

Board of Management

Wed 20 July 2022, 16:30 - 18:30

F16, Scalloway Campus and via MS Teams

Attendees

Chair (Attending in Person)

- David Sandison (Chair of the Board of Management, Chair of Search and Nominations Committee)

Board Members (Attending in Person)

- Graeme Howell (Vice Chair of the Board of Management, Chair of Finance and General Purposes Committee, Senior Independent Member)
- Lauren Doughton (Chair of Audit Committee)
- Simon Collins (Chair of Human Resources and Remuneration Committee)

- Grant Cumming (Nominee for Vice-Chair of Human Resources and Remuneration Committee)
- Jane Lewis (Principal - Shetland UHI)
- John Goodlad (Independent Director)
- Claire Christey (Independent Director)
- Bell Maria (Independent Director)

Board Members (Attending via Teams)

- Christopher Bolton (Independent Director)
- Simon Clarke (Teaching Staff Director)
- Angela Sutherland (Non-Teaching Staff Director)

Also In Attendance (Attending In Person)

- Matt Sierocinski King (Board Secretary)

Also In Attendance (Attending in Person for part of the Meeting)

- Glenn Gilfillan (Present at 7.2, 7.2.1)

Also in Attendance (Attending via Teams)

- John Bowditch (Education Scotland, Present at 1, 2, 2.1, 2.2)
- Joseph Mulholland (Education Scotland, Present at 1, 2, 2.1, 2.2)

Apologies

- Karen Hall (Chair of Learning, Teaching, and Research Committee)
- Ian McCormack (Local Student Director)
- Lucy Wilson (Independent Director)

Meeting minutes

1. Welcome, Apologies, and Announcements

Mr Sandison (Chair of the Board of Management) welcomed everyone and explained the agenda re-order. He also explained the management of papers for this meeting, and for future meetings. The board discussed the matter.

The Chair of the Board of Management welcomed the guests from Education Scotland, and welcomed Mr McCormack (Local Student Director) to the Board of Management.

Noted: The Board recorded their thanks to Ms Mair (previous Local Student Director) for her contribution to the board.

Action: Mx Sierocinski King (Board Secretary) is to write to Ms Mair formally on behalf of the board with their thanks.

Decision: Cover papers should come to the board, with links to papers, where papers are to note and are starred.

Action: The Board Secretary is to ensure that where an item is starred and for noting only, the cover paper provided to members containing a link to the substantive papers in Admin Control.

Present: John Bowditch (Education Scotland), Joseph Mulholland (Education Scotland)

2. Education Scotland

2.1. *Safeguarding Report

Noted: The Board noted the Safeguarding Report from Education Scotland.

2.2. Education Scotland Progress Visit

Mr Mulholland from Education Scotland, introduced himself as lead inspector and the process that was undertaken for the Progress Visit, reviewing further education. There were five themes to which Shetland UHI was being measured against:

1. Curriculum, learning, teaching and assessment;
2. Services to support learning;
3. Learner engagement;
4. Evaluation to facilitate improvement; and
5. Learner progress and outcomes

The Progress Visit Report recorded 'Satisfactory progress' the highest of three possible outcomes.

Mr Mulholland explained the themes, and gave examples of each area of success and areas of development, noting the first theme had no areas of development, as is also the case for the fourth theme.

Mr Sandison (Chair of the Board of Management) thanked Mr Mulholland for the report, and highlighted the areas of development that have already been planned out.

Two sets of thanks were suggested, to Mr Bowditch of Education Scotland, for his longstanding relationship with the college, and to the Shetland UHI staff in terms of this report and HISA awards (1/3 of the academic staff were nominated at Shetland UHI).

Mr Mulholland and Mr Bowditch left the meeting.

Noted: The Board gave their thanks to Mr Bowditch of Education Scotland and to the Staff of Shetland UHI.

3. Declarations of Interest

Mr Sandison (Chair of the Board of Management) asked if any member of the Board of Management had any declarations of interest to make. None were received.

4. HISA

In the absence of Mr McCormack (Local Student Director), Mr Sandison (Chair of the Board of Management) asked Mx Sierocinski King (Board Secretary) to present the items in the HISA section of the agenda.

4.1. *Election Report

Mx Sierocinski King (Board Secretary) explained that, by law, HISA is required to report on its elections to the Board of Management, and explained it was for noting.

Noted: The Board of Management noted the report.

4.2. *Annual Report

Mx Sierocinski King (Board Secretary) explained this is a report from HISA on its activities of the academic year, and explained it was for noting.

Professor Lewis (Principal) drew the Board's attention to the fact she felt that it was an extremely helpful and informative report.

Noted: The Board of Management noted the report.

4.3. Board of Management Project Update

Mx Sierocinski King (Board Secretary) updated on the process undertaken, and the engagement had between HISA and a variety of stakeholders, including Shetland UHI.

The Board of Management discussed the matter of student director recruitment.

The Board of Management discussed the nature of networked student learning, and queried what the balance between networked and non-networked students.

Decision: Search and Nominations Committee are delegated the responsibility to determine how to fill the vacant student director position.

Action: The Board Secretary will add Student Director recruitment to the agenda of the next Search and Nominations Committee meeting.

Action: Professor Lewis (Principal) is to provide the board with figures regarding the balance between networked and non-networked students at Shetland UHI.

4.4. *HISA Constitution

Mx Sierocinski King (Board Secretary) explained that, by law, HISA is required to review the Constitution of HISA every five years. As a new college, Shetland UHI was therefore required to note the existing governing documents, with a full review from HISA to follow.

Noted: The Board of Management noted the governing documents of HISA.

5. Minutes of the previous meeting

Mr Sandison (Chair of the Board of Management), ask members of the Board to review the non-confidential minutes and the confidential minutes for matters of accuracy.

No matters were raised.

Decision: The Board of Management approved the Confidential minutes of the previous meeting.

Decision: The Board of Management approved the Non-Confidential minutes of the previous meeting.

6. Matters Arising

Professor Lewis (Principal) updated the Board of Management on the matters arising from the previous meeting.

7. Reports from Committee Chairs

7.1. Human Resources and Remuneration Committee

Mr Collins (Chair of Human Resources and Remuneration Committee) gave the Board of Management an updated the work on the committee. He gave his thanks to Mrs Fenton around the policies work. He also noted the work done on the structural work of the organisation, and pay and severance.

7.1.1. *Minutes from the May meeting

Noted: The Board of Management noted the Confidential minutes of the May meeting of Human Resources and Remuneration Committee.

Noted: The Board of Management noted the Non-Confidential minutes of the May meeting of Human Resources and Remuneration Committee.

7.1.2. *Draft Minutes from the June meeting (Confidential)

Noted: The Board of Management noted the Confidential minutes of the June meeting of Human Resources and Remuneration Committee.

Noted: The Board of Management noted the Non-Confidential minutes of the June meeting of Human Resources and Remuneration Committee.

7.1.3. Appointment of Grant Cumming as Vice-Chair of Human Resources and Remuneration Committee

Mr Collins (Chair of Human Resources and Remuneration Committee) explained to the Board of Management that Human Resources and Remuneration Committee had gone through the process to determine a recommendation for Board of Management to fulfil the role of Vice-Chair of Human Resources and Remuneration Committee.

The Chair of Human Resources and Remuneration Committee announced that Human Resources and Remuneration Committee wished to recommend to the Board of Management that Grant Cummings be appointed Vice-Chair of Human Resources and Remuneration Committee.

Decision: The Board of Management approved the recommendation for the appointment of Grant Cummings to the role of Vice-Chair of Human Resources and Remuneration Committee.

7.2. Finance and General Purposes Committee

7.2.2. *Minutes of the June Meeting

Mr Howell (Chair of Finance and General Purposes Committee) updated on the work of Finance and General Purposes Committee. This included the islands deal, Port Arthur House, the finances of Shetland UHI, and the Centre for Sustainable Seafood.

Noted: The Board of Management noted the Confidential minutes of the June meeting of Finance and General Purposes Committee.

Noted: The Board of Management noted the Non-Confidential minutes of the June meeting of Finance and General Purposes Committee.

7.3. Audit Committee

Mr Sandison (Chair of the Board of Management) introduced Ms Doughton (Chair of Audit Committee) and drew the Board of Management's attention to the success of Audit being established.

The Chair of Audit Committee updated on the work of Audit Committee, including recruitment, workshop forthcoming, and the setup of the committee, and auditors, and who can join the committee.

Mx Sierocinski King (Board Secretary) updated on how the committee can recruit, and the plan to bring the risk register to the planned governance board meeting.

Action: The Board Secretary is to bring a table on board member terms of office to Search and Nominations Committee.

7.3.1. *Draft Minutes of the July Meeting (Confidential)

Noted: The Board of Management noted the Confidential minutes of the last meeting of Audit Committee.

Noted: The Board of Management noted the Non-Confidential minutes of the last meeting of Audit Committee.

8. Principal's Report

Professor Lewis (Principal) introduced the report noting that less than a year ago, we were still transitioning into the merger, and noted the significant work, particularly in Finance, that had been undertaken.

The Principal updated on the excellent results in the REF and the work on returning to business as usual. Mr Clarke (Teaching Staff Director) updated on the change for online learning for next year. The Principal updated on the success of Shetland UHI exceeding the revised forecast for student credits, and spoke about the challenges of student recruitment for the forthcoming year, along with the challenges of short course recruitment.

The Principal updated on apprentices and research, with research receiving an additional £60,000 up from zero. She also updated the Board of Management further on Estates, and the islands deal.

The Principal drew the Board's attention to student and staff achievement, in particular the HISA awards, explaining that around one third of all Shetland UHI staff received nominations in the HISA awards.

The Board of Management discussed the report, including the challenging impact of COVID, positive impact of industry connections, and challenges of short courses.

The Principal updated the board on the progress of the Memorandum of Understanding with the SIC that has been with SIC for 8-9 months, without conclusion. She also updated on the tender of the Health and Child Care to SIC for training courses of SIC staff.

Noted: The Board of Management noted their disappointment in the lack of engagement from SIC on the Memorandum of Understanding, and particularly student data.

9. Shaetlan Language

Professor Lewis (Principal) presented the paper on behalf of Doctor Mouat, explaining that this matter is of interest across Shetland and across UHI, and highlighting that the paper covers the promotion of language in education as well as promoting Shaetlan language locally, nationally, and internationally.

The Principal asked for input and explained that the work proposed had potential to raise funds to make this work self-sustaining and to generate income for Shetland UHI.

Mr Howell (Chair of Finance and General Purposes Committee) commented on the spelling and noted that the proposal has the potential to have a significant language impact across the Shetland archipelago. The Board of Management discussed the terminology used to name the language/dialect, and the use of language in documents and policy about the language. The Board of Management also discussed the subject of a cultural education in Shaetlan life.

Decision: The Board of Management approved the paper for implementation.

Action: Senior Management Group are required to enact the paper on Shaetlan Language.

10. Partnership Matters

10.1. ONE UHI

Mr Sandison (Chair of the Board of Management) introduced this paper as an update on the work undertaken since ONE UHI was first drawn to the attention of the Board of Management at its previous meeting.

Noted: The Board of Management noted the paper on ONE UHI.

10.2. Partnership Council

This agenda item was delayed until the next meeting.

10.3. Academic Partner Agreement

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the IP Policy to the agenda of the next meeting

11. Governance

11.1. IP Policy

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the IP Policy to the agenda of the next meeting

11.2. Dates for meetings for next academic year

Mr Sandison (Chair of the Board of Management) invited Mx Sierocinski King (Board Secretary) to speak to this item.

The Board Secretary introduced the paper and briefly explained the logic behind the organisation of the dates of the forthcoming academic year. Ms Doughton (Chair of Audit Committee), and Mr Collins (Chair of Human Resources and Remuneration Committee) mentioned that they had minor alterations to make to their committee dates after the meeting.

Decision: Board of Management agreed the new dates for meetings for the next academic year, subject to the alterations required by the Chair of Audit Committee and the Chair of Human Resources and Remuneration Committee.

Action: The Board Secretary will send out calendar appointments for each meeting and diarised action.

11.3. Scheme of Delegation

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Scheme of Delegation to the agenda of the next meeting.

11.4. Terms of Reference for Human Resources and Remuneration Committee

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Terms of Reference for Human Resources and Remuneration Committee to the agenda of the next meeting.

11.5. Annual Development Reviews for Board of Management

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Annual Development Reviews for Board of Management to the agenda of the next meeting.

11.6. Code of Conduct Update

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Code of Conduct Update to the agenda of the next meeting.

11.7. Governance Risk

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Governance Risk to the agenda of the next meeting.

11.8. Code of Good Governance

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Code of Good Governance to the agenda of the next meeting.

11.9. Assignment of Shetland UHI to Regional Strategic Body

This agenda item was postponed until next meeting.

Action: Mx Sierocinski King (Board Secretary) will add the Assignment of Shetland UHI to Regional Strategic Body to the agenda of the next meeting.

11.10. Effectiveness Review

This agenda item was postponed until next meeting to allow full comments from Audit Committee to be received.

Action: Mx Sierocinski King (Board Secretary) will add the Effectiveness Review to the agenda of the next meeting.

12. Any Other Business

Mr Sandison (Chair of the Board of Management) asked members of the Board of Management if there was any other business to be raised. No addition business was raised.

13. Date of Next Meeting

Mr Sandison (Chair of the Board of Management) announced the date of the next meeting to be 24th August 2022, to be held via Teams.

Agenda Item	Action	Responsible	Progress
1	Formally write to Ms Mair on behalf of the board with their thanks.	Board Secretary	Ongoing
1	Ensure that where an item is starred and for noting only, with the cover paper provided to members containing a link to the paper in Admin Control.	Board Secretary	Complete
4.3	Add Student Director recruitment to the agenda of the next Search and Nominations Committee meeting.	Board Secretary	Complete
4.3	Provide the board with figures regarding the balance between networked and non-networked students at Shetland UHI.	Principal	Ongoing
7.3.1	Bring a table on board member terms of office to Search and Nominations Committee.	Board Secretary	Ongoing
9	Enact the paper on Shaetlan Language.	Senior Management Group	Ongoing
11.1	Add the IP Policy to the agenda of the next meeting.	Board Secretary	Complete
11.2	Send out calendar appointments for each meeting and diarised action.	Board Secretary	Complete
11.3	Add the Scheme of Delegation to the agenda of the next meeting.	Board Secretary	Complete

11.4	Add the Terms of Reference for Human Resources and Remuneration Committee to the agenda of the next meeting.	Board Secretary	Complete
11.5	Add the Annual Development Reviews for Board of Management to the agenda of the next meeting.	Board Secretary	Complete
11.6	Add the Code of Conduct Update to the agenda of the next meeting.	Board Secretary	Complete
11.7	Add the Governance Risk to the agenda of the next meeting.	Board Secretary	Complete
11.8	Add the Code of Good Governance to the agenda of the next meeting.	Board Secretary	Complete
11.9	Add the Assignment of Shetland UHI to Regional Strategic Body to the agenda of the next meeting.	Board Secretary	Complete
11.10	Add the Effectiveness Review to the agenda of the next meeting.	Board Secretary	Complete