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| Meeting | Chairs Committee |
| Date and time | Thursday 01 September at 8.30 a.m. |
| Location | Online - Via Microsoft Teams |

Board Secretary

25 August 2022

AGENDA

Welcome and Apologies

Declaration of Interests and/or any Statement of Connections or Transparency Statements.

- 1. MINUTES**
Meeting of the Committee held on 26 May 2022
- 2. OUTSTANDING ACTIONS**
- 3. PRINCIPAL UPDATE**
Verbal Update from Principal
- 4. CHAIRS UPDATE**
Verbal Update from Committee Chairs
- 5. UPDATE ON MEETING OF UHI PARTNERSHIP CHAIRS AND PRINCIPALS**
Verbal Update from Principal
- 6. UPDATE ON INDUSTRY EVENT**
Verbal Update from Principal
- 7. ANNUAL STRATEGIC PLAN REVIEW**
Report from Principal
- 8. GOVERNANCE UPDATE**
Report from Board Secretary
- 9. AOCB**
- 10. DATE OF NEXT MEETING – 03 November 2022 at 8.30 a.m.**

MINUTES of the MEETING of the CHAIRS COMMITTEE held via Microsoft Teams and Room 205 UHI Inverness Campus, on Thursday 26 May 2022

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| PRESENT: | Donald MacKenzie, Mark Sheridan, Gillian Galloway & Innis Montgomery |
| APOLOGIES: | Tina Stones |
| CHAIR: | Mark Sheridan |
| ATTENDING: | Principal Secretary to the Board of Management |

The Chair of the Board of Management welcomed everyone to the meeting.

There were no declarations of interests, statements of connections or transparency statements noted.

1. MINUTES

The minute of the Meeting of the Committee held on 03 March 2022 was **ACCEPTED** as a correct record and was **APPROVED**.

The Confidential Note of Meeting (CN-03-CC-2022) held on 03 March 2022 was **ACCEPTED** as a correct record and was **APPROVED** pending the inclusion of the date Monday 28 February 2022 within paragraph 2, page 1 of the note.

2. OUTSTANDING ACTIONS

- Audit Committee Training – The Board Secretary advised Chairs that this training would form part of the Board Training Development Plan for the new Academic Year.
- Board Member Evaluations – The Board Secretary advised Chairs that this year's Board Member Evaluations are scheduled to take place over the summer period.
Decision: It was **AGREED** that this item could be removed from the list.
- Staff Resource Panel – The Principal advised Chairs that the review of Professional Services Costs now vs pre-financial recovery plan is continuing. A further update will be provided at the next meeting.
- Board Mentors – The Board Secretary advised Chairs that this will now be referred to as Board Support. Chairs noted that this will form part of the Board Training Development Plan.
Decision: It was **AGREED** that this item could be removed from the list.

3. PRINCIPAL UPDATE

The Principal provided Chairs with a verbal update in relation to new and continuing activity and discussions on the following took place:

- Our current financial position, budget planning for the upcoming year and potential claw backs.
- Credit targets - Chairs were advised that our HE targets will be lowered going forward and that we are not expected to meet this years targets. Chairs noted that in respect of FE targets we are currently sitting at around 92%.
- Planning cycles – it was highlighted to Chairs that the Staff Resource Panel, was not currently coordinated with the current institutional rhythm and that steps had been taken to remedy this. Chairs noted that this will be aided by the completion of the curriculum plan for the upcoming Academic Year.
- The rollout of our Talent Management Strategy.
- Forward Planning – Chairs were advised that there is potential for growth and that this will be facilitated by:
 - our own review from the outcomes of the recent sector wide review. Chairs noted that the Assistant Principal – Academic and Research is leading this exercise.
 - our ability to map our curriculum and plan using our Staff Resource Panel.
- Sector Pay Disputes and Action Short of Strike (ASOS) as well as levels of support for strikes.
- The Research Excellent Framework (REF) Return – Chairs welcomed the results from the REF and noted that some of the impact of research from the Remote and Sustainable Communities was equal to that off Cambridge. Chairs noted that the REF outputs would be distributed by EO.
- Distributed Leadership – Chairs noted that our Distributed Leadership Model will begin its rollout on Friday 27 May 2022. This programme will begin with the EMT and will be introduced to staff as part of the programme at the Staff Conference which is being held on 22 June 2022.
- Education Scotland – Chairs were advised that Education Scotland would attend our Board of Management Meeting on 28 June 2022 and provide a full presentation on the recent Education Scotland Visit.

4. CHAIRS UPDATE

Audit Committee

The Chair of the Audit Committee advised that the procurement tender process for Internal Audit had been carried out. Chairs noted that the next step was for the Procurement Panel to meet and carry out the evaluation and scoring

exercise. Chairs noted that the new Internal Audit contract would commence on 01 August 2022.

The Chair of the Audit Committee highlighted that the audited accounts and annual audit report had been signed off. Chairs gave their thanks to the Assistant Principal – Finance and Audit and the Shared Finance Team for all their work with regards the audit and the end of year accounts.

HR Committee

The Chair of the HR Committee advised that the recent recruitment campaign had increased the membership of the Committee and that we are now looking towards a period of continuity. The Chair of the HR Committee highlighted that pre-agenda setting meetings which include relevant members of the EMT are proving a valuable asset.

Finance and General Purposes Committee

The Chair of the Finance and General Purposes Committee highlighted that the Finance Team had been experiencing issues with information coming through from other agencies which was impacting on their ability to have papers ready in time for the June meetings.

The Chair of the Finance and General Purposes Committee noted that the Shared Finance Team were working well but that at times they can be over extended. The Chair of the Finance and General Purposes Committee highlighted that it was hoped that following the review of the remit of all Committees that we should have ceased any duplication of reports which should in turn alleviate the number of requests placed upon the Finance Team.

Chairs noted that we are continuing to monitor staffing levels within the Finance Team to ensure that we have sufficient levels of staff in post. In addition to this we continue to look at the Succession Plan for the Finance Team, training requirements of the team and any impact from mergers.

The Chair of the Finance and General Purposes Committee highlighted that our finances had shown that we were currently in a good position and noted that the Committee remain cognisant of the pressures which flat funding would create.

Learning, Teaching and Research Committee

The Chair of the Board of Management provided an update from the Learning, Teaching and Research Chair in respect of the Short Life Working Group. Chairs noted that progress was being made and that we had seen an improvement in some aspects. However Chairs noted that there remained significant concerns around understanding on gender equality and our responsibility to care experienced students.

Chairs noted that an interim update would be provided at the Board of Management Meeting on 28 June 2022 and that an in-person meeting with the

members of the Short Life Working Group would be set to facilitate the next stage of discussions.

The Chair of the Board of Management advised that the Learning, Teaching and Research Chair had highlighted that concerns had been raised to the Committee with regards to the management of HISA and that these concerns would be discussed further to see whether any action from the Board of Management is required. Chairs noted the importance of ensuring that students are well represented and supported.

5. PARTNERSHIP AGREEMENT UPDATE

The Chair of the Board of Management highlighted that this had been discussed briefly at the Board of Management meeting held on 31 March 2022. Chairs noted that our position remains that we will not sign the partnership agreement. Chairs were advised that the updated agreement requires us to relinquish 35% of the oversight of our finances to EO. Chairs noted that discussions continue and that it is hoped that this will have moved forward following the UHI Partnership Conference in June 2022.

6. UPDATE ON UHI PARTNERSHIP CONFERENCE

Chairs noted that the UHI Partnership Conference is being held on 14 and 15 June 2022. Chairs were advised that an external facilitator had been appointed to lead discussions. Chairs noted that the Chair of the Board of Management would lead a presentation within this event.

Chairs noted that the intention of this conference was to further align the partnership and discuss other means of convergence.

7. GOVERNANCE CASE STUDY

The Chair of the Board of Management advised that he would prepare a short report on the Governance Case Study for the Board of Management meeting being held on 28 June 2022. Chairs noted that this paper would allow for this matter to be formally concluded and will note that the matter has been openly examined and that reflection and learning has taken place.

The Board Secretary advised Chairs that the Public Interest Disclosure Policy and Procedure is being further updated following outcomes of the case study.

8. INDUSTRY EVENT

Chairs were advised that we are planning to host an industry/employer's event in October/November 2022. Chairs noted that this event will allow critical feedback from different sectors which will influence the way in which we work. Chairs discussed how this feedback would enable us to offer a better degree of flexibility to employers through a demand led curriculum offering. Chairs noted that we are looking at different models which will allow us to offer a wider package to employers. Chairs welcomed the idea of flexibility and the ability to align ourselves with the rhythm of businesses and sectors. As part of this it was

suggested that we could carry out a mapping exercise and review the skills required within the region.

9. ROLE OF AUDIT CHAIR

Chairs were advised that it was the intention of the Audit Committee Chair to stand down from her role as Chair at the end of this academic cycle. Chairs discussed the role of the Audit Chair.

Decision: It was **AGREED** that the Chair of the Board of Management would write to appropriate members of the Audit Committee asking if there were any expressions of interest in the role.

10. GOVERNANCE UPDATE

The Board Secretary spoke to her report advising Chairs in relation to:

- The Code of Good Governance Review – Chairs noted that our annual survey will be carried out via JISC within July. The Board Secretary will also carry out an additional in-depth review of our compliance with the Code over the Summer. Chairs noted that the results and feedback from these reviews will be taken to the Board of Management in October and any actions will be incorporated into our existing Board Action Plan.
- Board Member Evaluations – Chairs noted that Committee and Committee Chair evaluations will be carried out in June. Committee Chairs are to begin the annual evaluation process. A note of who each Chair should evaluate has been provided to them.
- Board Training Plan – The Board Secretary advised that following the identification of training needs and requirements by our Committees; she will begin the development of a Board Training Plan which will encompass all aspects of the support which is offered to Board Members. Chairs noted that this draft training plan will be available for discussion at the September Chairs Meeting.

11. DATE OF NEXT MEETING

Thursday 01 September 2022 - 8.30 a.m.

Signed by Chair:

Date:

Outstanding Actions from Chairs Committee Meetings

| Item | Action | Responsibility | Time Line | ACTIONED |
|---|--|-----------------|----------------|----------|
| 03 June 2021 | | | | |
| Audit Committee Update – Audit Training | The Board Secretary will source appropriate audit training for all Board Members. This will form part of the Board Development Training Plan | Board Secretary | September 2022 | |
| 03 March 2022 | | | | |
| Principal’s Report: Staff Resource Panel | A review of the Professional Services Costs now vs pre-financial recovery plan will be carried out. | EMT | September 2022 | |

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| Subject/Title: | Annual Strategic Plan Review |
| Author: [Name and Job title] | Professor Chris O'Neil Principal |
| Meeting: | Chairs Committee |
| Meeting Date: | 01 September 2022 |
| Date Paper prepared: | 24 August 2022 |
| Brief Summary of the paper: | This report assesses the current position of UHI Inverness against our approved Strategic Plan |
| Action requested: [Approval, recommendation, discussion, noting] | Discussion |

Item 07

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| Link to Strategy: Please highlight how the paper links to, or assists with: compliance partnership services risk management strategic plan new opportunity/change | Strategic Plan & Compliance | | |
| Resource implications: | Yes / No If yes, please specify: Ensuring Financial Sustainability | | |
| Risk implications: | Yes / No If yes, please specify: Operational: Organisational: | | |
| Equality and Diversity implications: | Yes/No If yes, please specify: | | |
| Student Experience Impact: | Yes/No If yes, please specify: Provision of a progressive and accessible tertiary education. Continued development of student support | | |
| Consultation: [staff, students, UHI & Partners, External] and provide detail | | | |
| Status – [Confidential/Non confidential] | Confidential | | |
| Freedom of Information Can this paper be included in “open” business* [Yes/No] | No | | |
| *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) | Y | 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

UHI | INVERNESS

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| Subject/Title: | Governance Report |
| Author: [Name and Job title] | Lisa Ross Board Secretary |
| Meeting: | Chairs Committee |
| Meeting Date: | 01 September 2022 |
| Date Paper prepared: | 25 August 2022 |
| Brief Summary of the paper: | This paper provides Chairs with an update on all governance matters. |
| Action requested: [Approval, recommendation, discussion, noting] | Discussion |

Item 08

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| 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 | Governance Compliance | | |
| Resource implications: | Yes / No If yes, please specify: Training Costs | | |
| Risk implications: | Yes / No If yes, please specify: Operational: Organisational: Risk implications to Governance if not compliant. | | |
| 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] | Confidential | | |
| Freedom of Information Can this paper be included in “open” business* [Yes/No] | No | | |
| *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) | Y | Other (Please give further details) | |

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