



## Board of Management

### **MINUTES of the MEETING of the BOARD OF MANAGEMENT held in room 203/04, 1 Inverness Campus on Monday 27 November 2017**

<b>PRESENT:</b>	Hazel Allen, Robert Berg, Sarah Burton, Andy Gray, Jaci Douglas, Carron McDiarmid, Helen Miller, Innis Montgomery, Fiona Neilson, Chris O'Neil, Gavin Ross, Gabriel Starr, Neil Stewart, Steve Walsh, Kate White, John Wilson
<b>CHAIR:</b>	Neil Stewart
<b>APOLOGIES:</b>	Ollie Bray, Brian Henderson
<b>IN ATTENDANCE:</b>	Depute Principal Director of Organisational Development Director of Business Development Director of Finance Head of Student Services Head of Research Development Board Secretary
<b>OBSERVERS:</b>	Tom Speirs (Co-opted member) Garry Coutts, Chair UHI Court Fiona Larg, Chief Operating Officer and Secretary (COOS), UHI

#### **1. UHI – FUTURE DIRECTION OF TRAVEL**

The Chair welcomed Garry Coutts, Chair of UHI Court and Fiona Larg, COOS to the meeting. The Chair and a member of the UHI executive team were attending a board meeting at each of the academic partners following an event which had been held at the Kingsmills Hotel in early October. The purpose of this event was to progress the idea of an integrated structure for UHI which would allow for closer working and alignment. Subsequent meetings had been held in late October and November with the 5 incorporated College chairs and also the Principal of UHI and the Chair of the UHI Court. Consensus had been achieved on a number of areas. A meeting had then been held with John Kemp of the SFC to put forward a proposal for scoping work and an option appraisal exercise to be carried out, funded by SFC. The response from the SFC was that the partnership should determine the options itself.

The Chair of Court concurred with the summary of the recent discussions provided by the Chair and referred to the success of UHI, highlighting a number of areas. However, he acknowledged that there were also significant challenges with sustainability being the key issue. He referred to both the governance and management structures across UHI which needed to be both analysed and challenged. Looking at the partnership over the next 5 years – over the next 2 years it was likely that the partnership would meet its targets but from year three onwards the partnership was heading towards a cliff edge. The recent National Bargaining outcomes were the primary contributory factor.

The next step would be a further meeting at the Kingsmills hotel on 13<sup>th</sup> December when all AP chairs would be present.

*Jaci Douglas entered the meeting*

The Chair opened up the meeting for discussion. The following key points were made:-

- Concerns from a student perspective on the integration of services. Flexibility required on a local basis to ensure the highest quality of provision.
- Staff and students must have the opportunity to engage as proposals were developed. All communication had to be open and transparent. Any issues raised would be considered before a final decision was made.
- This proposal was different in that the 5 incorporated college chairs had come together as they had recognised that there were opportunities for delivering collectively and thus providing tangible benefits to staff and students across the region.
- It was important to stress that the 5 incorporated college chairs considered they were in partnership with UHI. Previously, any proposals for change had been an “all or nothing” approach. Now, each partner could join the process of change at their own pace.
- New structure required. Need to achieve parity of experience across the partnership. Need to identify the distinctive nature of each partner. Central governance role of UHI Court – management and oversight and also local boards. Progressive model required across the partnership.
- Simplification across a substantial part of the business was required to address issues such as VAT and duplication of provision.
- Any statement of intent must be delivered. Unity of purpose should be agreed and then partners to sign up.
- Important to stress that all partners would be looked after but in doing so, everyone would have to give up a degree of authority and power.
- Need to establish principles which were unchallengeable. This was the starting point.
- What did “student centred experience” actually mean? Clarification was required to ensure parity of experience across the partnership.
- The discussion had to start with the needs of the students. The use of appropriate language was critical.
- What does “good” look like? Need to define standards and processes to avoid competition
- Need to fully support any staff anxiety with proposals for change.
- A bottom up approach is required – those delivering services need to be involved. Take people on the journey by being careful with language used.
- How do we find best practice across the partnership? Need to find exemplars across the partnership.
- Commitment to quality improvement. Equip people with skills to undertake quality improvement work – transformational programmes. At the moment people are working in silos.
- There are examples of good collaborative working across the partnership, e.g. LIS, Library services



- If progress is not made - what is plan B? There is no plan B. No appetite centrally to impose Plan B. But lack of credibility will rise and the issue of sustainability will increase.
- Partners acknowledge the cliff edge so there is a sense of urgency
- Managing change – cliff edge does present opportunities
- Need for change is compelling. What is the biggest challenge? Need to overcome the historical lack of trust. Need to gain trust and manage expectations.
- Student and staff voice right at the centre.
- Building of relationships with other chairs so see things from their perspective and understand the stance they had taken in the past.
- Need a completely transparent process with everything minuted and made available to all. Sharepoint will be used as a mechanism to engage everyone. Also important to engage with past students and employers.
- Have to recognise we are still at a very early stage in the process
- Inverness College students have merged with HISA and are already seeing the benefits. This was their choice.
- What is in scope – 13 partners + EO? Everything in scope but some prescribed matters/controls. If everything in scope need to pause change to school/faculty structure. School structure is a fundamental change but at this point in time jars with what the partners are trying to achieve.
- Need to demonstrate how things could be different. Look for examples.
- John Sturrock QC will again be the facilitator for the event at Kingsmills on 13 December
- Don't discount anything.
- 80/20 rule. Progress 80% now and the remaining 20% later
- Need to engage with politicians at all levels to ensure a consistent message is made.
- Change branding – Inverness College UHI to UHI Inverness

The Chair thanked everyone for their input and thanked Garry Coutts and Fiona Larg for attending. The collective view of the Board was to move forward towards integration. This had been a very worthwhile process and he looked forward to continuing with the discussions.

## **2. COMMITTEE MEMBERSHIP**

A report by the Board Secretary outlined recent changes to the composition of the Board because of a sudden death and the resignation of another board member, the steps to be taken to fill those vacancies as well as the position of Chair of two committees.

### **The Board of Management**

1. Noted the resignation of Lindsey Mitchell from the Board of Management
2. Noted the appointment of Carron McDiarmid and Fiona Neilson as non-executive members
3. Approved the appointment of Steve Walsh as Chair of the Human Resources and the Performance, Review and Remuneration Committees
4. Noted the resignation of Steve Walsh from the position of Senior Independent Member
5. Noted that the Board Secretary would seek interest from Members, who did not currently hold potentially conflicting roles, to put themselves forward for the position of SIM.

6. Noted the forthcoming resignation of Robert Berg, Student Member from the Board of Management

**Signed by the Chair:**

Neil Hunt

**Date:**

19 / 12 / 17