

The Very Reverend Dr Graham Forbes  
Chair, Committee of the Chairs of Scottish Higher Education Institutions  
c/o Edinburgh Napier University  
Sighthill Court  
Edinburgh  
EH11 4BN

21<sup>st</sup> September 2017

Dear Graham,

On behalf of the steering group for the review of the Scottish Code of Good Higher Education Governance, I am delighted to convey the revised Code to you and your fellow Chairs of governing bodies of higher education institutions.

I have been privileged to lead a group that brought exceptionally rich knowledge of governance, with representation from all institution types and all of the major stakeholders from across the Scottish higher education sector, including trade unions and students, as well as voices from outside the sector.

I would like to put on record my gratitude for their individual and collective commitment to create the best possible foundations for the sector's governance in the coming years. This shared approach ensured that inevitable and sometimes challenging differences of opinion were treated as valuable opportunities to increase mutual understanding and to find new ways forward.

Our remit was to review and revise the existing Code. You will find that the great majority of the revised Code draws on the content of the 2013 Code, although the organisation of the document has been changed in order to maximise its clarity. Every part of the document has been carefully evaluated in the light of the evidence we gathered and changes made as appropriate.

I believe that the resulting Code is genuinely progressive, while remaining firmly grounded in sound principles of governance and best practice. The revised Code and the inclusive way it has been developed exemplify the sector's ethos of continuous improvement and partnership working. The Code provides an enhanced framework for Scottish higher education to build on these strengths, with the right mechanisms of oversight to foster continued success across its world class institutions and to strengthen the reputation of the sector with all of its stakeholders.

Broadly speaking, the new elements of the Code relate to the following major themes of the review:

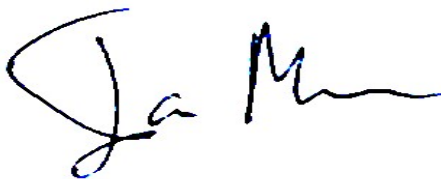
- the shared responsibilities of all governing body members;
- transparency and communication with stakeholders, including enhanced provisions around the work of remuneration committees;
- equality and diversity;
- ensuring consistency with the Higher Education Governance (Scotland) Act 2016.

As you know, the revised Code is the product of an extensive, inclusive and evidence-based process. At the beginning of the review, the steering group engaged in a detailed and wide-ranging evidence-gathering process, led by three independent consultants. This involved face-to-face meetings with 300 individuals, an open written consultation, a survey of governing body members, and meetings with major stakeholders at national level. Based on the evidence gathered, the group identified key priorities for review and revision and agreed a draft revised text, which was put to public consultation. We listened carefully to the views expressed in that consultation, making significant changes in response.

Alongside the Code itself, I am pleased to provide you with an explanatory document that sets out the steering group's approach and outlines the major differences between the 2013 Code and the revised Code. This document also contains the steering group's recommendations regarding the adoption, implementation and future review of the revised Code. In addition, I also provide a summary of the major themes that emerged in our consultation and the ways in which the steering group responded when producing the final version of the revised Code.

As you know, further detailed information on the review can be found at <http://www.scottishuniversitygovernance.ac.uk/>.

I am aware that higher education governance is entering a period of change. The revised Code will give institutions, governing body members and stakeholders alike the necessary reassurances to approach governance with confidence in this changing context. I wish you and your colleagues from the CSC the greatest of success as you continue this important work.

A handwritten signature in blue ink, appearing to read 'Ian Marchant', with a stylized, cursive script.

Ian Marchant

Steering Group Chair