

Meeting	Search and Nomination Committee
Date and time	Wednesday 28 January 2026 at 10.00 a.m.
Location	Microsoft Teams

Governance Officer
23 January 2026

AGENDA

The timings on this agenda are indicative only and may extend beyond times highlighted.

Welcome and Apologies

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

ITEMS FOR DECISION

- 10:00 – 10:05 **1) MINUTES**
a.) Minutes of the Search and Nomination Committee Meeting held on 14 March 2025
- 10:05 – 10:05 **2) OUTSTANDING ACTIONS - none**
- 10:05 – 10:25 **3) NON-EXECUTIVE BOARD MEMBER RECRUITMENT**
Report by Governance Officer

ITEMS FOR DISCUSSION

FOR NOTING

- 10:25 – 10:30 **4) AOCB**
- 5) DATE AND TIME OF NEXT MEETING**
TBC

If any member wishes to add an item of business to the Agenda, please inform the Chair and the Governance Officer as soon as possible. Additional items of business will only be considered for inclusion in the agenda in advance of the start of the meeting.

Subject/Title:	Non-Executive Board Member Recruitment
Author: [Name and Job title]	Ludka Orłowska-Kowal, Governance Officer
Meeting:	Search and Nomination Committee
Meeting Date:	28 January 2026
Date Paper prepared:	22 January 2026
Brief Summary of the paper:	This report provides the Committee with a proposal to offer the Non-Executive position to one of the existing Co-Opted Members.
Action requested: [Approval, recommendation, discussion, noting]	The Committee is asked to discuss and agree the following: <ul style="list-style-type: none"> ➤ Agree the name of the Co-Opted Member to be offered the Non-Executive position.

<p>Link to Strategy: Please highlight how the paper links to, or assists with::</p> <ul style="list-style-type: none"> <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 	<ul style="list-style-type: none"> <input type="checkbox"/> Governance Compliance. <input type="checkbox"/> Risk Management
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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 Members.

To date within AY 25/26 we have had 1 Non-Executive Member, Dee Bird, resign from the Board. Currently we have 11 Non-Executive and 4 Co-Opted Member, 2 Staff Representatives, 2 Student Representatives, 1 Trade Union Representative and the Principal, total of 17, as members of the Board of Management. The Co-opted Members are not included in the Board composition.

We are therefore looking to recruit 1 Non-Executive Board Member.

Roles affected by resignation:

- Board of Management – Vice-Chair position – election will be discussed at the Board of Management meeting on Tuesday 3rd February.
- LT&R – current Vice-Chair Arvinder Kainth has been offered the role of the Chair and has since accepted. Annie Nelson has been offered the role of the Vice-Chair and has since also accepted.

Recommendations

It is recommended that the Committee discuss the current Co-Opted Members and decide if one of them could be offered the Non-Executive role. They have been on the Board since June 2025, and all have shown engagement and have been successfully growing into their roles.

Current Co-Opted Members:

- Anthony Standing – LTR Committee
- Conrad Copeland – Audit Committee
- John Pocock - LTR Committee
- Lindsay Ferries – HR Committee