



Board of Management

Meeting	Search and Nomination Committee
Date and time	Thursday 09 September 2021 at 10.30 a.m.
Location	Via Microsoft Teams

Board Secretary
02 September 2021

AGENDA

Welcome and Apologies

Declarations of Interest

- 1. MINUTES**
Meeting of the Committee held on 10 September 2020
- 2. BOARD MEMBER RECRUITMENT (Including Skills Matrix Review)**
Report by Board Secretary
- 3. AOCB**
- 4. DATE OF NEXT MEETING**

Board of Management

MINUTES of the MEETING of the SEARCH AND NOMINATION COMMITTEE held via Microsoft Teams on Thursday 10 September 2020

PRESENT:	John Wilson, Sarah Burton, Donald MacKenzie
APOLOGIES:	Innis Montgomery
CHAIR:	Sarah Burton
ATTENDING:	Principal Secretary to the Board of Management

There were no declarations of interest.

1. MINUTES

The minutes of the Meeting of the Committee held on 12 September 2019 were **ACCEPTED** as a correct record and were **APPROVED**.

2. BOARD MEMBER RECRUITMENT

A report by the Board Secretary provided the Committee with details of the proposed recruitment campaign.

This report focused on three key aspects:

- Skills Matrix – the Committee **AGREED** the skills required.
- Job Advert and Job Role and Description – the Committee highlighted a number of small changes within both of these documents.
- Draft Timeline

Donald MacKenzie left the meeting at this point.

It was **AGREED** that prior to the start of the autumn campaign, the following actions should be progressed:

- Virtual Open Evening – date for prospective board members to meet with the Chair and the Principal to be arranged (at least one week prior to the closing date for applications).
- All shortlisting paperwork will be circulated to the shortlisting panel within a week of the closing date.
- Interviews to be arranged no later than 10 days after the closing date.
- The interview panel will be made up of the Chair of the Board of Management and one other Board Member along with a member of Court. It was **AGREED** that we would ask Gavin Ross to be on the panel as our Independent Person.
- The Board Secretary will liaise with the following persons:
 - Roger Sendall at UHI
 - Helen Aird, Marketing Team
 - Procurement and/or Finance Team regarding how to advertise.
- The Chair will look over appendix B of the job role in detail and pass

any changes onto the Board Secretary.

The Committee advised that they were content for the recruitment campaign to progress with an update being provided to the Board of Management in October.

3. DATE OF NEXT MEETING

TBA

Signed by the Chair: _____

Date: _____

Subject/Title:	Board Member Recruitment
Author: [Name and Job title]	Lisa Ross, Board Secretary
Meeting:	Search and Nomination Committee
Meeting Date:	09 September 2021
Date Paper prepared:	01 September 2021
Brief Summary of the paper:	This report provides the Committee with the reasons in support of a new recruitment campaign to the Board of Management, the skills and experience which we have currently have on the Board of Management and the steps which need to be taken to begin this process.
Action requested: [Approval, recommendation, discussion, noting]	The Committee is asked to discuss and agree the following: <ul style="list-style-type: none"> ➤ Determine and agree the skills gap within the current Board and agree how to target these areas during a recruitment drive. ➤ Approve the draft outline timetable for the recruitment campaign. ➤ Discuss and agree who will be on the Selection Panel.

Item 02

Link to Strategy: Please highlight how the paper links to, or assists with:: <input type="checkbox"/> compliance <input type="checkbox"/> partnership services <input type="checkbox"/> risk management <input type="checkbox"/> strategic plan <input type="checkbox"/> new opportunity/change	<input type="checkbox"/> Governance Compliance. <input type="checkbox"/> Risk Management (in terms of Audit Committee Membership)		
Resource implications:	Yes / No If yes, please specify:		
Risk implications:	Yes / No If yes, please specify: Operational: Implications for Audit Committee and Risk Management Organisational:		
Equality and Diversity implications:	Yes/ No If yes, please specify:		
Student Experience Impact:	Yes/ No If yes, please specify:		
Consultation: [staff, students, UHI & Partners, External] and provide detail			
Status – [Confidential/Non confidential]	Non-Confidential		
Freedom of Information Can this paper be included in “open” business* [Yes/No]	Yes		
*If a paper should not be included within “open” business, please highlight below the reason.			
Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)		Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

Further guidance on application of the exclusions from Freedom of Information legislation is available via

<http://www.itspublicknowledge.info/ScottishPublicAuthorities/ScottishPublicAuthorities.asp> and

http://www.itspublicknowledge.info/web/FILES/Public_Interest_Test.pdf

BOARD MEMBER RECRUITMENT

Introduction

As per our Constitution our Board of Management should consist of not less than 13 or more than 18 Non-Executive Members.

Within AY 19/20 a number of Non-Executive Members stood down and as a result we recruited 4 Non-Executive Members within AY 20/21 to the Board of Management to fill these vacancies. Since these appointments were made we have had a further 4 Non-Executive Members of the Board of Management stand down. We currently have 10 Independent Members of the Board of Management (it is worth noting that we will be recruiting separately to the position of Chair to the Board of Management). As such we would be looking to recruit at least 3 Non-Executive Members to the Board of Management.

We currently have one co-opted member on our Audit Committee and would look to appoint some further co-opted members if a suitable amount of applications are received.

Skills Matrix

A fresh Skills Matrix exercise was carried out within August 2021.

Skill gaps have been identified in the following areas:-

- Accountancy;
- Legal;
- School/Higher/Further Education
- Risk Management
- Audit
- Entrepreneurial
- Marketing/Media/PR
- Quality

The annual review of the Audit Committee has further highlighted the need for additional members on the Committee with a high level of audit and risk management knowledge as well as members who have a background in Finance and Accountancy. It is worth noting that members of the Finance and General Purposes Committee cannot sit on the Audit Committee.

The College recognises the importance of having a diverse Board of Management and so a conscious effort will be made to encourage individuals from under-represented groups such as disabled people, people aged under 50 and people from ethnic minorities to apply.

Recruitment Timetable

A draft recruitment timetable has been drawn up and can be found as Appendix 1.

Selection Panel

There is a requirement for 4 individuals (2 Board Members, 1 Member of Regional Strategic Committee or Court and an independent person) to be part of the selection panel for new Board Members.

Recommendations

It is recommended that the following actions be agreed in advance of the recruitment period in October 2021.

- Determine and agree the skills gap within the current Board and agree how to target these areas during a recruitment drive.
- Approve the draft outline timetable for the recruitment campaign.
- Agree who will be on the Selection Panel.

DRAFT OUTLINE RECRUITMENT TIMETABLE 2021

Date	Activity
09 September 2021	Meeting of Search and Nomination committee to 1. Determine skills gap + agree recruitment targeting 2. Approve outline timetable 3. Determine two members to be College representatives on Selection Panel. Chair and one other. Approach independent person and UHI nominee.
September 2021	Preparation of all recruitment paperwork (Board Secretary with input from Interim Chair)
	Recruitment period
Recruitment period of 3 weeks Recruitment goes live week ending 01 October 2021	Listing on Public Appointments website, CDN website
	Chamber of Commerce, FSB, SCDI Key stakeholders Professional bodies – e.g. Finance, HR Social Media – IC Facebook, Twitter College Website UHI Newsletter Highland Business Women Changing the Chemistry
Week beginning 18 October 2021	Open Evening – potential applicants meet Board members and members of EMT
25 October 2021 23:59 hours	Closing date for applications
	Shortlisting
Week beginning 01 November 2021	Special meeting of the Selection Panel - Short listing (if necessary)
	Letter to Candidates inviting to attend interview on “agreed date”
	Interviews
Week beginning 08 November 2021	Interviews (The actual interview dates would be set at the time the advert is sent out so candidates can keep the date free)
	Court Ratification
Day after interviews	Report to UHI to seek Court ratification of appointments subject to PVG checks.

Item 02
Appendix 1

	PVG checking
	BOARD OF MANAGEMENT
TBA	New Board members attend Committee meetings as observers in advance of appointment or potentially as a co-opted member in advance of appointment.
TBA	New Board Members attend BOM meeting as above Formal appointment of new Board Members to Board Committees
Early Spring 2021	Second recruitment campaign if there is a shortfall in numbers from the Autumn campaign