

Board of Management

MINUTES of the BOARD OF MANAGEMENT ONLINE MEETING held via Microsoft Teams on 25 June 2024.

PRESENT: Mark Sheridan, Chris O'Neil, Dee Bird, Rojan Kumar Subramani, Sally Blyth, Russell Edwards, Stephen Sheridan, Innis Montgomery, Wendy Grindle, Janette Campbell, Jane Davidson, James Millar, Arvinder Kainth, Matthew Millward, Gillian Galloway, Elizabeth Keegan, Holly Pearce, Pauline Tuthill

CHAIR: Mark Sheridan

APOLOGIES: Amy Goodbrand, Michael Beveridge, Donald MacKenzie & Director of Finance and Estates

IN ATTENDANCE: Vice Principal – Curriculum, Student Experience and Quality
Vice Principal – Curriculum, Operations and External Relations
Director of Centre for Living Sustainability
Director of Research - Biodiversity and Freshwater
Operations and Commercial Manager
Lead HMI, Education Scotland
CEO, Green Port
APUC, Head of Procurement – UHI Shared Services
Governance Officer

The Chair welcomed everyone to the meeting and introductions were made.

Research Presentation – Board Creative Space

The Board was provided with a Research Presentation from Directors of Centre for Living Sustainability & Biodiversity and Freshwater (Note of Session: CSN-01-062024).

Gillian Galloway joined the meeting.

Education Scotland Annual Engagement Visit – Board Creative Space

Lead HMI, Education Scotland, CEO, Green Port & Jane Davidson joined the meeting.

The Board was provided with a Presentation from the recent Education Scotland Annual Engagement Visit (Note of Session: CSN-02-062024).

Janette Campbell left the meeting.

Green Port Presentation – Board Creative Space

CEO at Inverness & Cromarty Firth Green Freeport joined the meeting.

The Board was provided with a Presentation from CEO at Inverness & Cromarty Firth Green Freeport (Note of Session: CSN-03-062024).

Innis Montgomery & Stephen Sheridan joined the meeting.

Lead HMI, Education Scotland & CEO at Inverness & Cromarty Firth Green Freeport left the meeting.

Declarations of Interests

No declarations of interest, statements of connections or transparency statements were noted.

1. MINUTES

a.) Meeting of the Board of Management held on 26 March 2024

Decision: The minutes of the Board of Management Meeting held on 26 March 2024 were **AGREED** as a correct record and were **APPROVED**.

b.) Confidential Note (CN-BoM-01-032024) held on 26 March 2024

Decision: The Confidential Note (CN-BoM-01-032024) of the Board of Management Meeting held on 26 March 2024 was **AGREED** as a correct record and was **APPROVED**.

c.) Confidential Note (CN-BoM-02-032024) held on 26 March 2024

Decision: The Confidential Note (CN-BoM-02-032024) of the Board of Management Meeting held on 26 March 2024 was **AGREED** as a correct record and was **APPROVED**.

d.) Confidential Note (CN-BoM-03-032024) held on 26 March 2024

Decision: The Confidential Note (CN-BoM-03-032024) of the Board of Management Meeting held on 26 March 2024 was **AGREED** as a correct record and was **APPROVED**.

2. OUTSTANDING ACTIONS

- **Confidential Annex - Partnership Working – ONGOING** - The Principal advised the Board that we are continuing to look at partnership working. The Board noted that a collective decision had been made to cease the move to ITrent and that we are currently going through the procurement process again, in conjunction with others in the partnership, in respect of a combined Payroll and HR System.
- **UHI 2024 – COMPLETE** - The Governance Officer will circulate to the Board a note of the UHI 24 Curriculum Update, which was provided to staff as part of the Wee Connect update in May 2023.
Workshop will take place on 19 January 2024.
Action: Note circulated, and workshop took place on 19 January 2024.
Decision: It was **AGREED** that this item could be removed from the list.

ITEM 1.a

- **Finance Training Sem 2 – COMPLETE** - The Governance Officer will arrange a further follow up session for Board Members. Speaking to Rhona Morrison about another session to be offered in Sem 2.

Action: Training session took place on 12 June 2024.

Decision: It was **AGREED** that this item could be removed from the list.

- **Principal’s Report: Enquiring Minds Scheme Update – ONGOING** - An update on Enquiring Minds project to be presented to the Board during the Board Creative Space session on 01 October 2024.

- **UHI Inverness College Annual Audit by Deloitte – ONGOING** - We are in the first year of contract with the new provider. An action has been proposed to monitor and evaluate the failure by new external auditors Deloitte to complete audit reports on time.

- **Health & Safety induction module – COMPLETE** - Health & Safety module for Board induction to be looked at and updated if needed.

Action: Governance Officer undertook the module.

Decision: It was **AGREED** that this item could be removed from the list.

- **Futures Group: Principal’s Plan – COMPLETE** - Principal’s 5-year plan to be shared with Board members only.

Action: Plan has been shared.

Decision: It was **AGREED** that this item could be removed from the list.

- **Futures Group: Formal Communication – COMPLETE** - Formal communication to be sent out on behalf of UHI Inverness Board of Management to UHI Court, the Minister and SFC to raise concerns in regard to TOM and OBC.

Action: Letter circulated on 27 March 2024.

Decision: It was **AGREED** that this item could be removed from the list.

3. POLICIES FOR APPROVAL

a.) Special Leave Policy and Procedure

The Board had been advised that this policy had been subject to HR Committee review and had not been approved as Committee members sought clarification regarding amendments to the guidance document. Since then, more information had been provided and circulated to Committee members via email and the policy had been approved and recommended to the Board for final approval.

The Chair commented on the quality and professionalism of both documents.

Decision: The Board **APPROVED** the Staff Wellbeing Policy.

4. PRINCIPAL'S REPORT (CONFIDENTIAL)

The Principal spoke to his CONFIDENTIAL report (CN-BoM-01-062024) which provided the Board with an overview of new and continuing activity.

Decision: The Board **APPROVED** Principal's report.

5. ANNUAL PROCUREMENT REPORT FY 22-23 (CONFIDENTIAL)

APUC, Head of Procurement – UHI Shared Services joined the meeting.

APUC, Head of Procurement – UHI Shared Services spoke to the CONFIDENTIAL report (CN-BoM-02-062024) which covered period of 01-August-2022 to 31-July-2023 and provided the Board with performance highlights and achievements in delivering the UHI Inverness procurement activities.

Decision: The Board **APPROVED** the Annual Procurement Report FY 22-23.

6. AWARD RECOMMENDATION REPORT FOR CLEANING SERVICES (CONFIDENTIAL)

APUC, Head of Procurement – UHI Shared Services spoke to the CONFIDENTIAL report (CN-BoM-03-062024).

Decision: The Board **APPROVED** the Award Recommendation Report for Cleaning Services.

APUC, Head of Procurement – UHI Shared Services left the meeting.

7. REVENUE BUDGET – AY 24-25

Vice Principal – Curriculum, Operations and External Relations spoke to the report which provided the Board with Revenue Budget for AY 2024/25 and had been recommended for Board's approval by the Finance & General Purposes Committee.

A short discussion regarding factors impacting the financial sustainability of UHI Inverness, like national bargaining pay increases, flat funding forecast for SFC funding until 2028 and cost increases in materials energy and general contracts had taken place.

Increase in staff costs and forecast reduction in commercial income had been named as the main factors contributing to the deficit Revenue Budget for AY 2024/25.

The Board expressed concerns in regard to delayed financial statements for AY 2022/23 being undertaken by external auditors, Deloitte. Audit Scotland had been made aware of this delay. The college has also contacted OSCR to inform them of the delay in completion of the college accounts and submission of the annual return.

The Chair of the Board suggested a direct communication to Audit Scotland should be sent on behalf of the Board to ask for stronger intervention in regard to Deloitte's delay.

Action 1: Direct communication to be sent to Audit Scotland to ask for stronger intervention in regard to Deloitte's delay. (Officers note: Director and Finance and Estates subsequently had a satisfactory meeting with Deloitte and Audit Scotland.)

The Chair of the Board of Management thanked the Vice Principal – Curriculum, Operations and External Relations for presenting the report.

Decision: The Board **APPROVED** the Revenue Budget – AY 24-25 report.

8. CAPITAL EXPENDITURE BUDGET – AY 24-25

Vice Principal – Curriculum, Operations and External Relations spoke to the report which provided the Board with Capital Funding budget for 2024/25 for both FE and HE capital grants and had been recommended for Board's approval by the Finance & General Purposes Committee.

There is an annual capital budget prepared each year, and this is then presented for approval by the Board by 31 July of each year and prior to the commencement of the new financial year. The capital budget parameters are slightly different from the revenue budget. The revenue budget has a year-end of 31 July, whereas the capital budget has a year-end of 31 March and therefore must commit to spend the full grant by 31 March and pay invoices by 31 July each year.

Following allocation has been presented:

- FE Lifecycle Maintenance
- FE Backlog Maintenance
- HE Capital
- SFC BIS (Research monies)

The Chair of the Board of Management thanked the Vice Principal – Curriculum, Operations and External Relations for presenting the report.

Decision: The Board **APPROVED** the Capital Expenditure Budget – AY 24-25 report.

9. FEES – AY 24-25

Vice Principal – Curriculum, Operations and External Relations spoke to the report which provided the Board with FE and HE fees for the year 2024/ 2025 and to ask the Board of Management members to approve the FE fees and to note the HE fees, which are set by UHI.

Currently, each academic partner sets its own FE fees, which means that colleges within UHI currently charge different amounts for the same course. It is

our aspiration to see a Single Policy Environment agreed across the UHI Partnership, to enable a single FE tuition fee to be set for each course across all UHI Academic Partners.

FE tuition fees for 2024/25 had been proposed to be increased by 3%, the mid-point of the current level of inflation and the forecast rate at the end of 2025.

The Chair of the Board of Management thanked the Vice Principal – Curriculum, Operations and External Relations for presenting the report.

Decision: The Board **APPROVED** the Fees – AY 24-25 report.

10. KPI MATRIX UPDATE

Operations and Commercial Manager spoke to his report to provide the Board of Management with an overview of the performance against KPI measures year to date as at period 10 May 2024.

The report highlighted that twenty-four measures are satisfactory (Green), ten unsatisfactory (Red), two marginal (Amber), while two measures (GA and Senior Phase enrolments) are being benchmarked this year and have no target.

The Board discussed all Performance Measures provided, welcomed all achieved targets and a further discussion around the targets still not achieved took place.

Decision: The Board **APPROVED** the KPI Matrix update.

11. GOVERNANCE UPDATE

a) Report by Governance Officer

The Governance Officer spoke to her report which provided members with updates regarding Board and Committee Membership, timeline for Principal's PRD process, Code of Good Governance review and upcoming Board Evaluation sessions.

Decision: The Board **APPROVED** the report by Governance Officer

b) Confidential Verbal Report

The Chair spoke to the CONFIDENTIAL report (CN-BoM-04-062024).

Decision: The Board **APPROVED** the Confidential Verbal Report.

Director of Centre for Living Sustainability left the meeting.

c) Leave of Absence – Verbal Report by Chair

The Chair had asked for Board's approval for six months or less leave of absence to concentrate on his work as a composer and writer and to complete a major creative theatre work. The last few months had been a challenging and difficult period of time and had as a result affected Chair's professional role and his wellbeing and mental health.

The Board acknowledged recent difficulties, and the extra time required from the Chair to address and mitigate them. The Vice-Chair and all Members thanked the Chair for his contributions over a very demanding period of time, his support for EMT Team and individual Board Members.

Decision: The Board **APPROVED** the leave of absence for the Chair of the Board.

The Chair also reported that the Vice-Chair will take on the role of Acting Chair during his leave of absence.

d) Court Meeting & Agenda – Discussion, Vice Chair

The Vice Chair introduced the discussion regarding planned draft agenda for the meeting with UHI Court on Wednesday 26th June 2024. The Members agreed that following points e.g. due diligence duty of the Board, questions raised in the letter of concern from March 2024 and future partnership approach should be added to the document. It had also been agreed that support towards the new collaborative approach and encouragement to open

a positive communication channel should become the main key aspects of tomorrow's discussion.

Decision: The Board **APPROVED** the draft agenda.

**12. DRAFT MINUTES OF MEETINGS OF BOARD COMMITTEES
(CONFIDENTIAL)**

The Board noted the contents of the DRAFT meetings of the:

- Chairs Committee held on 30 May 2020
- Performance Review and Remuneration Committee held on 30 May 2024
- Audit Committee held on 04 June 2024
- Learning, Teaching and Research Committee held on 11 June 2024
- Finance and General Purposes Committee held on 13 June 2024
- HR Committee held on 14 June

The Chair has asked members to send any comments regarding minutes attached to himself and the Governance Officer.

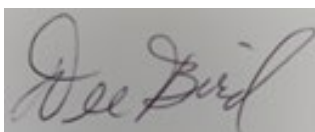
13. AOCB

The Chair thanked Stephen Sheridan, attending his last Board meeting, for his time, support and insight over the years. All Members wished him all the best in his future endeavours.

14. DATE AND TIME OF NEXT MEETING

Tuesday 01 October 2024 at 4.30 p.m.

Signed:



Date: 01/10/2025