

University Court

Wed 24 November 2021, 14:00 - 16:00

By VC - Microsoft Teams

Attendees

Board members

Alastair MacColl (Chair), Andrea Robertson (Vice Chair), Angus Campbell, Brian Crichton, David Sandison, Duncan Macaulay, Fiona McLean, Florence Jansen, Kirsty Macpherson, Kyle Gee, Linda Kirkland, Mei-Li Roberts, Poonam Malik, Rosemary McCormack, Sara O'Hagan, Sarah Helps, Todd Walker

Absent: Beverly Clubley, Malcolm Burr

In attendance

Donna Heddle, Gary Campbell, John Kemp, Lorna Walker, Lydia Rohmer (- in part), Max Brown (- in part), Margaret Antonson (- in part), Niall McArthur, Nicholas Oakley (Clerk), Roger Sendall

Meeting minutes

1. *CHAIRMAN'S COMMENTS/OPENING ADDRESS

The Chair opened the meeting and welcomed Duncan Macaulay to his first meeting as a member of Court. He noted that the December meeting of Court, originally planned to be blended online and in-person, would now be held fully online.

1.1. *Apologies

Apologies were received from Beverly Clubley and Malcolm Burr.

1.2. *Declarations of Interest

Roger Sendall declared an interest in item 8.3 University Secretary Appointment Arrangements (reserved business).

Kirsty Macpherson declared an interest in item 5.2 Academic Partner Update Agreement.

Brian Crichton declared an interest in additional item 8.4 Perth College UHI notifiable event (reserved business).

1.3. *Notification of other business

The Chair agreed to add an additional item under reserved business entitled 8.4 Perth College UHI notifiable event.

1.4. *Starring

There were no changes to the starring.

1.5. *Thank you to Heidi May

The Chair extended the Court's thanks to Heidi May, independent member, for her tenure and service to the University following her retirement from the Court.

2. MINUTES OF MEETINGS

2.1. *Approval of the minutes of 22 September 2021

The minutes of the previous meeting held on 22 September 2021 were **approved** as an accurate record.

 UC21-160 Minutes_University Court_220921 (1).pdf

2.2. *Matters Arising

The matters arising were **noted** as completed or on the meeting agenda.

[UC21-161 Court matters arising.pdf](#)

2.3. Review of Any Delegated Decisions

No delegated decisions reported.

2.4. *Minutes from Committees of Court since last Court meeting:

[UC21-160 Minutes_University Court_220921 \(1\).pdf](#)

2.4.1. - Audit Committee

The Court **noted** the minutes of the Audit Committee. Linda Kirkland, Chair of Finance and General Purposes Committee (FGPC), reported on the joint meeting of Audit and FGPC and noted that the annual accounts would be presented for approval at the next Court meeting in December 2021.

[UC21-162 Minutes_Audit Committee \(overlap with FGPC\)_151121.pdf](#)

2.4.2. - Finance & General Purposes Committee

The Court **noted** the minutes of the Finance and General Purposes Committee.

[UC21-163 Minutes_Finance & General Purposes Committee \(FGPC\) - _151121\(1\).pdf](#)

2.4.3. - Regional Strategy Committee

The Court **noted** the minutes of the Regional Strategy Committee.

[UC21-164 Minutes_Regional Strategy Committee_041121 \(5\).pdf](#)

2.4.4. - Academic Council/Activity Report

The Court **noted** the Academic Council activity report.

[UC21-165 Academic Council Officer s Report \(September 2021\).pdf](#)

2.4.5. - Nominations Committee

Andrea Robertson, Chair of Nominations Committee, reported that a recruitment process was underway to appoint independent members where vacancies had recently arisen, and that the Nominations Committee were seeking specific skills to match the university's requirements.

The Court **noted** the Nominations Committee minutes and verbal update.

[UC21-166 Minutes_Nominations Committee_281021_Redacted.pdf](#)

3. *VICE CHANCELLOR'S REPORT

Todd Walker

The Principal and Vice Chancellor, Todd Walker, gave a report to members on his activities since the last Court meeting. He highlighted that strategic meetings with the Scottish Funding Council (SFC) and Highlands and Islands Enterprise (HIE) had taken place with a view to setting a new shared strategic agenda for 2022.

Two new vice-principal appointments were announced. Dr Jen Vanderhoven had been appointed as Vice Principal Engagement and was expected to start in January 2022. Vicky Nairn had been appointed as Vice Principal Operations with an expected start date of February 2022. Announcements and publicity around these appointments would commence shortly.

Todd Walker also expressed his thanks to Dr John Kemp, Interim Chief Operating Officer, Vice-Principal (Further Education) and Senior Advisor: Change Implementation, whose secondment from the SFC concluded at the end of the year. He asked the clerk to formally record his thanks and acknowledgment of John Kemp's expertise, dedication and passion for the university during his secondment.

The Court **noted** the Vice Chancellor's Report.

[UC21-169 P&VC Report to Court 24 November 2021\[44\].pdf](#)

4. *HISA REPORT

The HISA President, Florence Jansen, reported to members on HISA activities. She reported that byelections had now been completed, and a new Vice President for Further Education appointed. She also highlighted that a recent Q&A on the Curriculum Review had been well-received, and reported on her executive team's activities during the preceding months.

The Court **noted** the HISA report.

 UC21-170 Cover Sheet HISA Update.pdf

 UC21-170 HISA Update UHI Court November 21.pdf

5. STARRED ITEMS FOR DISCUSSION

5.1. *PRESENTATION - Progress report on Key Strategic Projects

Max Brown

The Programme Director for Integration, Max Brown, gave members an update on the strategic projects and the new approach to project management and reporting. He reported on the six strategic projects, progress, risks, and challenges around measurement and data quality; trust and partnership relationships; and resources and capacity.

The Court welcomed the new reporting template. The Court requested that reporting on communications be expanded in the reports, and they welcomed the fact that the project interdependencies were clarified.

The Court challenged the risk level assigned to the finance system. Despite the 'reset', members felt that given the history of the project this should not be represented as low risk ("green"), and some reference to these previous issues needs to be made and the risk level reviewed. They also requested that those projects marked as high risk ("red") should have more narrative detail on what actions or mitigations were in place.

Action: Project Control Group to review the risk score assigned to the finance system project.

Action: Project Control Group to include more detailed reporting on mitigation for high risk strategic projects or areas.

The Court discussed the challenges around trust and relationships as reported in the paper. The Court agreed that addressing these will be an ongoing focus of Court.

The Court agreed that the statutory requirements elements of the projects should be reviewed and enhanced; and that equality impact assessments be better embedded into projects moving forward.

Action: Project Control Group to ensure that equality impact assessments and other statutory requirements are integrated into strategic projects.

On the Blueprint, it was reported that data was still outstanding from some partners despite Partnership Council and Regional Strategy Committee interventions on the matter. It was agreed that an update on progress would be presented at the next Court meeting and further action taken as necessary after that time.

Action: Report back to Court on progress on receiving Blueprint financial data

The Court thanked Max Brown and his team for the update, the improved reporting, and his candour about the progress of the projects. They requested that he continue to report on these projects to future Court meetings.

The Court **noted** the update.

[Max Brown left the meeting]

 UC21-171 Court update strategic projects November 2021, Final.pdf

5.2. *Academic Partner Agreement Update

Roger Sendall

The Acting Secretary and Director of Corporate Governance, Roger Sendall, reported positive progress on the academic partner agreements, with part 1 of the agreement expected to be approved in January 2022. Part 2 of the agreement was being distributed on 10 December, and he reported that the university was on track to have both parts finalised by May 2022.

The Court **noted** the update.

[Kyle Gee joined the meeting]

 UC21-172 AP Agreement Cover.pdf

 UC21-172a UpdatedReviewTimeline10November2021.pdf

 UC21-172b Draft New UHI All Party Agreement (2021)v3.pdf

5.3. *Merger Alignment of Three Academic Partners: Update

[Lydia Rohmer joined the meeting]

The Principal of West Highland College UHI, Lydia Rohmer, gave members an update on the merger alignment of three academic partners. The governance framework had been set up and workstreams had commenced with executive steering group oversight. Resource requirements had been identified and an initial allocation of funding made, and the merger coordination team had also been identified and a dedicated resource appointed. She reported that the next key milestone was formal public consultation on the rationale for merger.

In response to a question on partnership communications, Lydia Rohmer advised that the HISA President was a member of the Partnership Board, that updates were presented to Partnership Council, and that the current communications site (for internal stakeholders) would be widened across the partnership shortly to allow direct engagement across the university.

Lydia Rohmer also advised members that a full impact assessment would be included as part of the full merger proposal documentation and business case, and that this assessment would include the impact of the merger on other university partners.

The Court **noted** the report and welcomed the developments.

[Lydia Rohmer left the meeting]

 UC21-173 UHI Court_UHI RICM Update_November 2021_final.pdf

5.4. *MAATIC Moray Growth Deal

Gary Campbell

The Vice Principal Strategic Developments, Gary Campbell, provided members with an update on the MAATIC Moray Growth deal project. He reported on the good progress made to date. He reported that concerns had been raised about escalating project costs, which is also of concern to HIE (and was similar to other growth deal projects). The project board had considered the matter and concluded that a value redesign was not a viable option in the event that costs continued to rise. The Court members reported their experience to date with City Deal projects and that there was little likelihood of inflationary adjusted funding.

The Court **noted** the update and requested that they be kept apprised of further developments or issues around rising costs.

 UC21-174 MATTIC Moray Growth Deal update.pdf

5.5. *Student Recruitment

John Kemp

[Margaret Antonson joined the meeting]

The Interim Chief Operating Officer, John Kemp, reported on the recruitment paper and the situation on recruitment in both higher education and further education, with the partnership unlikely to meet activity targets in 2021/22. The university was reported to be an outlier in the respective sectors on recruitment. He reported that partners were working extremely hard to mitigate via additional in-year activity, but that this was not expected to fully address the shortfall.

He reported the urgent need to focus on next academic year, as well as the longer term, and engage with SFC on the matter of clawback. He discussed the medium-term activities, including curriculum review and recruitment strategies, that were in place, but that these would make little difference in the short term.

Director of Marketing, Planning and Performance, Margaret Antonson, reported that 2022/23 recruitment was now the focus, and that the work cycle was already well. In response to questioning, she reported that whilst partnership practitioners share recruitment plans, duplication and overlap of marketing efforts and internal competition remained a live issue.

The Principal and Vice Chancellor, Todd Walker, advised that the recruitment issues effected the entire partnership, and the causes were multi-factorial. These included impact of Covid-19, demographic changes, employment trends, competition (internal and external), new providers in online provision and in region, amongst other pressures, but that this was a loss of market share as there was no significant change in higher education and further education demand across the sector with the exception of the international market. He reported that inconsistency and inefficiencies in partnership marketing and recruitment strategies needed to be addressed. To this end he was proposing the formation of a partnership-wide recruitment strategy to the next meeting of the Partnership Council, and that the university would be reviewing the partnership's planning process for activity targets.

The Court **noted** the update and requested further updates on the partnership-wide recruitment and planning strategies as well as the negotiations with SFC on clawback.

Action: PVC to report to Court on the partnership-wide recruitment strategy

Action: PVC to report to Court on negotiations with SFC on financial clawback

[Margaret Antonson left the meeting]

 UC21-175 Court paper recruitment 241121 v3.pdf

6. UNSTARRED ITEMS

The following unstarred items were approved/ noted without further discussion.

6.1. Annual Assurance from Audit Committee

6.1.1. - Statement of Internal Control

 UC21-176 Statement Of Internal Control 2020-21.pdf

6.1.2. - Annual Audit Committee report 2020-21 - including Annual Audit Report

 UC21-177 Final Audit Committee Annual Report 2020-21.pdf

6.2. 2021/22 Annual Internal Audit Plan

 UC21-178 Draft Internal Audit Plan 2021-22 (1).pdf

6.3. Academic Partner Quarterly Status Reports

Nicholas Oakley

 UC21-179 November 2021 AP Court Status Reports.pdf

6.4. Confirmation/Appointments Changes to Assigned College Boards

Roger Sendall

 UC 21 180 211006 Appointment to Assigned College Board LCC.pdf

6.5. Risk Policy and Risk Appetite Statements - Annual Review

Roger Sendall

 UC21-181 Risk Appetite and Policy.pdf

 UC21-181a Risk Appetite and Policy Statement Re-approval.pdf

6.6. Risk Management Report and High-Level Risk Register

Roger Sendall

 UC21-182 University Court High level Risk Register.pdf

 Updated HLRR Nov 2021 after RRG.pdf

6.7. Academic Partner Financial Monitoring

 UC21-183 - Summ AP Main FFRs 20-21jk.pdf

6.8. Foundation - Rector report

Fiona McLean

 UC21-184 Rector Report.pdf

6.9. Red Button

 UC21-185 Red Button Cover sheet_Court.pdf

 UC21-185 Red Button 2020-21 Annual Report.pdf

6.10. Annual Monitoring Reports (FOI, Complaints etc)

Roger Sendall

 UC21-186 Annual Monitoring Report.pdf

6.11. Concordat for Research Integrity - Annual Compliance Report

Donna Heddle

 UC21-187 Annual Research Integrity Statement cover sheet.pdf

 UC21-187 Integrity Statement to University Court 2021.pdf

6.12. H&I Regional Outcome Agreement 2021-22

John Kemp

 UC21-188 Court - SFC Regional outcome agreement_cover sheet.pdf

 UC21-188a_ Draft 2021-22 Highlands and Islands regional outcome agreement.pdf

 UC21-188b 2021-22 ROA Further Education Core National Measures.pdf

 UC21-188c 2021-22 ROA Higher Education Core National Measures.pdf

7. *RESERVED BUSINESS

[Reserved Items]

8. AOB

There was no other business, and the Chair closed the meeting at 16:15.

