

UHI | INVERNESS

MINUTES of the MEETING of the CHAIRS COMMITTEE held via Microsoft Teams on Thursday 27 February 2025.

PRESENT: Victoria Erasmus, Chris O'Neil, Innis Montgomery and Janette Campbell
APOLOGIES: Dee Bird & Donald MacKenzie
CHAIR: Victoria Erasmus
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.

1. MINUTES

a.) Minutes of the Meeting of the Committee held on 08 November 2024

Decision: The minute of the Meeting of the Committee held on 08 November 2024 was **ACCEPTED** as a correct record and was **APPROVED**.

b.) Confidential Note of Chairs Discussion (CN-01-112024) held on 08 November 2024

The Confidential Note of the Chairs Discussion (CN-01-112024) held on 08 November 2024 was **ACCEPTED** as a correct record and was **APPROVED**.

Janette Campbell joined the meeting.

2. OUTSTANDING ACTIONS

- Efficiency Review – **ONGOING** - A review of the Professional Services Costs now vs pre-financial recovery plan will be conducted as part of our effectiveness review. This issue will continue to be monitored over the upcoming year in respect of workload analysis and our Talent Management Process.
- Review of Annual Strategic Plan – **ONGOING** - Chairs noted that this formed part of the agenda.
The Principal asked for the completion date to be changed from September 2024 to February 2025.

Innis Montgomery left the meeting.

3. PRINCIPAL'S UPDATE (CONFIDENTIAL)

The Principal spoke to his CONFIDENTIAL report (CN-01-022025) which provided the Committee with an overview of new and continuing activity.

Innis Montgomery joined the meeting.

4. CHAIRS UPDATE

Board of Management

The Chair of the Board of Management reported good feedback received from the Board of Management meeting and Board Away Day. Thanks were given to all Committee Chairs for their warm welcome, support and input. A quick summary had been provided about ongoing meetings with UHI Court and EO and suggestion made for the Chair of Board UHI Inverness to attend all UHI Court meetings going forward in order to obtain better clarity about the process

in place. The Chair of the Board highlighted recent meetings with the Student Representatives who will be stepping down before summer to ensure their lasting legacy and the importance of having support in place for the new students who will be attending June's Board meeting as Observers.

HR Committee

The Chair of the HR Committee reported that the next Committee meeting will take place on Thursday 13 March 2025. The Chair of HR confirmed that his second term on the Board will come to an end in April 2025.

The Chair of the Board expressed her concerns, that the Chair of HR who is also a Senior Independent Member, would be leaving the Board during the OBC process. The Governance Officer had been asked to contact the Director of Corporate Governance and Deputy Secretary, UHI to enquire if an extended tenure could be requested in order to ensure continuity for internal and external processes at UHI Inverness.

Audit Committee

The Chair of the Audit Committee reported that the next Audit Committee meeting will take place on Tuesday 04 March 2025. The internal auditors, BDO, will be reporting on three audit plans for 2024/25 and present finalised follow up report for 2023/24. Good engagement with the external auditors had been reported and the Committee is looking forward to better engagement in academic year 2025/26. Concerns were raised about low attendance numbers and the Chair of the Board confirmed that skills of all Board members will be looked at at the next Search & Nomination Committee meeting in order to invite more Members to join the Audit Committee.

5. AOCB

Nothing raised.

6. DATE OF THE NEXT MEETING

Thursday 29 May 2025 - 8.30 a.m.

Signed by Chair:

A handwritten signature in black ink, appearing to read 'Victoria L. Brown', is written over a light blue horizontal line.

Date: 29/05/2025