

University Court

Wed 08 February 2023, 11:00 - 17:00

EO1, Ness Walk



Attendees

Board members

Alastair MacColl (Chair), Andrea Robertson, Angus Campbell, David Sandison, Derek Lewis, Duncan Macaulay, Fiona McLean, Heather Innes, Madeleine Anne Rose Brown, Mei-Li Roberts, Murray Easton, Poonam Malik, Rosemary McCormack, Sara O'Hagan, Vicki Nairn

In attendance

Lorna Walker, Neil Simco, Nicholas Oakley (Clerk), Roger Sendall, Sheena Stewart, Alison Lochhead (- in part), Gary Campbell (- in part), Rachel Cumberland (- in part)

Meeting minutes

1. Preliminary Items

1.1. *Welcome and apologies

The Chair opened the meeting and noted the apologies from Malcolm Burr, Jo De Sylva, and Calum Ross.

Discussion

Alastair MacColl

1.2. *Declarations of interest

None.

Information

All

1.3. *Notification of other business

The Chair reported that Angus Campbell was now Finance and General Purposes Committee Chair.

Discussion

All

The University Secretary, Sheena Stewart, reported that recruitment of new board members was ongoing via nominations committee.

Sheena Stewart reported that the university's staff committee had asked for an opportunity for staff members to observe non-reserved Court meetings. Court **approved** this request, with a maximum of two observers, initially drawn from Executive Office (EO) staff but with an opportunity to extend the offer to other partnership staff at a later date.

1.4. *Starring

No changes to the starring were requested.

All

2. *Minutes of Court meetings

2.1. *Approval of the minutes of 15 December 2022

Court reviewed the minutes of the previous meeting on 15 December 2022. A members noted that the minutes did not capture the discussion on UHI 2024, and in particular the member's suggestion that Court members be invited to suggest the 'big questions' relating to university strategy It was agreed that an addendum to the minutes would be added. Court **approved** the minutes of the previous meeting as an accurate record subject to this amendment.

Approval

Alastair MacColl

Members also discussed the possibility for returning to primarily in person with an option for hybrid meetings rather than fully online (as the scheduled March meeting was). A review for consideration at the next Court meeting on options for meeting arrangements together with an indicative schedule for meetings in 2023/2024 was **agreed**.

Action: Meeting arrangements options paper for Court to review (March 2023; University Secretary)

UC22-23-106 DRAFT Minutes_University Court_151222.pdf

2.2. *Matters arising

Note
Alastair MacColl

Court **noted** the matters arising.

Court discussed the action arising from the previous meeting around clarifying responsibilities and liabilities for partners experiencing financial distress, in particular the responsibility of UHI as the Regional Strategic Body (RSB) as well as SFC's position. Court heard that SFC currently took the view that it was for UHI as the RSB to implement control and due diligence of partners' finances. Sheena Stewart, University Secretary, was working with the UHI 2024 governance workstream on clarifying the RSB's role, and UHI had previously commissioned legal advice from Henderson Loggie and Anderson Strathern on the matter.

Court requested that an update on this, including a precis of the legal advice received, be provided to Court.

Action: Paper on UHI's/ RSB's responsibilities and liabilities in relation to partners (March 2023: University Secretary).

 UC22-23-107 Matters Arising.pdf

2.3. *Delegated decisions

Discussion
Sheena Stewart

No delegated decisions reported.

3. *Interim Principal and Vice Chancellor Update

Discussion
Vicki Nairn

Vicki Nairn, Interim Principal and Vice Chancellor, reported on her activities since the last Court meeting. She highlighted efforts underway on the three-college merger, as well as activities associated with the EO financial savings drive such as the voluntary severance scheme. In addition, she highlighted the recent UHI research conference and planned move from Ness Walk to the Centre for Health Science in summer 2023.

Members **noted** the report and requested specific updates on the sale of Ness Walk as well as MAATIC at the next meeting.

Action: Update on sale of Ness Walk, including plans for relocation and potential savings.

Action: Add MAATIC update as a standing item to future Court agendas.

 UC22-23-108 iPVC report to Court Feb 23 v3 final.pdf

4. *HISA Report

Discussion
Heather Innes

Court **noted** the HISA report update provided by the HISA President Heather Innes.

 UC22-23-109 HISA Court Update.pdf

5. *Items for noting/ approval

5.1. *VSS Update

Verbal
Lorna Walker

Lorna Walker, Vice Principal People, Strategy, and Culture, gave an update on the voluntary severance scheme (VSS). She reported that the scheme, now concluded, had not met the full savings target set. In response to a query on the matter, Lorna Walker advised that the maximum payback period stipulated in the scheme was based on SFC parameters and therefore could not be flexed in order to enable additional applications to be approved. The next steps would include revisiting the EO restructure, with a focus on professional services in the first instance.

In the course of the discussion the Interim Principal and Vice Chancellor, Vicki Nairn, reported that EO staff morale remained a concern, especially given the period of uncertainty and changes to university leadership in summer/ autumn 2022; the 1% cost of living pay rise, and the announcement of financial risks as well as UHI 2024 that had caused concern amongst EO staff. A programme was put in place around positive and transparent communications with staff, including a revised staff forum, staff communications survey, and engagement with staff committee. Further to this, it was reported that an employee assistance programme, including resources and support for staff, was being developed for implementation. A remuneration committee meeting was also planned to review options on the staff pay offer.

Court **noted** the update.

6. *Strategic Items for discussion

6.1. *UHI2024 Framework update

[Rachel Cumberland joined the meeting]

Court discussed the UHI 2024 framework and the following key points were made in the discussion:

1. That the scope and scale of the workstreams had increased since last reported, and a broader range of services were now under review.
2. In general, the workstreams were reported to be progressing well, and the Programme Board was pleased with the progress being made. The Programme Board also welcomed the upcoming online session planned on Strategy.
3. Court discussed potential workstream realignment and welcomed the continual refocusing and adaptation of objectives and priorities as work progressed. On the people and culture workstream, it was **agreed** to reform the workstream to provide tangible deliverables as well as embedding support for the other UHI 2024 workstreams. It was also noted that the governance and communications workstreams were likely to become more closely entwined as further progress was made.
4. Members discussed the role of the Programme Board, which was reported as having primarily a monitoring role in UHI2024, and heard that strategic leadership and overall responsibility for UHI 2024 remained with the University Court.
5. Court welcomed the intention of the workstream leads and the Programme Board to produce detailed plans, including numbers and dates, within approximately three months.
6. The role of Foundation as a key stakeholder was discussed and Vicki Nairn and Fiona Mclean, University Rector, agreed to meet outwith the meeting to discuss how best to consult with the Foundation. Action: I-PVC and Rector to meet to discuss UHI2024 consultation options with Foundation.

Court **noted** the UHI2024 update.

[Rachel Cumberland left the meeting]

 UC22-23-110 UHI 2024 Feb Court Paper 010223.pdf

6.2. *Commercial activities: Deals and freeport update

[Gary Campbell joined the meeting]

Gary Campbell, Director of Economic Development and Commercial Services, gave members an overview of UHI's commercial activities, including MAATIC, Green Freeport, and the Islands Deal. He reported that, whilst UHI was well placed to take advantage of all of the opportunities, UHI was constrained by both resource limitations and increased competitor activity in the region. Court members noted that UHI was under-resourced in project management and business and commercial skills, and that it was important to deploy appropriate resources to support projects and capitalise upon these transformative commercial opportunities.

Action: Updates on MAATIC project to return to Court.

[Gary Campbell left the meeting]

 UC22-23-111 MAATIC_Freeport_Islands_Court Paper 8 Feb 2023_final.pdf

6.3. *Communications and branding briefing/presentation

[Alison Lochhead joined the meeting]

Alison Lochhead, Director of Corporate Communications, gave a presentation on communications and branding, including an overview of the team's activities which covered branding, website, social media, engagement, and Gaelic.

Members discussed the presentation and major sponsorship opportunities that would build upon the brand and deliver at a national scale.

Members also noted their appetite for communications and branding training where available.

Action: Explore opportunities for communications training of Court members and SET.

[Alison Lochhead left the meeting]

7. Minutes from Committees of Court

7.1. Nominations Committee 16 January 2023

Court **noted** the Nominations Committee meeting draft minutes of the 16 January 2023.

 UC22-23-112 Minutes_UHI Nominations Committee_160123.pdf

Discussion

G I Campbell

Presentation

Alison Lochhead

7.2. Remuneration Committee 26 January 2023

Court **noted** the Remuneration Committee meeting draft minutes of the 26 January 2023.

 UC22-23-113 Remuneration Committee Minutes 230124 Draft.pdf

8. *Any Other Business

Members requested access to the papers of all sub-committees of Court for information sharing.

Action: Provide board packs of sub-committees to Court members.

There was no other business and the Chair closed the meeting at 14:30.

CHI