

UHI | INVERNESS

MINUTES of the MEETING of the CHAIRS COMMITTEE held via Microsoft Teams on Thursday 31 August 2023

PRESENT:	Mark Sheridan, Dee Bird, Donald MacKenzie and Chris O'Neil
APOLOGIES:	Innis Montgomery and Tina Stones
CHAIR:	Mark Sheridan
ATTENDING:	Governance Officer

The Chair welcomed everyone to the meeting and the Governance Officer confirmed that this meeting was quorate.

There were no declaration of interests, statements of connection or transparency statements noted.

Chairs discussed the scheduling of these meetings and highlighted that they were held before Committee and Board Meetings. Chairs were advised that the schedule was set this way to ensure that all new and pertinent background information is provided to Chairs ahead of Committee Meetings. Chairs highlighted that these meetings being held after the Committees but prior to the Board of Management Meeting may prove more useful. Chairs noted that this issue would be further discussed and reviewed at a later stage.

The Chair of the Board of Management advised that this would be the Governance Officer's last Chairs meeting and that her leaving date is 14 September 2023. Chairs gave their thanks to the Governance Officer for her work over the past 3 years.

1. MINUTES

a.) Minutes of the Meeting of the Committee held on 01 June 2023

Decision: The minute of the Meeting of the Committee held on 01 June 2023 was **ACCEPTED** as a correct record and was **APPROVED**.

b.) Confidential Note of Chairs Discussion (CN-01-062023) held on 01 June 2023

The Confidential Note of the Chairs Discussion (CN-01-062023) held on 01 June 2023 was **ACCEPTED** as a correct record and was **APPROVED**.

2. OUTSTANDING ACTIONS

- Audit Committee Training – Chairs were advised that this was being progressed and that training will be scheduled for November 2023.
- Efficiency Review – The Principal provided Chairs with an update and advised that work had been undertaken to develop a workload analysis which has been refined and tied into our Talent Management Process. Chairs noted that this analysis has allowed us to identify pressures and where short-term problems may occur if we were to lose key individuals. The Principal advised that our Professional Services Costs are circa 40-42% of our income which ensures that we have sufficient resilience within our structure. Chairs noted that this area will continue to be monitored over the upcoming year.
- Review of Annual Strategic Plan – Chairs noted that this formed part of the agenda.
- LT&R Committee – Chairs were advised that a HISA Representative attended the June 2023 LT&R Committee Meeting.
Decision: It was **AGREED** that this item could be removed from the list.
- Funding Cuts Announcement – Chairs noted that clarification of our current funding had formed part of the confidential Board of Management discussion on 27 June 2023.

Decision: It was **AGREED** that this item could be removed from the list.

- Review of Skills Matrix and Committee Membership – The Chair advised that he would discuss the role of Audit Chair with members. Chairs noted that Tina Stones had agreed to remain as a critical friend to the Board and would move to the role of Co-opted Member of the Board to achieve this. Chairs noted that a succession plan has been drafted.
- Committee Membership – Chairs noted that the Committee Membership List has been updated and circulated.

Decision: It was **AGREED** that this item could be removed from the list.

- Board Member Evaluation – Chairs noted that all paperwork has been circulated to Board Members and it has been agreed that Tina Stones will facilitate the evaluation of the Chair of the Board of Management.

Decision: It was **AGREED** that this item could be removed from the list.

3. PRINCIPAL UPDATE

The Principal provided Chairs with a verbal update that included:

Shared Finance Function

Chairs were advised that discussions had been undertaken between ourselves and UHI North, West and Hebrides and Executive Office around the Shared Finance Function. Chairs noted concerns around the work our staff have been undertaking in respect of the merger and the pressures that this has placed on them.

From these discussions, two directions were identified:

1. A shared structure would be agreed and implemented on 01 January 2024.
2. The Shared Service would be suspended for a year.

Chairs noted that following these discussions the Principal of UHI North, West and Hebrides has requested that scenario 2 is implemented. Chairs were advised that we are confident that our Finance Team has the capacity, skills and knowledge to run as an independent service. Chairs noted that our Senior Finance Director Position has still to be agreed.

Programme Leadership Returns

The Principal provided Chairs with the background to the Programme Leadership role advising that this is a quality role which ensures that courses are operating to appropriate standards and advised that Executive Office fund this part of the role. Chairs noted that this funding comes from an allowance of £600,000 which is shared between relevant partners. Following a forensic look at our costs we have identified that we are being under funded in respect of this and as a result of discussions with Executive Office it has been agreed that we will be provided with an additional payment of circa £100,000 along with the reduction of 3 Programme Leaders.

Longman Site

The Principal advised that work is being undertaken to ensure due diligence over two offers that have been received for the Longman Site. An Estates Legacy Project Board Meeting will be set at an appropriate time. Chairs noted that Scottish Futures Trust and the Scottish Funding Council are closely involved in all negotiations.

Budget

The Principal advised that following the ALF closure we are looking at depositing these funds into a high interest account until June 2024, when our building programme will recommence.

Chairs were advised that our deficit budget is continuing to reduce and noted that student numbers are expected to exceed FE targets and that it is expected that

we will meet both our HE and apprenticeship targets. Chairs noted that our student numbers are now back to pre-covid levels.

Chairs extended their thanks to the Professional Services Teams for the work which they have undertaken over the Summer period.

Industrial Action

Chairs were provided with an update on industrial action and the actions short of strike. Chairs noted that industrial action is taking place on 06 September 2023.

Chairs discussed union membership and noted that staff have welcomed the possibility of a Staff Consultation Group being set up to ensure that all staff are included within our consultation process.

Targeted Operating Model

The Principal provided Chairs with a confidential update in respect of the Targeted Operating Model following a recent Chairs and Principal's meeting in Stirling (CN-01-062023).

4. CHAIRS UPDATE

LT&R Committee

The Chair of the LT&R Committee highlighted that she would like the Committee to consider what research means and will ensure that this is discussed regularly within the Committee.

The Principal advised that he had met with the Director - Centre for Living Sustainably and has invited her to attend future Board Meetings.

Chairs were advised of the significant work which is being undertaken in terms of research based commercial work and our reputation which is being built in the area of DNA.

Chairs noted that we have developed a master's in research. Chairs were also advised that we are currently looking at our contractual arrangements for Researchers to ensure that this is conducted in the most efficient manner.

Chairs noted the importance of Knowledge Transfer Partnership, applied research and REF output.

Action: The Governance Officer will arrange a meeting between the Chair of the LT&R Committee and the Director - Centre for Living Sustainably to discuss these matters.

F&GP Committee

The Chair of the F&GP Committee advised that the Committee is scheduled to meet on 07 September where they will continue discussions in respect of shared services and our deficit budget.

5. BOARD MEMBER AND COMMITTEE EVALUATION FEEDBACK

The Governance Officer spoke to her report which provided an update to Chairs on the Annual Review of the Code of Good Governance, the Committee and Chair Evaluations and the Board Member Self Evaluation Process. Chairs noted that a full report on the feedback from the review of the Code of Good Governance and the Committee Evaluations will be brought to the Board of Management in October 2023.

6. STRATEGY UPDATE

The Governance Officer confirmed to Chairs that the F&GP Committee would be looking at the KPI's for 22-23 and discussing the setting of measures for the


KPI's for the new Academic Year. The Governance Officer also confirmed that Committees would be undertaking a review of the relevant Sub-Strategies. Chairs noted that both the KPI measures for 23/24 and the reviewed Sub-Strategies would be taken for final approval to the Board of Management in October 2023.

Chairs noted that a copy of our Strategy document had been circulated to assist them with this review.

7. DATE OF NEXT MEETING

Thursday 02 November 2023 - 8.30 a.m.

Signed by Chair:



Date: 02-11-2023