

Board of Management

Meeting	Special Board of Management
Date and time	Monday 27 th November 2017 at 5.00 p.m.
Location	Rooms 203/04, 1 Inverness Campus

College Secretary
21 November 2017

AGENDA

Welcome and Apologies

Declarations of Interest

- 1. UHI – FUTURE DIRECTION OF TRAVEL**
Communications to date
- 2. COMMITTEE MEMBERSHIP**
Report by Board Secretary

UHI – FUTURE DIRECTION OF TRAVEL

UHI Communications – 11 October 2017

Dear colleagues

A meeting took place this week attended by members of the university court and chairs of the academic partner boards. At that meeting open and frank discussions took place regarding how, as an institution/partnership, we respond to the many significant challenges we are facing, or will shortly face.

The meeting was very positive and we have agreed a message regarding our future direction of travel. The message is below. This is an important step for us and something I feel we are ready to take forward to the benefit of all.

If you have any questions or concerns please email communications@uhi.ac.uk . We may not have answers to many of your questions yet, but we will endeavour to address them in time.

Regards
Clive

Professor Clive Mulholland
Principal and Vice-Chancellor

Our message

"The University Court and Academic Partner Chairs agree that we are seeking to achieve a more integrated organisation, wherever possible and appropriate.

Initially, this will be taken forward by the incorporated colleges* and the Court with a view to reporting progress before this year end.

This will recognise student and staff needs and expectations and also diversity and strengths among individual institutions which may lead to different outcomes for some.

We acknowledge that trust, transparency and teamwork are essential and we commit ourselves to demonstrating this in all we do and to communicating regularly and consistently to all internal and external stakeholders."

* The incorporated colleges are Lews Castle College UHI, Inverness College UHI, Moray College UHI, Perth College UHI and North Highland College UHI

Incorporated College Chairs – 31 October 2017

It was agreed by the Chairs of the five incorporated colleges that there is a shared desire for the institutions to seek the approval of their Boards to integrate into a more effective structure. This would enable us to further explore opportunities for

- An enhanced experience for our students

- Broader opportunities for staff development
- Financial flexibility and sustainability
- Optimisation and enhancement of our curriculum
- More efficient use of resources

This would be subject to appropriate legal and financial due diligence, appropriate governance arrangements and a commitment from all parties to respect and protect our local and regional priorities and identities.

UHI Communications – 8 November 2017

Dear colleagues

On Tuesday 7 November, the chairs of the five incorporated colleges (Inverness, Lews Castle, Moray, North Highland, Perth) met with the chair of court and the principal of the University of the Highlands and Islands. Both Gary Coutts and Clive Mulholland were fully supportive of the proposal to set up a project to look at ways of working more closely and it was agreed to request a meeting with the Scottish Funding Council to seek wider support. A further communication will follow in due course.

Regards
Clive

Professor Clive Mulholland
Principal and Vice-Chancellor

UHI Communications – 21 November 2017

Dear colleagues

As planned, the chairs of the five incorporated colleges (Inverness, Lews Castle, Moray, North Highland and Perth) and the chair of court met with Scottish Funding Council on Friday 17 November.

The discussion provided useful clarification of the Scottish Funding Council position.

John Kemp, Acting Chief Executive, is writing to us following this meeting and once we have that communication we will meet again to consider our next steps.

Regards
Clive

Professor Clive Mulholland
Principal and Vice-Chancellor

Board of Management

Subject/Title:	Board and Committee membership
Author: [Name and Job title]	Fiona Ambrose, Board Secretary
Meeting:	Special Board of Management
Meeting Date:	27 November 2017
Date Paper prepared:	23 November 2017
Brief Summary of the paper:	<p>The Board have lost two board members in the very untimely death of Mick Longton and the resignation of Lindsey Mitchell. Two of our co-opted members (reserves), Carron McDiarmid and Fiona Neilson have indicated that they would be willing to be appointed as non-executive members.</p> <p>Lindsey Mitchell had recently taken on the role of Chair of the HR and the PR&R Committees. It is recommended that Steve Walsh be appointed as Chair of both these committees. Steve would resign as SIM is so appointed. There would be two vacancies on HR Committee and a vacancy in the position of SIM.</p>
Action requested: [Approval, recommendation, discussion, noting]	The Committee is requested to approve the recommendations in the report
Link to Strategy: Please highlight how the paper links to, or assists with: <ul style="list-style-type: none"> • compliance • partnership services • risk management • strategic plan • new opportunity/change 	Compliance - The Board of Management requires to have between 13-18 members. With the resignation of two members and the appointment of the two co-opted members as non-executive members, the Board will remain at full capacity, namely 18.
Resource implications:	No
Risk implications:	No Operational: Organisational:
Equality and Diversity implications:	N/A
Consultation: [staff, students, UHI & Partners, External] and provide detail	With Chair of the Board and Committee Chairs

ITEM 2

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 confidence actionable in court (S36)	
Its disclosure would constitute a breach of the Data Protection Act (S38)		Other (please give further details)	
For how long must the paper be withheld? (express either as the time which needs to pass or a condition which needs to be met.)			

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 and Committee Membership

Executive Summary

The membership of the Board requires to be between 13 and 18 members. The Board had a full complement of 18 members with three co-opted members / reserves.

Due to the very untimely death of Mick Longton and the resignation of Lindsey Mitchell, there are two non-executive vacancies on the Board. In addition, Robert Berg, Student Member has advised that he will be stepping down from HISA and therefore the Board on 29 December 2017.

Appointments require to be made to the Board and to the position of Chair of the Human Resources and the Performance, Review and Remuneration Committees and a decision made on the appointment of a Senior Independent Member.

Appointments

During the two recruitment processes earlier this year, the College Board recommended to the UHI Court that 3 candidates be appointed as co-opted members / reserves and that if a vacancy arose, a co-opted member / reserve could be appointed as a non-executive member without further interview.

Carron McDiarmid and Fiona Neilson, two of the co-opted members / reserves have been approached and have confirmed that they would be willing to take up the appointment as non-executive members.

The Board require to fill the vacant positions of Chair of the Human Resources and the Performance, Review and Remuneration Committees. It is recommended that Steve Walsh, because of his HR background be appointed as Chair of both these committees.

If so appointed, Steve would step down from the position of Senior Independent Member and an invitation would be sent to Members, who do not currently hold potentially conflicting roles, asking if they would wish to take up the position of SIM.

Recommendations

It is recommended that the Board of Management

1. Note the resignation of Lindsey Mitchell from the Board of Management
2. Note the appointment of Carron McDiarmid and Fiona Neilson as non-executive members
3. Approve the appointment of Steve Walsh as Chair of the Human Resources and the Performance, Review and Remuneration Committees
4. Note the resignation of Steve Walsh from the position of Senior Independent Member
5. Seek interest from Members, who do not currently hold potentially conflicting roles, to put themselves forward for the position of SIM.
6. Note the forthcoming resignation of Robert Berg, Student Member from the Board of Management