

Dear

## MEMBERSHIP OF THE XXX COMMITTEE

Further to your recent interview, I am delighted to inform you that the Court has approved your appointment to the Court and the XXX Committee. I write to confirm that your membership will run from XXX for a period of 3 years until XXX, in terms of *Statute 4: The Court*, subject to your acceptance of the terms of the appointment set out in this letter.

We look forward to welcoming you to your new role. Information about the Court and its Committees can found via: <https://www.hw.ac.uk/services/secretariat/university-committees-a-z.htm> You may also find information on the Court pages here: <https://www.hw.ac.uk/services/secretariat/court.htm> of interest.

### 1. Meeting dates and time commitment

I enclose a note of the schedule of future Court meeting dates. The Court normally meets for five ordinary half day meetings each year and two full Strategy Days with meeting dates set at least two years in advance. There will normally be a dinner prior to each Strategy Day. Ordinary meetings are held on a Thursday, via Microsoft Teams, from 8.30am until approximately 11.30am. The June meeting of Court is normally held on a Monday. Court Strategy Days are held in person at the Edinburgh Campus. At certain times it may be necessary to call an additional meeting of the Court or a Court committee according to business need arising.

Regular attendance at meetings is expected. Where meetings are scheduled to take place online, all members will normally be expected to join via Microsoft Teams. Where meetings are scheduled to take place in person, all members will normally be expected to join in person.

Members are expected to abide by the terms of the [Court Attendance and Participation Policy](#) and to confirm that, taking into account all other commitments you may have, you are able to and will devote sufficient time to your Court member duties.

### 2. Expense claims

Please note that reasonable out of pocket expenses can be reimbursed to members of Court committees by arrangement (e.g. to cover travel costs). Please liaise with Nathan Bircham ([N.D.C.Bircham@hw.ac.uk](mailto:N.D.C.Bircham@hw.ac.uk)). Reimbursements can only be made in accordance with the University [Travel & Expenses Policy](#) For a claim to be valid it must be submitted within three months of the expenditure.

### 3. Values and conduct

All governing bodies should take the lead in establishing and promoting the values for the organisations that they govern. This means that each member of the governing body is expected to lead by example and demonstrate, on a personal level, the highest standards of conduct. More can be learned about the University's [Values](#) here.

Heriot-Watt University Court and Court committees conduct their business in accordance with governance best practice and with the 'Principles of Public Life'. These should be at the forefront of Court and Court committee members' thoughts. The [Scottish Code of Good Higher Education Governance](#) sets out the Scottish Government's nine principles of public life: Duty; Selflessness; Integrity; Objectivity; Accountability and Stewardship; Openness; Honesty; Leadership; and Respect.

Members of Court are expected to:

1. make a positive and enthusiastic contribution to the development of the University, through sharing of their skills and experience;
2. review the University's performance, monitoring and ensuring the robustness and transparency of the required controls, governance and assurance systems;
3. be ambitious for the University;
4. be a critical friend and advocate of the University;
5. challenge and to debate constructively and contribute to the effectiveness of the Court committee they serve as part of a cohesive group with collective responsibilities;
6. analyse complex issues and apply strategic and analytical approaches to the collective decision making process;
7. recognise and respect the balance and interactions between governance and executive management functions;
8. support equality and diversity;
9. seek to advance their knowledge and understanding of the complex and changing higher education environment, nationally and internationally; and
10. participate in the life of the University more widely, availability permitting.

#### **4. Interests**

Members of Court are expected at all times to act in the best interests of the University. These expectations are set out in the [Policy on Court and Court Committee Membership](#).

Members should ensure that they return information on declarable interests within one month of the date of their letter of appointment.

#### **5. Confidentiality**

Members of Court are expected to treat all information acquired during their appointment as confidential to the University. Therefore, it should not be released, communicated nor disclosed whether during your period of appointment or following termination (by whatever means), to any third party without clearance by the University Secretary. This restriction shall cease to apply to any confidential information which may (other than by a members' breach) be made available to the public.

It is expected that members will hold University information (in whatever format they may receive it or store it) under appropriately secure conditions.

#### **6. Skills' Register**

Members of Court Committees are expected to provide advice on their individual skill set and experience. This information is combined with other members to form a Skills' Register, which is used for succession planning purposes.

#### **7. Privacy Notice: guidance on the information we collect from members of Court**

Guidance on the information we collect from members of Court Committees and why we need to collect it can be read here: <https://www.hw.ac.uk/services/information-governance/access/privacy-employees-contractors.htm> We expect new members of Court Committees to provide the basic information requested.

#### **8. Insurance and Indemnity**

University trustees and officers' liability insurance is in place and it is intended to maintain such cover for the full term of your appointment. All members of Court are expected on invitation on an annual basis to report on any circumstance or incident which may give rise to a claim under Governors' Liability Insurance.

## 9. Induction, training and development

We will shortly be working on arrangements for the induction of new Court and Court Committee members. We expect to have three half-day sessions in autumn 2023. Resources will be provided in advance of the sessions, including video material, to provide new members with a background in the key areas for discussion. The induction sessions will then provide members with the opportunity to ask questions and discuss the issues raised in these materials. The majority of induction will take place via Microsoft Teams, with one session likely to be in person.

The aim of induction is to provide more detailed information and advice to members about the responsibilities associated with membership of the Court and Court committees, the constitutional, legal and public accountability framework within which the University operates, and the strategic aims and priorities of the University. New members are expected to use best endeavours to attend the induction event.

The Governance Team, who support Court and Court Committee members, will shortly be in touch to confirm induction dates.

Training and development opportunities are made available to members of Court throughout the year, largely through the Advance HE Governor Development Programme.

Members of Court are expected to participate in an informal review discussion with the Chair of Court at least every two years to discuss their contribution to the Court and any future development opportunities.

Please don't hesitate to contact me at any time should you require advice or further information to support you in your role.

## 10. Changes to personal details

Members who change their address or any other personal contact details are expected to advise the University Secretary promptly.

## 11. Return of property

Upon termination of their Court appointment, members must deliver to the University all documents, records, papers, keys, or other University property which may be in their possession or under their control, and which relate in any way to the business affairs of the university. No copies may be retained in either a 'soft' or hard format.

## 12. Useful reading

I encourage you to read the [\*\*\*Scottish Code of Good Higher Education Governance \(Scottish Code\)\*\*\*](#) as an introduction to the role and responsibilities of higher education governing bodies.

Information for governors is available on the [Advance HE](https://www.advance-he.ac.uk/) (<https://www.advance-he.ac.uk/>) website. Any publications you are interested in may be ordered via the Governance Team (Nathan Bircham at [N.D.C.Bircham@hw.ac.uk](mailto:N.D.C.Bircham@hw.ac.uk))

If you are willing to accept the above terms of appointment, please confirm your acceptance by signing and returning to me the enclosed copy of this letter.

Yours sincerely

**Ruth Moir**  
**University Secretary**

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I confirm and agree to the terms of my appointment as member of the Heriot-Watt University Court as set out in this letter.

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Name

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Date