

**MINUTES of the MEETING of the CHAIRS COMMITTEE held in the Board Room,
1 Inverness Campus on Thursday 24th November 2016**

PRESENT: Brian Henderson (by VC), Neil Stewart, John Wilson
CHAIR: Neil Stewart
APOLOGIES: Hazel Allen, Louise James
ATTENDING: Principal
Board Secretary

1. MINUTES OF MEETING OF THE COMMITTEE HELD ON 28 SEPTEMBER 2016

The Minutes of the Meeting held on 28 September 2016 were agreed as a correct record, **APPROVED** and signed.

Matters Arising – Board Member Evaluation

A date was agreed to evaluate John Wilson and dates would be agreed for the evaluation of Hazel Allen and Louise James prior to Christmas

2. EXTERNALLY FACILITATED EFFECTIVENESS REVIEW

Following the last meeting on 28th September, quotes were sought from Jan Polley Solutions, Henderson and Loggie and Scott Moncrieff to carry out the externally facilitated effectiveness review of the Board of Management.

Quotes had been received from all three parties. However, Jan Polley had subsequently withdrawn from the process. The quote from Scott Moncrieff was considerably lower than the two other quotes and the Committee **AGREED** that clarification was required to ensure that they understood the scope and what was expected of them. Thereafter John Wilson, the College Secretary and the Contracts & Procurement Coordinator would complete the evaluation and advise the Committee on the preferred bidder.

The Committee also **AGREED**

1. That a sense check be carried out on the pro-forma / questionnaire prior to its use.
2. That the successful facilitator be asked to undertake option 3) within the tender document, namely to undertake 1 to 1 interviews with some board members, including a staff and student member and some senior staff.
3. There was a need to identify the Board and SMT members who would be part of the process at 2) above.

3. PUBLICATION OF AGENDAS, PAPERS AND MINUTES

The Board Secretary advised that under the terms of the Code of Good Governance for Scotland's Colleges, there was now a requirement to produce, disseminate and publish online, board and committee agendas,

minutes and papers. Previously, there was a requirement to publish only agendas and minutes.

Freedom of Information legislation provided the criteria under which a paper could be deemed to be closed and therefore withheld from public view.

The Committee considered the process followed by UHI and two other colleges and **AGREED** to adopt the template used by UHI in their committee papers.

4. E MAIL FROM CHAIR OF UHI COURT

The Chair of the board had received an e mail from the Chair of the UHI Court suggesting ways to improve the level of contact between partners and court. In the first instance, he suggested an informal meeting with the Board Chair and other Board members to share information about the work of the board and the work of the Court.

The Committee **AGREED** that the Chair would take this matter forward.

5. STRATEGY WORKING GROUP – UPDATE

The Principal provided a brief update on the actions which were being progressed following the final meeting with the Depute First Minister in October.

The three new Vice Principal posts would be advertised in January together with the VP FE post. UHI had asked Thorntons LLP to advise on a number of employment issues associated with AP Principals undertaking dual roles.

The Principal also confirmed that John Sturrock, a former QC and specialist in change management had been engaged by the Deputy First Minister on a consultancy basis to advise on the behaviour, change management and leadership aspects of the management restructure.

6. COLLEGE OUTCOME AGREEMENTS

The Board Secretary referred to the guidance received from SFC on the process and framework for developing and negotiating College Outcome Agreements. The Outcome Agreement was to be negotiated and agreed with the regional strategic body.

The Principal advised that Inverness College had no input to the discussions and was discussing the role of the Vice Principal FE in the process.

The Committee expressed their concern and disappointment at this position and **AGREED** that this was a matter which could be discussed with the Chair of the UHI Court.

7. GOOD PRACTICE IN COLLEGE GOVERNANCE

The Board Secretary referred to the guidance received from SFC on the requirements for colleges to comply with the revised Code of Good Governance for Scotland's Colleges.

Colleges were expected to comply with the principles of the updated Code from 1 August 2016 and the first year of compliance with the updated Code would be reported in the Corporate Governance statement included in the 2016-17 annual financial statements of the College.

Each College had to either comply with the Code or if a board's practice was not consistent with any particular principle of the code, to explain the reasons for this to UHI as the Regional Strategic Body.

The Committee **NOTED** the requirements.

8. **DATE OF NEXT MEETING**
Thursday 17th January 2017 – 8.30 a.m.

Signed by the Chair:

Neil [Signature]

Date:

31 / 01 / 2017

