

Minutes of the 1st meeting of the Scottish Code of Good HE Governance Steering Group on 2 October 2012, 5pm to 7pm, at Evolution House, Edinburgh.

Attendance

Steering Group Members

Lord Robert Smith (Chair)
Dame Elish Angiolini
Mr Simon Pepper
Mr David Ross
Mr Tony Brian
Mr Eric Sanderson

Consultants/Advisers

Mr Kevin Clarke
Dr Peter West

Secretariat

Mr Darren Thompson

12-01 Chair's Welcome and Introductions (Oral)

The Chair welcomed members to the first meeting of the Steering Group.

12-02 Steering Group Remit and Project Details

a) Steering Group Draft Remit for approval (Paper SCoG 01)

Members discussed the Terms of Reference and, in particular, the issues of who would approve and have ownership of a final Code and of how compliance would be ensured. It was clear that the Committee of Scottish Chairs (CSC) would have ownership of the final Code and the responsibility for approving it and updating or revising it in future years. Members **agreed** that the website would be useful for communicating this position.

The issue of compliance would be addressed on a 'comply or explain' basis, reflecting the wide range of institutional diversity within the Scottish HE sector but, ultimately, adoption of the Code would be voluntary for institutions unless legislation was enacted to introduce a statutory duty of compliance. The Steering Group recognised the need to engage with the Scottish Funding Council on the issue of future compliance.

Members were assured that the Cabinet Secretary for Education and Lifelong Learning and senior Scottish Government officials had been kept informed of CSC's approach from an early stage and were fully aware of the composition and Terms of Reference of the Steering Group.

Members **approved** the Terms of Reference

b) Project Timetable (Paper SCoG 02)

Members discussed and **approved** the timetable. They **agreed** that Professor von Prondzynski should be invited to attend for part of the next meeting in order to help the Steering Group develop a deeper understanding of the recommendations made by the Report of the Review of Higher Education Governance in February 2012.

c) Institutional consultation arrangements and suggested assignment of visits (Paper SCoG 03)

The Consultants explained the steps they were taking to ensure that lay governors, staff and students from all Scottish HEIs would be consulted. Members **approved** the allocation of institutional assignments.

The Chair advised that he would be seeking a meeting with the Cabinet Secretary for Education and Lifelong Learning to discuss the Steering Group's approach and offer further reassurance. The Secretary undertook to provide the Chair with a written brief ahead of that meeting and any relevant recent correspondence would be shared with the Chair so that he was well informed.

Members agreed that it would be important for the Consultants to first meet with trade union representatives collectively and then individually, if requested to do so. Engagement with the large proportion of non-unionised staff was also crucial and would be achieved through the institutional visits.

The precise arrangements for institutional meetings would be determined by institutions themselves, following guidance from the Consultants on the type and range of engagement expected.

d) Website brief for approval (Paper SCoG 04)

Members **approved** the website proposals.

e) Future meeting dates (Paper SCoG 05)

Members **agreed** that the next meeting would take place in Glasgow on Friday 16 November. Precise details would follow via email and the Secretary would ascertain the availability of Professor von Prondzynski.

12-03 Discussion of Key Issues

a) Scottish institutions' collective assessment of recommendations from the Report of the Review of HE Governance (Paper SCoG 06)

Members discussed potential ways in which a Code of Practice could address the handful of recommendations from the Report of the Review of Higher Education Governance which had proven to be more controversial in scope. It was recognised that any Code of Practice had to be compatible with the wide range of existing institutional Charters and Statutes but also that it should be possible

to identify existing examples of best practice that could be codified to help meeting the underlying principles of the Report's recommendations.

b) Brief analysis of the Report of the Review of HE Governance and the CUC Guide (Paper SCoG 07)

The Steering Group discussed this briefly and recognised that there was a great deal of harmony between some of the recommendations in the Report of the Review of Higher Education Governance and the principles of the existing CUC Guide. The aim of the Steering Group should be to draw on both of these documents and on the results of a wide and thorough consultation to develop an appropriate set of good governance standards for institutions to adhere to.

c) Development of a draft 'Issues' paper for consultation (Oral)

It was agreed that the Consultants would develop a draft 'Issues' paper to aid the consultation process. This would be discussed and approved by the Steering Group at its next meeting in November and would then be published on the website and made widely available with institutions and other interested stakeholders.

There was agreement that the development of a Scottish Code should explore the underlying principles of how students are represented and seek to identify best practice examples of how institutions allow students to have the capacity to involve themselves in governance and Court business.

12-04 Background papers (circulated as essential reference material and for discussion where requested by members)

Members noted the background papers provided and listed below.

- a) Report of the Review of Higher Education Governance in Scotland (von Prondzynski Report)
- b) Dissenting opinion from Mr Alan Simpson, member of the Review Panel and Chair of Court, University of Stirling
- c) Universities Scotland response to the Review's Call for Evidence (September 2011)
- d) Ministerial Statement from the Cabinet Secretary for Education and Lifelong Learning, 28 June 2012 (pp.7-9)
- e) CUC/HEFCE Governance Code of Practice and General Principles
- f) CUC/HEFCE Guide for Members of HE Governing Bodies in the UK – Annex C: Scotland (pp.75-96)
- g) Voluntary Code of Best Practice for the Governance of Australian Universities (2011)