

MINUTES OF THE EXTRAORDINARY MEETING OF THE BOARD OF MANAGEMENT
held on Monday 23rd October 2023 at 4 pm over Microsoft Teams

Present

Derek Lewis, Board Chair
Lydia Rohmer, Principal and Chief Executive
Carl Haberl, Support Staff Member
Chris Alliston, Independent Member
Diana MacLeod, Academic Staff Member
Douglas MacDiarmid, Independent Member
Judith Crow, Independent Member
Michael Foxley, Independent Member
Neil Hope, Board Vice Chair
Sarah Fraser, Independent Member
Shona MacDougall, Independent Member

In attendance

Derek Bond, Director of Finance
Fiona Sinclair, Transition Board Secretary and Governance Professional
Hannah Ritchie-Muir, Vice Principal (Academic) and Senior Responsible Officer, Outer Hebrides
Keith Coyne, Assistant Director (Engagement) SFC
Vicki Nairn, Interim Principal and Vice Chancellor, UHI
Vicky Ferguson, Director of Human Resources and Organisational Development

Meeting minutes

1. Apologies for absence

Apologies for absence had been intimated on behalf of Independent Board member, Ian MacEachern, and student members, Shannon MacCallum and Sophie-Ann Bain.

2. Declaration of Interests

Members were invited to declare an interest, either financial or non-financial in any item on the Agenda. In the interests of transparency, members were also invited to declare any connections. There were no declarations.

3. CONFIDENTIAL item of business – Recommendation to approve the Business Case for the Enhanced Voluntary Severance Scheme

There had been circulated to Board members only CONFIDENTIAL report BM1023/03 by the Principal, the Director of Human Resources, and the Director of Finance providing details of the proposed Enhanced Voluntary Severance Scheme for staff of UHI North, West and Hebrides. The report included the Draft Business Case for the proposed Enhanced Voluntary Severance Scheme, the SFC Guidance on severance schemes, an email exchange with the Interim Principal of UHI, and the Equality Impact Assessment for the VSS.

The Chair reminded the Board that the Remuneration Committee had scrutinised the proposed Voluntary Severance Scheme, and that the Committee had recommended approval of the Scheme by the Board. Prior to this extraordinary meeting, Board members had been afforded the opportunity to

ask the Executive Leadership Team questions about the Scheme at an online session. Chris Alliston, Chair of the Remuneration Committee, confirmed that after robust scrutiny, and having considered the SFC Guidance, the Remuneration Committee had agreed to recommend that the Board approve the Scheme. The Governance Professional advised that Ian MacEachern, a member of the Remuneration Committee, who was unable to be present at the meeting, had intimated by email that he had read the agenda and Board papers and was content that the scheme be approved by the Board. The Principal confirmed that the Scheme was necessary to ensure the financial sustainability of the new college. The Interim Principal of UHI shared some lessons learned from the experience of UHI Executive Office when a Voluntary Severance Scheme had been introduced there.

The SFC Director advised that having read the papers which were before the Board, he had no immediate concerns regarding the proposed Scheme. However, he advised that the VSS would be subject to full SFC scrutiny in the usual way when formally submitted by the Regional Strategic Body to the Scottish Funding Council for approval.

The Principal advised that there had been some formal communication with the trade unions regarding the required reduction in workforce, and said that the trade unions had an expectation of a Voluntary Severance Scheme being introduced. There was to be a meeting of the JCC later in the week, and, should the Board be minded to approve the draft Scheme, the Principal requested permission from the Board to have dialogue with the trade unions regarding the proposed scheme on the understanding that it would be made clear that the proposed scheme had not yet been approved by either UHI as RSB, or the SFC.

On the proposal of the Chair, the Board unanimously **agreed** that the proposed Voluntary Severance Scheme be sent to UHI as RSB for consideration and approval, prior to the Voluntary Severance Scheme thereafter being submitted to the SFC for final approval. The Board further agreed to grant permission to the Principal to open dialogue with the trade unions regarding the proposed scheme as had been requested.

Action – Board Governance Professional to send Minutes of Meeting to the RSB in order that the VSS can be considered and approved by the RSB and thereafter be submitted to the SFC for final approval.

There being no further business, the meeting closed at 4.17 pm

Chair