Dear

On behalf of the University Court I am writing to set out the terms of your appointment and to confirm that you understand your responsibilities as a governor of the University.

The Court requires that you confirm in writing that in accepting your appointment as a member of Court you understand and agree to adhere to the terms of your appointment as set out in this letter.

Appointment

Your appointment is as a < > to Court and will commence on < > to < >.

The key aspects of your role as a governor are highlighted in this letter. Further details on the responsibilities of the Court and its members are provided in the Court Guidelines, available online at http://www.abdn.ac.uk/staffnet/documents/GUIDELINES_2015-2016_updated_17.05.2016_CURRENT_v2.pdf. Your attention is drawn, however, to the attached ‘Code of Conduct for Members’ adherence to which is a condition of your appointment as a member of Court. I am obliged to advise you that failure to abide by the Code of Conduct for Members may result in the Court invoking its formal procedure for the removal of members.

Charities and Trustee Investment (Scotland) Act 2005

Members of Court are also formally Trustees of the University as a charity. By accepting this appointment, you are also confirming that under the above Act you are not disqualified from serving as a Trustee. The Act states that you are disqualified from serving if you are:

- someone with an unspent conviction for dishonesty or an offence under the Act; or
- an undischarged bankrupt; or
- someone who has been removed under either Scottish or English Law or the courts from being a charity trustee; or
- a person disqualified from being a company director

You are also asked to acknowledge that you understand that under the 2005 Act you have duties and responsibilities in law as a charity trustee as follows:

1. A charity trustee must, in exercising functions in that capacity, act in the interests of the charity and must, in particular—

   (a) seek, in good faith, to ensure that the charity acts in a manner which is consistent with its purposes,

   (b) act with the care and diligence that it is reasonable to expect of a person who is managing the affairs of another person, and

   (c) in circumstances capable of giving rise to a conflict of interest between the charity and any person responsible for the appointment of the charity trustee—

      (i) put the interests of the charity before those of the other person,
(ii) where any other duty prevents the charity trustee from doing so, disclose the conflicting interest to the charity and refrain from participating in any deliberation or decision of the other charity trustees with respect to the matter in question

**Time Commitment**

Overall, we anticipate a minimum time commitment as a member of Court of 10 days per year excluding any induction activities. This will include attendance or participation in four meetings of the Court (one of which is an extended meeting). This does not include any further commitment that the University may invite you to undertake at your agreement such as membership of sub-committees of the Court.

The University is required to declare the attendance of members of the governing body in its annual financial statements. Arrangements can be made for members to participate by video or tele-conference.

By accepting this appointment, you are confirming that you are able to allocate sufficient time to meet the expectations of your role.

**Remuneration, Expenses and Insurance**

The University will reimburse reasonable receipted expenses incurred by Court members in the course of undertaking University business. The University recognises that governors are not remunerated and therefore will exercise discretion in determining reasonable expenses taking into account the individual circumstances of any claim and the University’s policy on expenses for staff. Members are encouraged to continue to check with the Clerk in advance of incurring significant expenditure, particularly in relation to accommodation and travel costs.

I should also make you aware that the University is subject to Freedom of Information legislation in Scotland and that under this we may be required to publish information regarding expenses claimed by governors.

Director's Liability Insurance is in place for members of Court.

**Induction and training**

The University will arrange a formal and tailored induction programme for new members through joining information and meetings with key members of staff. The University will bring to your attention higher education specific governor development opportunities and encourages its members to participate in these as they feel appropriate.

Governors are encouraged to discuss with the University at any stage any particular development or training that they feel would be helpful to them.

**Role**

Each governor is responsible, collectively with fellow governors, for the effective leadership of the University in all its aspects. That translates into more specific responsibilities of which the following are key:

- To play an appropriate part in furthering the values of higher education and the mission of the University of Aberdeen in particular;
- To ensure that the Court exercises efficient and effective use of the resources of the University, maintains its long-term financial viability, and safeguards its assets, and that proper mechanisms exist to ensure financial control and for the prevention of fraud;
- To exercise oversight in respect of the academic, corporate, financial, estate and human resource functions delegated to the authority of the Principal as chief executive;
- To ensure that Court conducts itself in accordance with accepted standards of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership. Members must at all times regulate their personal conduct as members of the Court in accordance with these standards;
- To establish constructive and supportive but challenging working relationships with the University employees with whom they come into contact, whilst recognising the proper separation between governance and executive management;

- To act fairly and impartially in the interests of the University as a whole using independent judgement and maintaining confidentiality as appropriate;

I hope you will enjoy your time as a governor of the University. You should not hesitate to contact me if you require clarification or further details of any aspect of your role.

Very best wishes

Mrs Caroline Inglis
Secretary to the University

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Appointment as a Member of the University Court of the University of Aberdeen

I confirm and that I understand and agree to adhere to the terms of my appointment as a member of Court as set out in the letter of appointment.

Print Name: ………………………………
Signed………………………………………
Date: …………………………………………