

Search and Nominations Committee Meeting

2022-2023 Autumn Meeting

Wed 31 August 2022, 16:30 - 18:30

Attendees

Chair

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

Prescribed Board Members

- Ian McCormack (Student Director)
- Graeme Howell (Vice Chair of the Board of Management, Chair of Finance and General Purposes Committee, Senior Independent Member, Absent from 1, 2, 3, 4, 5, 5.1)
- Lauren Doughton (Chair of Audit Committee)
- Simon Collins (Chair of Human Resources and Remuneration Committee)
- Karen Hall (Chair of Learning, Teaching, and Research Committee)

Other Board Members

- Simon Clarke (Teaching Staff Director)
- John Goodlad (Independent Director)

Ex-Officio

- Jane Lewis (Principal - Shetland UHI)
- Matt Sierocinski King (Board Secretary)

Meeting minutes

1. Welcome, Apologies, Announcements

Mx Sierocinski King (Board Secretary) noted it was the first meeting of Search and Nominations Committee for Mr Clarke (Teaching Staff Director) and Mr McCormack (Student Director).

2. *Terms of Reference

Noted: The Committee noted the updated membership of the committee in the terms of reference.

Action: Mx Sierocinski King (Board Secretary) is to meet with Mr Clarke (Teaching Staff Director) to discuss quoracy of committees.

3. Minutes of the Previous Meeting

Mr Sandison (Board Secretary) asked members of Search and Nominations Committee to review the minutes of the previous meeting.

Decision: Search and Nominations Committee approved the Non-Confidential Minutes of the previous meeting as being an accurate reflection of the last meeting.

Decision: Search and Nominations Committee approved the Confidential Minutes of the previous meeting as being an accurate reflection of the last meeting.

4. Matters Arising

There were no matters arising.

5. Board Recruitment

Mr Sandison (Chair of the Board of Management) introduced this section of the agenda.

5.1. Fisheries Nominee

The committee discussed the governance setting up processes that have undertaken in the last year, and moving to more strategic matters during meetings.

Decision: The Committee agreed that the letter was representative of the board's needs for recruitment of a Fisheries nominee.

Action: Mr Sandison (Chair of the Board of Management) is to send the letter to the Fisheries Association.

6. Recruitment via Co-Option for Audit Committee

Mx Sierocinski King (Board Secretary) introduced the agenda item and detailed how the paper was produced, and the options before Audit Committee in terms of recruitment.

Ms Doughton (Chair of Audit Committee) informed the Search and Nominations Committee about the current balance of the committee.

Search and Nominations Committee discussed the methodology of recruitment advertisement the roles. The Board Secretary advised that it would mimic the recruitment of methodology used in November for Independent Directors, but expand to include Audit circles within Scotland, and Audit Committee membership within the UHI Partnership, and within Scotland.

Search and Nominations Committee discussed the possibility of reciprocal arrangements should co-opted members of the committee be recruited from within other UHI Partnership Boards of Management.

Mr Howell (Vice-Chair of the Board of Management) presented the idea to extend the advertisement circulation to include those in finance teams within the UHI partnership as an opportunity for career development.

Action: Board Secretary is to find out if there are any restrictions within the UHI Partnership of the co-option of Audit Committee members of other Academic Partners to the Audit Committee of Shetland UHI.

Decision: Search and Nominations Committee approved the paper to proceed to Audit Committee.

Action: The Board Secretary shall remove the highlights from the paper and add the paper to the agenda of Audit Committee for its meeting on 8th September 2022.

7. Update on recruitment of Vice-Chairs for Committees

Mx Sierocinski King (Board Secretary) updated on the recruitment of Vice-Chairs of committees and discussed the option of appointing a Vice-Chair for Search and Nominations Committee.

Search and Nominations Committee discussed the advantages and disadvantages of having Vice-Chairs on committees.

Decision: Search and Nominations Committee appointed Graeme Howell as Vice-Chair of Search and Nominations Committee

Decision: Search and Nominations Committee retained their recommendation that the remaining committees of the Board of Management that currently do not have Vice-Chairs may determine for themselves whether to appoint Vice-Chairs.

8. Board Representation at LNCC

Mr Sandison (Chair of Search and Nominations Committee) updated Search and Nominations Committee on the matter. Professor Lewis (Principal) updated on the current chairing situation at LNCC and the need for LNCC to be chaired by a board member.

Action: The Chair of Search and Nominations Committee is to find a Chair for LNCC from amongst Board members.

10. Any Other Business

10.1. ONE UHI

Professor Lewis (Principal) introduced the paper and the request for a senior manager of UHI to observe board, originating from the most recent ONE UHI Conference. Search and Nominations Committee discussed the matter, and whether it would be the same person every time, or whether they would be floating.

Decision: Search and Nominations Committee recommended that the request for observation of Shetland UHI's Board of Management by a senior manager of UHI be approved by Shetland UHI's Board of Management at its October meeting.

Action: The Board Secretary shall add the recommendation to the agenda of the next Board of Management meeting.

11. Date of Next Meeting

Date of the next meeting is 8th February 2023.

Agenda Item	Action	Responsible	Progress
2	Meet with Mr Clarke (Teaching Staff Director) to discuss quoracy of committees.	Board Secretary	
5.1	Send the letter to the Fisheries Association.	Chair of Search and Nominations Committee	
6	Find out if there are any restrictions within the UHI Partnership of the co-option of Audit Committee members of other Academic Partners to the Audit Committee of Shetland UHI.	Board Secretary	
6	Remove the highlights from the paper and add the paper to the agenda of Audit Committee for its meeting on 8th September 2022.	Board Secretary	
8	Find a Chair for LNCC from amongst Board members.	Chair of Search and Nominations Committee	
10.1	Add the recommendation to the agenda of the next Board of Management meeting.	Board Secretary	