

Transition Board – Shetland Merger Project

Committee	Transition Board
Subject	Risk Register for oversight of Shetland Merger Project by Transition Board
Action requested	<input type="checkbox"/> For information only <input checked="" type="checkbox"/> For discussion <input type="checkbox"/> Special Resolution
Brief summary of the paper	The Risk Register was previously presented to the then Shadow Board in June 2020. The Risk Register has now been updated for Transition Board consideration
Resource implications [if yes, please provide detail]	Yes Risk mitigation may require staff resources from across the existing organisations
Risk implications [if yes, please provide detail]	Yes The Risk Register outlines the main risks to the progress and completion of the merger process
Date paper prepared	08-Jan-21
Date of committee meeting	20-Jan-21
Author	Principal Designate

Equality and diversity	No
Status	Non-confidential
Freedom of Information Can this paper be included in 'open' business?*	Yes

Context:

The risk register was last presented to the then Shadow Board in summer 2020. It was agreed that the register would come to the shadow board at alternate meetings for review. The register has been updated to reflect the current state of the merger process and will be presented to the Transition Board at alternate meetings henceforth.

Recommendation:

- 1) That the Transition Board considers this draft risk register for further amendment or addition

Risk	Probability	Impact	Mitigation	Risk after mitigation
Governance				
Membership and leadership	Medium	High	Ensure member retention – positive meetings; clear purpose; Chair leadership; Action: Board training; Chair recruitment; Member feedback; Effective administration; Governance guidance from RSB and SFC; Links to College Development Network Scotland and Colleges Scotland for good practice examples.	Low Member retention has been good; Recent success of new Board Member recruitment suggests that there is a great deal of interest in being part of the Board; Board development plan in place
Legal	Medium	High	Secure appropriate and experienced external advice; Develop detailed brief and contract management; Ensure sufficient resource for depth of work required; Ensure clear reporting and decision points; Maintain timeline to which external advice supports decision dependencies; Ensure merging parties support advisors with full disclosure and agree advice conclusions; Involve RSB and SFC to ensure robust scrutiny; Ensure appropriate time and support for Board decisions.	Medium Decisions (leases, TUPE, restructuring, contracts) have long term impact and could be subject to action/appeals; Legal advice through UHI is in place

Transfer of assets	Medium	High	Ensure detailed review and understanding of asset transfer lists Ensure clear understanding of any liabilities associated with buildings that are being transferred	Medium Due diligence portal reinstated January 2021; Legal advice through UHI is in place
Merger timeline	High	High	Ensure RSB and SFC are fully involved in supporting the process; Create appropriate working groups to progress business case and preparation for merger; Inform and consult Board, stakeholders, staff and students on ongoing basis; Establish clear milestones and decision points to which external and internal players commit and work to.	High Lack of certainty around order of events and move away from 'staged approach'; Workstreams impacted by uncertainty and COVID-19 pandemic; Greater clarity around progress and key tasks through Merger Working Group being developed to improve understanding across the Board.
Financial				
Financial business case	High	High	Ensure RSB and SFC inform and support development; Establish agreed baseline; Ensure open and transparent sharing of data by each merging entity; Transformational funding sought from SFC (decision awaited); Transitional funding post-merger is set out in the MMBC (decision from SFC awaited); Finance and General Purposes Committee has reviewed 2019/20 finances for both organisations; Review 2020/21 finances for both organisations; Robust analysis of growth potential; Consideration of wide range of options for managing delivery costs; Benchmarking against similar island-based college comparators; Assessment of risks and variables;	High Past experience of conflict over data and assumptions; Previous lack of transparency; Financial vulnerability of merging parties; Challenges related to small size of merging entities and high costs of island setting; Long term impact of incorrect financial case.

			Sufficient capacity and resource to undertake work to time; External support, scrutiny and contribution when required; Board and respective governance of merging entities given time and support to agree outcome, with sufficient evidence to reach decisions.	
External stakeholders				
Loss of customers/income	Medium	High	Engage with all employers, companies and existing companies to promote benefits of merger; Maintain proposals, tenders and marketing to secure immediate and future income; Provide contractors and sponsors with clear process for transfer of contracts; Ensure staff are fully briefed.	Medium Some funding actions already postponed; Delayed action on student accommodation + new mainland course providers will impact on sponsors unless communication robust
Impact on students				
Loss of students to mainland / other providers	Medium	High	Engage with all schools and local media to promote benefits of merger; Maintain marketing and strengthen links with UHI marketing; Provide potential students with clear information on effects of merger on course choices; Ensure staff are fully briefed and on-message	Medium Already local concern re courses being maintained in future; Reduction in student numbers; Potential that COVID-19 pandemic could lead to more interest in local study options
Student engagement	Medium	High	Regular meetings with HISA representatives; Student Directors on Transition board; Regular meetings with class representatives; Information sharing via Colleges News	Medium Recognised need to improve student engagement to help shape Shetland UHI
Staff				
Loss of high-potential staff due to uncertainty	Medium	High	Consistent and persistent staff engagement and communication; Maintain staff development and staff links with UHI opportunities;	Medium Historic uncertainty

			Use external HR advice to ensure correct process for consultation, restructuring and TUPE; Follow due process for staff and union consultation; Ensure financial case minimises impact on staff numbers.	
Staff morale	Medium	Medium	Consistent and persistent staff engagement communication; Staff team-meeting attendance by Principal and Projects Officer; Maintain staff development and staff links with UHI opportunities; Involve staff in merger preparation working groups and implementation.	Medium Historic uncertainty
External Factors				
COVID 19	High	High	Engage with sector groups in reviewing impact and mitigation Participate in UHI planning and mitigation activities; Participate in SIC planning and mitigation activities; Maintain contact with employers; Maintain contact with Schools; Consider provision of new courses to meet changed demand (for e.g. pre-apprenticeship courses); Prepare to tailor portfolio to meet upskilling/reskilling demand; Focus on marketing and engagement; Partnership effort to assess skills needs within Shetland economy	High Uncertainty around full restart of activities for income generation; Uncertainty over recruitment; Uncertainty of additional costs of 'socially distanced' delivery; Uncertainty over young people's behaviour in response to crisis; Competitive behaviour by other HEIs; High impact on businesses and their engagement with apprenticeships and other training
BREXIT	High	Medium	Diversify funding sources for some activity (e.g. research) Seek alternative funding for exchange programmes	High Uncertainty over long-term impact on local businesses
Parliamentary Election	Medium	High	Stick to agreed merger timeline to avoid compounding risks associated with parliamentary delays	Medium Parliamentary approval required for elements of merger process;

				Deferral of decisions could have significant impact on merger timeline
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