

Human Resources and Remuneration Committee Meeting, Quarter 4, 2023-2024

Wed 8 May 2024, 16:30 - 18:30

Teams

Attendees

Chair

- David Sandison (Interim Chair of Human Resources and Remuneration Committee)

Prescribed Board Members

- Graeme Howell (Interim Vice Chair of the Board of Management, Interim Chair of Finance and General Purposes Committee, Senior Independent Member)
- Claire Christey (Chair of Audit Committee)

Other Board Members

- Mason Robbins (Vice Chair of Audit Committee)

Ex-Officio

- Jane Lewis (Principal - Shetland UHI)

Management Team Members

- Kathy MacDonald (HR and OD Lead)

Staff In Attendance

- Matt Sierocinski King (Board Secretary)

Apologies

- Karen Hall (Chair of Learning, Teaching, and Research Committee)
- Samuel Wyeth (Non-Teaching Staff Director)

Meeting minutes

1. Welcome, Apologies, and Announcements

Mr Sandison (Interim Chair of Human Resources and Remuneration Committee) welcomed everyone to the meeting.

Apologies were received from Mr Lawson (Independent Director) and Mr Wyeth (Non-Teaching Staff Director)

2. Declarations of Interest

Mr Sandison (Interim Chair of Human Resources and Remuneration Committee) asked if any member present had any declarations to make with regards to items upon the agenda. No such declarations were made.

3. Minutes of the Previous Meetings

Mr Sandison (Interim Chair of Human Resources and Remuneration Committee) asked members present to review the Confidential Minutes of the previous meeting. The Interim Chair of Human Resources and Remuneration Committee asked members present to review the Non-Confidential Minutes of the previous meeting.

Decision: The Committee approved the Confidential Minutes as a true and accurate record of the previous meeting.

Decision: The Committee approved the Non-Confidential Minutes as a true and accurate record of the previous meeting.

4. Matters Arising

Mx Sierocinski King (Board Secretary) went through the matters arising. Ms MacDonald (HR and OD Lead) confirmed that all actions from the last meeting, related to organisational policies, had been completed. The ongoing matters read out, as listed below.

Action: The Board Secretary shall, via correspondence diplomatically remind any remaining Independent Directors to complete the remuneration training module.

Action: Mr Sandison (Interim Chair of the Board of Management) shall search for a nominee for the role of Chair of Human Resources and Remuneration Committee, and in the first instance, make approaches to existing Independent Directors of the Board of Management.

Action: The Interim Chair of the Board of Management shall arrange a review meeting with the Principal.

Action: The Interim Chair of the Board of Management, the HR and OD Lead, and the Board Secretary shall meet after the review has taken place, but before the next meeting of the Committee to ensure that the correct steps are taken before presenting the completed review to the Committee at the Committee's next meeting.

Action: The Senior Management Team shall bring a final version of the Restructuring Plan for consultation to the Board of Management in March.

5. Terms of Reference

Mx Sierocinski King (Board Secretary) announced the changes that needed to be made to the Terms of Reference of the Committee, specifically to delete "Lauren Doughton" (former Chair of Audit Committee) and replace with "Claire Christey" (Chair of Audit Committee).

Decision: The Committee approved the changes to the Terms of Reference of the Committee, specifically to delete "Lauren Doughton" (former Chair of Audit Committee) and replace with "Claire Christey" (Chair of Audit Committee).

Action: The Board Secretary shall delete "Lauren Doughton" and replace with "Claire Christey" to the Terms of Reference of the Committee.

Action: The Board Secretary shall add the amended Terms of Reference of the Committee to the agenda of the next meeting of the Board of Management for approval.

Matters for Decision

6. Bereavement-Compassionate Leave Policy

Noted: The Bereavement-Compassionate Leave Policy was noted.

7. Carer's Leave Policy and Procedure

Noted: The Carer's Leave Policy and Procedure was noted.

8. Dependants Leave Policy

Noted: The Dependants Leave Policy was noted.

9. GBV Policy

Professor Lewis (Principal) introduced the paper to the Committee. She explained the impact of the policy on the Staff, and the process to which the policy came to the formation of the policy. The Principal asked for comments on the policy.

The Committee read and discussed the policy.

Decision: The Committee approved the GBV Policy for use at Shetland UHI.

Papers for Information and Discussion

13. Table of amendments made to Policies - (Restricted)

Ms MacDonald (HR and OD Lead) spoke to the Committee about the paper, and detailed the colour coding in the paper. She requested that if any member felt that there were policies missing, to let her know.

Action: Members of the Committee are to let the HR and OD Lead know if they felt Shetland UHI was missing any HR Policies from the list provided

14. Fair Work Statement

Professor Lewis (Principal) spoke to the Committee about the development of the Fair Work Statement, and confirmed it had not as yet, been approved by Trade Unions, and requested feedback from the committee on its contents.

The Committee discussed the paper, and discussed whether Shetland UHI had undertaken a fair work assessment.

Action: Mr Howell (Vice Chair of the Board of Management) is to forward the Fair Work self-assessment links to the Senior Management Team

Internal Committee Matters

15. Committee training

Mx Sierocinski King (Board Secretary) spoke to the Committee about Remuneration Training. Ms Christey (Chair of Audit Committee) announced she had attempted to undertake the training, but faced difficulties with regards to accessing the CDN portal.

Action: The Board Secretary is to send links to the remuneration training to members of the Committee who have yet to complete it.

16. Chair and Vice-Chair

Mr Sandison (Chair of the Board of Management) updated the Committee on the positive interview experiences this month, and hoped that the appointments of new Independent Directors would make it easier for progress to be made in the appointment of a new Chair of Human Resources and Remuneration Committee along with the first Vice-Chair of Human Resources and Remuneration Committee.

Concluding Matters

17. Any Other Business

Mx Sierocinski King (Board Secretary) asked members of the Committee who were also members of Search and Nominations Committee, to reply to the email sent to them by the Board Secretary.

Action: Members of this Committee who are also members of Search and Nominations Committee are to check and reply to the email sent by the Board Secretary.

18. Date of Next Meetings

The dates of the next meetings are:

- 4th September 2024 at 16:30 on Teams
- 4th December 2024 at 16:30 on Teams
- 12th February 2025 at 16:30 on Teams
- 23rd April 2025 at 16:30 on Teams

| Agenda Item | Action | Responsible | Progress |
|--------------------|---|---|-----------------|
| 4 | Via correspondence diplomatically remind any remaining Independent Directors to complete the remuneration training module. | Board Secretary | |
| 4 | Search for a nominee for the role of Chair of Human Resources and Remuneration Committee, and in the first instance, make approaches to existing Independent Directors of the Board of Management. | Mr Sandison (Interim Chair of the Board of Management) | |
| 4 | Arrange a review meeting with the Principal. | Interim Chair of the Board of Management | |
| 4 | Meet after the review has taken place, but before the next meeting of the Committee to ensure that the correct steps are taken before presenting the completed review to the Committee at the Committee's next meeting. | The Interim Chair of the Board of Management, the HR and OD Lead, and the Board Secretary | |
| 4 | Bring a final version of the Restructuring Plan for consultation to the Board of Management in March. | Senior Management Team | Complete |
| 5 | Delete "Lauren Doughton" and replace with "Claire Christey" to the Terms of Reference of the Committee. | Board Secretary | Complete |
| 5 | Add the amended Terms of Reference of the Committee to the agenda of the next meeting of the Board of Management for approval. | Board Secretary | Complete |
| 13 | Let the HR and OD Lead know if they felt Shetland UHI was missing any HR Policies from the list provided. | Members of the Committee | |
| 14 | Forward the Fair Work self-assessment links to the Senior Management Team | Mr Howell (Vice Chair of the Board of Management) | |
| 15 | Send links to the remuneration training to members of the Committee who have yet to complete it. | Board Secretary | |
| 17 | Check and reply to the email sent by the Board Secretary. | Members of this Committee who are also members of Search and Nominations Committee | Complete |