

MINUTES of the MEETING of the CHAIRS COMMITTEE held via Microsoft Teams on Thursday 01 June 2023

PRESENT: Mark Sheridan, Dee Bird, Donald MacKenzie, Tina Stones and Innis Montgomery

APOLOGIES: Principal

CHAIR: Mark Sheridan

ATTENDING: Governance Officer

The Chair welcomed everyone to the meeting.

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

The Chair provided members with a brief confidential update in respect of the Shared Finance Service.

1. MINUTES

a.) Minutes of the Meeting of the Committee held on 02 March 2023

The Chair of Audit proposed an amendment to her update to the Committee on 02 March 2023. The minute will now read:

The Chair of the Audit Committee advised that a date for the postponed Audit Committee is to be set. The experience and skills development across the Committee will be helpful as we work with all colleagues across the Committee to ensure succession planning is in place for Board Member Development.

Decision: Pending the above change, the minute of the Meeting of the Committee held on 02 March 2023 was **ACCEPTED** as a correct record and was **APPROVED**.

b.) Confidential Note of Chairs Discussion (CN-01-032023) held on 02 March 2023

The Confidential Note of the Chairs Discussion (CN-01-032023) held on 02 March 2023 was **ACCEPTED** as a correct record and was **APPROVED**.

2. OUTSTANDING ACTIONS

- Audit Committee Training – The Governance Officer advised that this would form part of the Board Development Plan which will be taken to the Board of Management Meeting on 27 June 2023 for discussion.
- Efficiency Review – Chairs noted that a review of the Professional Services Costs now vs pre-financial recovery plan was to be conducted. The Principal will provide a further update at the next meeting.
- Review of Annual Strategic Plan – The Governance Officer reiterated to Chairs that the Board will continue to review the strategic plan and consider how this maps onto the UHI 2024 Revitalisation Programme and the updated strategic plan from this.
- Update from Partnership Conference – The Chair advised that since this action had been raised further discussions around potential mergers and integrations have taken place as part of the UHI 2024 Revitalisation Programme and it was felt that we would no longer require additional insight into the merger of the 3 colleges.

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

- LT&R Committee – The LT&R Committee Chair noted that she had met with the Interim HISA CEO who had confirmed that he would be happy to present to the LT&R Committee. The Governance Officer will pursue this with HISA.

3. PRINCIPAL UPDATE

In the absence of the Principal, the Chair provided the Committee with a confidential update in respect of the impact from recent funding announcements (CN-01-062023)

4. CHAIRS UPDATE

Audit Committee

The Chair of the Audit Committee advised that the rescheduled March 2023 meeting was held at the end of April 2023 and provided thanks to both the Principal and the Governance Officer for the work which was undertaken in respect of the outstanding internal audit recommendation list. Chairs noted that work has been undertaken to ensure that we have an infrastructure in place which will provide the Committee with confirmation that all past and future recommendations have been carried out. Chairs were advised that the Audit Committee will be subject to additional members following the recent Board recruitment campaign.

LT&R Committee

The Chair of the LT&R Committee reiterated our hope for improved and continued engagement with HISA Head Office and highlighted that currently the Committee has only one lead officer – the Vice Principal – Student Experience and Quality. Chairs noted that the Committee will discuss at the June meeting how we wish to capture research and the possibility of both or one of the Leads of our Research Centres joining the Committee.

F&GP Committee

The Chair of the F&GP Committee advised that the Committee is due to meet on 08 June and will be looking to discuss the impact from the funding announcements and the prospective revenue budget for the upcoming Academic Year.

HR Committee

The Chair of the HR Committee advised that the agenda for the upcoming meeting scheduled for 22 June has been set and that the Committee will be focusing on the concerns around industrial action as a result of national pay bargaining as well as any potential impacts from the recent funding announcements.

5. REVIEW OF SKILLS MATRIX AND COMMITTEE MEMBERSHIP

The Chair advised that following the recent board recruitment campaign we have appointed 3 new members – 1 Non-Executive Member and two Co-opted Members. Chairs noted that we are currently going through our legal procedures, but it is likely that these appointments will be ratified at the Board of Management meeting on 27 June 2023.

Chairs noted that from the appointed Co-opted Members; one would be co-opted to the Audit Committee and the other to the F&GP Committee with the new Non-Executive Member going to sit on both the LT&R and Audit Committees. The Committee noted that our newly appointed Professional Services Staff Representative will sit on both the LT&R and F&GP Committees.

Chairs were advised that these appointments provide us with the opportunity to look at our current committee membership.

Actions:

- Given the additional membership within the LT&R Committee, the Chair will liaise with an appropriate member about the potential for moving to the HR Committee.
- The Governance Officer will update the Committee Membership List and circulate this to all Chairs.

It was highlighted that we have 3 Non-Executive Members whose first term is ending at the end of 2023.

Action: Discussions will take place with the members whose first term is ending this year to ascertain whether they would like to remain on for a second term. The Governance Officer will prepare a succession plan.

6. BOARD MEMBER EVALUATIONS

The Governance Officer spoke to her report advising that it set out the evaluation process and the members who Chairs should evaluate.

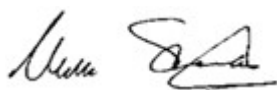
Actions:

- The Governance Officer will circulate the paperwork to all members and advise them who will be undertaking their evaluation.
- The Governance Officer will check who should be evaluating the Chair of the Board of Management.

7. DATE OF NEXT MEETING

Thursday 31 August 2023 - 8.30 a.m.

Signed by Chair:



Date: 31 August 2023