between candidates, the outcome of the election shall be determined by the Shetland UHI Election Standing Orders, contained within this pack.

Information about the Board and on the role of a Board member is available at:

<https://www.shetland.uhi.ac.uk/about-us/governance/>

A link to the nomination forms will be emailed to you. If one has not arrived, or should you require any additional information or have any queries, the Board Secretary would be happy to meet virtually with you (Matt Sierocinski King, [matt.sierocinski.king@uhi.ac.uk](mailto:matt.sierocinski.king@uhi.ac.uk)).

## The College and its Board of Management

### The College

Shetland UHI was created by the merger of Shetland College, Train Shetland, and North Atlantic Fisheries College Marine Centre in 2021 and is part of the network of colleges assigned to the University of the Highlands and Islands. It serves the Shetland Archipelago, with learning centres in Baltasound, Mid Yell, Mossbank, Brae, Whalsay, Scalloway, Gremista, Mareel, Islesburgh and Lerwick. Shetland UHI is an independent company limited by guarantee, led by a Board of Management comprised of up to 18 Directors, up to 13 of whom are independent of Shetland UHI. Independent Directors share expertise and skills gained from working in the public, private and/or third sectors with colleagues on the Board of Management to drive forward ambitious and exciting future plans. Shetland UHI has an annual turnover of a few million pounds with income from commercial activity as well as government funding. We deliver a very wide range of provision in further education and, as part of UHI, 4-year honours degree programmes along with post-graduate courses, all designed to deliver the skills and educational needs of local and national employers. A core aim is to make further and higher education much more accessible to all who live and work in the area. With a new college for Shetland, working to become assigned, it is an exciting time to develop the provision of high-quality education for all our students, across the islands. Shetland UHI is committed to ensuring that all candidates are treated based on their merits and abilities, and that unfair and unlawful discrimination is eliminated. We positively welcome applications from all sections of the community.

### The Board

The Board of Management is Shetland UHI's governing body, playing a central role in shaping the strategic direction of Shetland UHI and helps support and challenge the management and staff to continue the development and work of Shetland UHI. Shetland UHI is working to become an assigned College of the University of the Highlands and Islands, the UHI is its Regional Strategic Body (under the terms of the Post 16 (Scotland) Act 2013), and the Board would become accountable to the RSB.

The role of a director is a non-executive one and concerns oversight of Shetland UHI at the strategic level in line with the corporate plan rather than be concerned with the day-to-day executive management. The role of the Board director encompasses their role as a charity trustee and director of the Company.

Most meetings are held on Microsoft Teams, but the Board member keep an eye on the development of the pandemic and are considering when might be viable to hold hybrid meetings. Discussions are also underway about the potential for board development sessions during October, but outside of the school holidays.

Papers are issued a week or so in advance of the meetings, and directors are expected to have familiarised themselves with the issues before the meeting. The Board meeting is also attended by several senior staff of the College, and the independent Board secretary.

The Board has five standing committees:

- Audit Committee
- Finance and General Purposes Committee
- Learning and Teaching Committee
- Human Resources and Remuneration Committee
- Search and Nominations Committee

## **Board of Management –Director Role Description**

This role description is applicable to all types of Directors. A director is responsible for:

- contributing to the business of Board meetings, following established and agreed procedures and participating in one or more of the Board committees as member or chair.
- engaging effectively at board meetings and working collaboratively with other directors observing the Nine Principles of Public Life (selflessness, integrity, objectivity, accountability, openness, honesty, leadership, public service, and respect) in all Board business.

The directors shall contribute to the Board in:

- articulating the vision of Shetland UHI as an academic partner and a college of UHI working to becoming assigned
- maintaining and developing the ethos of Shetland UHI
- setting corporate objectives in line with Shetland UHI outcome agreement with UHI
- monitoring the financial health and compliance of the Shetland UHI in line with the Shetland UHI Financial Memorandum agreed with UHI
- monitoring the Shetland UHI's achievement of its agreed outcome measures
- approving the annual budget
- approving the year end Annual Accounts and Financial Statements
- the appointment and re-appointment and removal from office of Board members, the appointment of, performance appraisal of, and disciplinary action against, the principal
- approving all new and revised Shetland UHI policies

## **Performance of the Board and individual Board members**

Each Director:

- should discuss his or her contribution and development needs with the Chair of the Board at least annually.
- is expected to contribute to critical self-assessment of Board performance and processes and make an active contribution to the annual performance assessment of the governance of the College.
- shall ensure regular attendance at board meetings

## Ambassadorial role

The Directors shall seek to promote the best interests of the Shetland UHI wherever possible, be its ambassador, and if called upon to do so, represent it at meetings, presentations, and conferences.

## **Academic and Support Staff vacancy**

### Details

We are currently seeking new academic and support staff members of the Board and director of the Company of Shetland UHI. Membership is not remunerated but out-of-pocket expenses will be paid. The maximum term of office is four continuous years, having been re-elected after two years. The annual commitment is around 15-18 days. The Board and its main standing committees meet quarterly from 2022 onwards and meet monthly during October and November 2021. There are no scheduled meetings in December 2021. Most meetings are held from 16:30 onwards, and there are occasional full or half day events for broader discussions on - for example - strategy, risk, self-evaluation, and governance. Directors are usually asked to be a member of one or two of the committees as well as the Board, and thus will attend 8-12 committee/Board meetings per year from 2022 onwards.

Our key aim is to ensure that Shetland UHI gains the maximum benefit from the skills and experience that each Board director brings with them. Board members have a scrutineering role. The senior staff expect, and welcome, support and challenge from the directors. In return, directors gain satisfaction from being directly involved in ensuring the best possible opportunities for students and employers in Shetland.

Induction, and on-going training, is available. No previous board experience is expected.

Please note the following additional requirements

- Board positions are subject to Enhanced Disclosure check with Disclosure Scotland upon appointment.
- Members are also asked to sign up to a Code of Conduct, and to commit to the Nine Principles of Public Life in Scotland (Public Service, Selflessness, Integrity, Objectivity, Accountability & Stewardship, Openness, Honesty, Leadership, Respect).
- They are required to formally register any interests which may have a bearing on their work for the Board.
- They will complete an application form to be a director of the Company which will be lodged with Companies House.

The Articles of Association prevent the Board from recruiting anyone who cannot be a director by virtue of any provision of the Companies Act or becomes prohibited by law from being a director or a charity trustee, or if he/she has been sequestered.



## Standing Orders for Shetland UHI Staff Director Elections

(Based on those by the Good Governance Steering Group, June 2016)

1. In accordance with Shetland UHI's Articles of Association, the Board must include two members of staff. One shall be appointed by being elected by the teaching ("academic") staff of the college from amongst their own number and the other shall be appointed by the non-teaching ("support") staff of the college from amongst their own number.
2. Such elections must be held in accordance with Standing Orders made by the Board.
3. For the purposes of these election rules, staff groups are defined as follows:
  - 3.1. Teaching Staff/Academic Staff – all staff (including Managers) who are on the academic staff payroll.
  - 3.2. Non-Teaching Staff/Support Staff– all staff (including Managers) who are on the support staff payroll.
4. Appointments shall proceed as follows:
  - 4.1.1. The appointment shall be made by election administered by the Returning Officer (the Returning Officer shall normally be the Secretary to the Board; where the Secretary to the Board is unavailable, the Board must appoint another staff member to act as Returning Officer).
  - 4.1.2. The Returning Officer shall communicate to staff any vacancies that arise and request nominations for membership from the Academic or Support Staff as relevant.
  - 4.1.3. Such nominations must be received by the Returning Officer by the date specified in the communication, being not less than fourteen days from the date of the communication.
  - 4.1.4. Should a paper nomination form be used, the nomination must be signed by the nominee.
  - 4.1.5. If more than one nomination is received, the Returning Officer shall thereafter arrange for an election to be conducted using an appropriate electronic system and shall notify each member of the academic or support staff of the college as appropriate of the names of the nominees and the process to be followed.
  - 4.1.6. The election shall be completed by the date and time specified in the notice issued by the Returning Officer being not less than seven days from the date of the issue of the notice of the election. Only academic members of staff may vote for the academic member and only support staff may vote for the support staff member. All staff members who are eligible to vote shall each be entitled to one vote.
5. The following rules shall be followed as regards counting votes:
  - 5.1.1. The Returning Officer shall offer each nominee the opportunity to be present or represented at the counting of votes.
  - 5.1.2. The counting of votes shall take place within 24 hours of the time set for the close of the election and shall be done by the Returning Officer in the presence of such nominees or their representatives as have chosen to attend. A member

UHI's Governance and Records Management Team shall also be present to act as an independent adjudicator.

- 5.1.3. Voting is conducted using the Single Transferable Voting system. The nominee that exceeds the quota of 50%, shall be duly elected.
- 5.1.4. In the event of a tie:
  - 5.1.4.1. in the final round of counting, the candidate with the highest number of votes from the first round shall be duly elected.
    - 5.1.4.1.1. If this results in a tie, starting with the second round of counting, whichever nominee has the highest number of votes a subsequent round of counting, shall be duly elected.
  - 5.1.4.2. Across all rounds of counting, the election shall be decided by the drawing of cards or lots amongst the nominees with the greatest number of votes.
- 5.1.5. In the event of elections for academic and support staff members being held concurrently, the counting of votes shall be done as a separate and consecutive process for each election.
- 5.1.6. The Returning Officer may use such staff of Shetland UHI as may be necessary to assist in the counting of votes.
- 5.1.7. The names of the persons elected shall be reported to the next meeting of the Board after the election and announced to all staff.
6. The 'counting of votes' may be a physical count of ballot papers where a paper system has been used, or the opening of an electronic report where an electronic voting system has been used.
7. The following rules shall apply in the event of a vacancy arising in respect of the appointment for a staff member:
  - 7.1.1. In the event of an election requiring to be held because of the expiry of the term of office of the respective members of the Board the procedures set out above shall be completed no later than eight working weeks prior to the date of expiry. The eight weeks excludes Shetland UHI vacation periods to ensure that all staff have the opportunity to participate.
  - 7.1.2. In the event of an election requiring to be held because of a resignation or death of the respective members of the Board the procedures set out shall be completed no later than eight weeks after the vacancy occurs. The eight weeks excludes Shetland UHI vacation periods to ensure that all staff have the opportunity to participate. In the event of a death of a board member, the board may opt to delay the election process for a period of up to 8 weeks, out of respect for the deceased.