

**MINUTES OF THE COURT MEETING (UC) – Special Meeting
UNIVERSITY OF THE HIGHLANDS AND ISLANDS
HELD ON MONDAY 19 SEPTEMBER 2016 AT 10:00 HRS
IN ROOM EO1, NESS WALK, INVERNESS**

PRESENT: Professor Fiona McLean (Vice Chair of Court – Chair of meeting)
Garry Coutts (Chair of Court)
Professor Clive Mulholland (UHI Principal and Vice-chancellor)
Dr Michael Foxley – (Chair of UHI FE Regional Board) VC
Eileen Mackay – telephone
Andy Rogers (VC)
Angus Ross (VC)
Luke Humberstone
Peter Campbell (VC)
Gillian Berkeley (VC) in part
Dr David Worthington (VC)

IN ATTENDANCE: Fiona Larg (Chief Operating Officer & Secretary(COOS)) by telephone
Professor Ian Bryden (Vice Principal Research & Specialist)
Irene Peterson – VC (Vice Principal Further Education)
Crichton Lang (Deputy Principal)
Jeff Howarth (Vice Principal Enterprise)
Roger Sendall (Head of Governance & Records Management)

APOLOGIES: Malcolm Burr
Iseabail Mactaggart(VC)
Dr David Alston
Willie Printie
Anton Edwards
Professor Kenneth Miller
James MacDonald

ITEM	INTRODUCTION	ACTION
1	INTRODUCTION	
1.1	Welcome and Quorum.	
	It was noted that a quorum was present.	
	The meeting had been convened as a continuation to the meeting held on Friday 16 th September for the purpose of providing Court with an opportunity to identify and agree a clear and firm view (majority or otherwise) in relation to the best solution for the future sustainable development of the University prior to a meeting with the Deputy First Minister on 23rd September.	

2 Strategy Working Group

The Chair invited the Principal and Vice Chancellor to present a modified version of his original proposal for a new Senior Management Structure for the University as originally described within his paper "Our University, Our Future" Diagram 2. Court noted that the proposal had been amended to address the fundamental request of Academic Partner Principals to have a better defined role in the University's executive decision making processes and to address key issues raised by the University's students and staff in their respective submissions to SWG, in particular by joining together FE and HE decision making through a consolidation of FEEB, HEPPRC and the Principals Steering Group and by identifying clear lines of accountability and responsibility.

The Principal tabled an amended version of Diagram 2 and presented the rationale. The following points were noted:

- i. A new Tertiary Steering Group would be established. This would be an amalgamation of FEEB, HEPPRC and the Principals Steering Group. Thus including all 13 AP Principals and members of the current EO SMT and creating a single forum for partnership/consultation and decision making.
- ii. A new Principal & Vice Chancellors' Advisory Group would be established. This would comprise a maximum of 8 individuals who would all be direct reports of the Vice Chancellor & Principal. This group would include at least 2 AP Principals who were employed/seconded to the University in a Vice Principal role. These positions would likely include a VP for Strategic Projects and a VP for Tertiary Academic Development. Both roles would be filled through open competition between existing AP Principals.

The current VP for Work Based Learning role would become a Principal Lead role of one of a number of strategic projects.

- iii. A new UHI Scrutiny Committee would be established to oversee the above two groups. This committee would have a membership comprising of 4 independent members of Court and 4 Academic Partner Chairs. This proposal would enhance linkages between Court and AP BOMs and help to develop a common vision and purpose.
- iv. Annual Strategy Days would be held to be attended by Court and all AP Chairs and Principals again to further enhance opportunities for developing the common purpose and to learn from one another's experience.
- v. The University would adopt a school's structure with each school led by a School Board. Each board would comprise appropriate staff and students from across the partnership. This structure would enable decisions to be delegated down to an appropriate level enabling localised decisions and would also simplify the necessary process of introducing consistent policies and standardised terms and conditions. It was agreed that it would be desirable to introduce tertiary schools from the outset, however, it was noted that this may not be practicable.
- vi. It was noted that the proposed schools structure would help solve the current problem of "too many front doors" for external stakeholders such as HIE and NHS as such relationships would be managed through the schools rather than numerous individual colleges.

- vii. The proposed group structure model represented an alternative to merger as a mechanism for addressing the University's financial challenges. A group model could remove the incorporated colleges from the burden of ONS requirements and create an opportunity for developing shared services within a VAT group. It was noted that the proposed model was a technical mechanism only and need not influence the way that partnership decisions were taken. Further work was needed to identify exactly how a group model would operate.

For clarity – all partners would be able to opt into the group structure model.

- viii. There was a need to provide clarity in relation to how FERB would connect to the proposed amended management structure.
- ix. It was suggested that the proposed new management structure was not radically different to the existing structure with principals contributing through HEPPRC and FEED and that there was therefore a need to articulate how the proposed structures would provide a more meaningful input for AP Principals. A question was asked about how it would be possible to incentivise AP Principals to work for the good of the partnership as opposed to the interests of their own institution. It was noted that the group structure model may assist with this problem since it would be possible to enable a group company to operate at a loss.

Conclusions and agreed actions prior to meeting the DFM on 23/09/2016

- A. There was broad support for the proposed new management structure. It was agreed that the Principal & Vice Chancellor would prepare a note for circulation to all members of Court, SWG and all AP Chairs and Principals explaining the rationale behind the amended proposal and clearly identifying the changes that had been incorporated in order to accommodate the concerns of AP Principals, staff and students. The document would also be circulated to Scottish Government via the Chair of SWG.
- B. There was a need to highlight that the University was autonomous and independent of government and that Court reserved the right to reflect upon the outcome of the meeting with the DFM and would not be pressured into making a decision without adherence to due process.
- C. The meeting with the DFM represented an opportunity for Court to present the Minster with a clear vision for the future and to spell out what the University needed from Government in order to help the University to succeed and deliver the best outputs for the region and the country as a whole. On this basis it was agreed that Court members should clearly set out the University's goals for the next five-year period and illustrate the challenges that government could help to overcome. These included:
- Desire to become a fully integrated tertiary institution.
 - To remove the burden of compliance with ONS requirements to enable enhanced planning and an ability to build reserves for strategic re-investment to create a platform for financial sustainability.
 - To remove the SFC block on the requirement to have a prescribed FERB. Noting that the University was committed to conducting an independent review of the effectiveness of its committees and to use knowledge from this review to design appropriate committee structures.

- To request the DFM to review the objects of AP Boards of Management and to include a new provision committing each partner to actively support the purposes of the University.
- D. Demonstrate to DFM that Court and all partners are fully committed to implementing a transformational change programme designed to remove barriers and to improve corporate culture.

The meeting closed at 12:20pm.

DRAFT