

## Transition Board – College Merger

WebEx

Wednesday 18 November 2020, 4.30pm

### Present:

#### Board Members

Davie Sandison Non-Executive Member [*Chair*]  
Jane Lewis Principal Designate  
Glen Gilfillan NAFC staff rep [joined at 5pm]  
Beth Mouat NAFC staff rep  
Andrew Anderson SIC staff rep  
George Wallington SIC staff rep  
Cally Mair HISA  
Flo Jansen HISA  
Lauren Doughton Non-Executive Member [joined at 5pm]  
Graeme Howell Non-Executive Member  
John Goodlad Non-Executive Member  
Karen Hall Non-Executive Member

#### Apologies

Irene Hambleton Chair, NAFC Marine Centre UHI  
Willie Shannon Principal, NAFC Marine Centre UHI  
Christine Ferguson SIC Director of Corporate Services

#### Observers

Christine Ferguson SIC Director of Corporate Services  
Peter Campbell Chair, Shetland College UHI

#### In attendance

Brendan Hall Business Development and Projects Officer

Jamie Lawrence UHI  
Margaret Antonson For Item on Shetland UHI logo and Branding

#### Board Support

Jacqui Birnie SIC [*Minutes*]  
Fiona Larg UHI  
Sharon Drysdale SFC

Minute Ref	Item
<b>Welcome and Apologies</b>	<p>Mr Sandison opened the meeting and welcomed everyone.</p> <p>Mr Sandison asked for it to be noted that Professor Crichton Lang will be leaving UHI at the end of December. He is handing over to the new Principal and Vice Chancellor Professor Todd Walker.</p> <p>Mr Sandison also asked for it to be recorded that the secondment arrangements for the Principal Designate have now been confirmed. He added this was an incredibly important development.</p>

Minute Ref	Item
<b>Minute Transition Board – 21 October 2020</b>	The minute of the meeting held on 21 October 2020 was confirmed.
<b>Confidential Minute Transition Board – 21 October 2020</b>	The confidential minute of the meeting held on 21 October 2020 was confirmed.
<b>Matters arising</b>	Prof. Lewis informed the board that all actions from the previous meeting had either been actioned or appeared elsewhere on the agenda for this meeting.
<b>Review of Shetland UHI logo and Branding</b> TB2020-21	<p>The Board received a presentation from Jamie Lawrence UHI following an introduction from Margaret Antonson, UHI who explained UHI plans for a consistent approach across UHI using purple as the base colour for branding. She intimated that work on this should be completed by June/July 2021.</p> <p>Four designs were presented each in green and purple. Mr Goodlad expressed surprise and concern that green was featured as the design brief had specified blue and questioned the point of discussing this if there was to be a move to all purple by next year at the point where the new merged college would be Vesting.</p> <p>Prof Lewis indicated that the brief had included much of the staff and student feedback which included other colours.</p> <p>Graeme Howell queried how Shetland UHI had fed into the UHI Regional Strategy and the review. The Chair said that this had been through representation on the UHI Court and Committee, and noted this was some time ago.</p> <p>During discussion it was agreed that there is a need for a logo for Shetland UHI now.</p> <p><b>Decisions/Actions:</b> It was agreed that designs 1, 3 and 4 in blue and purple options should be presented to staff and students for their views.</p>
<b>Search and Nominations Committee Recommendations for Appointments</b> TB2020-22	<p>It was noted that the intention would be to have 2 or 3 nominations for each committee and that there is an expectation that each Director will be on at least one committee.</p> <p>Prof Lewis asked Board members to contact the TB Chair or Chairs of the Committees and volunteer.</p> <p>Prof Lewis gave an update on the recruitment of additional Board members and it was noted that the skills audit of current members would inform the process. Advertisements have been placed on the TB website and Members were asked to encourage people to apply. The closing date is 7 Dec with an opportunity for applicants to meet TB members on 14 Dec and interviews on 15 Dec.</p> <p>Letters have gone to seafood industries seeking nominations for the seafood industry reps on the Board.</p>

Minute Ref	Item
<p><b>Update on joint working and structure to vesting</b> TB2020-23</p>	<p>Prof Lewis summarised the phases set out in the report regarding joint committee structures required at different stages in the approved staged approach to merger and explained that the existing senior level management arrangements of the NAFC and SIC would continue through to vesting. She emphasised that discussion were still ongoing.</p> <p>Terms of Reference for the joint committee arrangements are being prepared.</p> <p>Prof Lewis has attended two meetings with NAFC Trustees and will attend a meeting of NAFC SMT. Prof Lewis has also discussed this at two meetings of the Shetland College SMG and details have been reviewed by the Shetland College Board.</p> <p>The Chair indicated that Irene Hambleton of NAFC had sent apologies for the meeting however she had also sent an e-mail, highlighting the ongoing need for discussion which the Chair and Prof Lewis will discuss and progress.</p> <p>The Chair said that he was pleased to see the progress that is being made and the direction of travel; that there is a lot still to do and that consultation throughout will be important.</p> <p>The Board noted the report</p>
<p><b>Communications on the legal structure of new college</b> TB2020-24</p>	<p>Prof Lewis introduced the report highlighting 3 approaches:</p> <ul style="list-style-type: none"> <li>• On-line information sheets for staff and students with opportunities for them to ask Qs; Andrew Anderson is assisting with this;</li> <li>• Short videos for students covering the main points with regard to the legal status</li> <li>• Updated information on the merger website.</li> </ul> <p>The Board welcomed this approach and noted the report.</p>
<p><b>Update – Merger Working Group</b> (verbal)</p>	<p>Dr Hall summarised progress made with regard to :</p> <ul style="list-style-type: none"> <li>• Bank account - form submitted</li> <li>• Pensions – discussions on-going</li> <li>• OSCR application being taken forward with support from Fiona Larg and Anderson Strathern</li> <li>• Marine Spatial Planning – discussions with SG helpful regarding agreement to the transfer from NAFC to Shetland UHI of the arrangement with SIC</li> <li>• HR &amp; Finance – looking at opportunities for shared systems from UHI</li> <li>• Estates and operations; ICT; Student Support; Administration and Organisation are the next areas to be considered and Brendan will be in touch with key contacts soon</li> </ul> <p>Mr Gilfillan sought reassurance that when looking at finance systems, finance professionals as well as management would be involved in discussions. Dr Hall confirmed that all work streams would involve the</p>

Minute Ref	Item
	<p>relevant professionals to ensure the work is informed by their knowledge and expertise.</p>
<p><b>Update – SFC engagement and timeline</b> (Verbal)</p>	<p>Transformational Funding application - Ms Drysdale said that there had been discussions involving Fiona Larg, Prof Lewis, Steve Keightley and Martin Fairburn and that a paper needs to go to SFC Board and then to Scottish Government as SG must approve anything over £1m.</p> <p>Timeline – Ms Drysdale confirmed that SFC are working towards Vesting in July 2021. Prof Lewis said that there had been a request from SFC for more information on the MMBC and that she would reconvene the finance working group to look at this.</p> <p>The Chair asked about funding for the work currently being done towards merger and Prof Lewis advised that she had requested to vire funding left from before to support current transformational activities. Ms Drysdale confirmed that she has signed this off and will check on progress on this.</p> <p><b>Decisions/Actions:</b> Ms Drysdale to check progress on confirmation of the virement.</p>
<p><b>To note SFC Phase 1 review and consider alignment options appraisal</b> TB2020-25</p>	<p>Prof Lewis introduced the report noting that Phase 1 consultation had been done at pace with responses submitted by UHI and that Shetland stakeholders had contributed to that.</p> <p>The Phase I report has been shared with TB and there is an opportunity to feed into Phase 2. Prof Lewis asked members of the TB to look through the Phase 1 report and to consider whether the TB would wish to send an individual response or contribute to the response from UHI.</p> <p>The Chair said that he had been pleased with the UHI response to Phase 1 and happy to contribute to the UHI response to Phase 2.</p> <p>There was discussion regarding alignment and concerns raised regarding the need to ensure local perspectives are considered and that this is not all about the “centralisation”. It was noted that for Shetland the seafood industry is particularly important.</p> <p>Prof Lewis stressed that currently the focus must be on the Shetland merger, however, Shetland UHI would be a small college and therefore it would be important to explore the benefits of the options for alignment.</p> <p>Ms Jansen said that HISA were keen to see any savings put towards improving the student experience.</p> <p>The Board concluded that they were keen to continue to engage with this process and that the emphasis needs to be on local provision with people employed across UHI not centralised in Inverness. It was noted that new technology supports this approach. Issues regarding costs and VAT implications of services purchased from other bodies were noted and that options appraisals should consider a range of benefits not just financial issues.</p>

Minute Ref	Item
	<p><b>Decisions/Actions:</b> The Board agreed that it was important to continue to be involved and respond through UHI and the Chair and Prof Lewis agreed to keep the Board updated on developments.</p>
<p><b>To note Economic Impact Report for Shetland's Colleges</b> TB2020-26</p>	<p>UHI undertook assessments for all colleges including NAFC and Shetland College. Members were urged to read the report which concludes that the contribution to the economy in the islands is £34m and 250 jobs.</p> <p>The Chair welcomed the information saying that this was all good and that we need to continuously measure our work in the community and that this is "bedrock information" and it was agreed that it would be good to be able to have this in a press release although a previous press release had not been successful.</p> <p>Mr Goodlad said that the impact of research activities was difficult to quantify but that it was hugely important. Beth Mouat referred to the SSMO work and that a recent socio-economic study shows that this has a huge impact.</p> <p>Prof Lewis agreed to put something together to go out when the socio-economic report is released.</p>
<p><b>To note update from Partnership Council</b> TB2020-27</p>	<p>Prof Lewis introduced the report and the communications strategy providing information to all boards and staff on activities across the partnership</p> <p>The Chair said this was useful and important to support discussions and opportunities for collaboration.</p>
<p><b>Any other Business</b></p>	<p>None.</p>
<p><b>To review Transition Board Schedule and note date of next meeting 16th December</b> TB2020-28</p>	<p>Prof Lewis noted that the meeting dates are set out in the report and that it is expected that the TB would meet more regularly now to keep things moving forward.</p> <p>Prof Lewis highlighted plans for Board development sessions and opportunities for individual coaching sessions. It is hoped that new Directors will have been appointed in time for all board members to be able to take part.</p> <p>The Chair thanked everyone for their contributions to the meeting.</p> <p>The meeting concluded at 6.40pm.</p>

END

<b>Minute Ref</b>	<b>Decision / Action</b>	<b>Update / Progress</b>
<b>Review of Shetland UHI logo and Branding</b> TB2020-21	It was agreed that designs 1, 3 and 4 in blue and purple options should be presented to staff and students for their views.	
<b>Update – SFC engagement and timeline</b> (Verbal)	Ms Drysdale to check progress on confirmation of the virement.	
<b>To note SFC Phase 1 review and consider alignment options appraisal</b> TB2020-25	The Board agreed that it was important to continue to be involved and the Chair and Prof Lewis agreed to keep the Board updated on developments.	