

# Board of Management

## Draft Minutes

**Meeting reference:** Board 2017-18/04  
**Date and time:** Wednesday 13 June 2018 at 5.30pm  
**Location:** Room 019

**Members present:** Margaret Cook, Brian Crichton, Harold Gillespie, Sharon Hammell, Deborah Hutchison, Ann Irvine, Grant Myles, Sharon McGuire, Lindsey McLeod, Lynn Oswald, Charlie Shentall, John Dare (from item 6)

**Apologies:** David Littlejohn, Jim Crooks, Nurina Sharmin, Anna Zvarikova

**In attendance:** Barbara Nelson, HMle Education Scotland  
Lorenz Cairns, Depute Principal (Academic)  
Veronica Lynch, Vice Principal (External)  
Jackie Mackenzie, Chief Operating Officer (COO)  
Susan Hunter, Head of Human Resources and Organisational Development  
Maureen Masson (Secretary to the Board of Management)

**Chair:** Grant Myles  
**Minute Taker:** Maureen Masson  
**Quorum:** 6

Ref	Action	Responsibility	Time Line
<b>Summary of ongoing Action Items from previous meetings</b>			
6	<b>Fair use Wi-Fi policy</b> – report back when review of UHI policy and other work is complete	COO	When review is complete
8	<b>ASTET Review Group</b> – write to the Review Group	Chair	When actions complete
8	<b>HISA Perth College</b> – prepare a paper on a possible presentation for the Engagement Committee in the Autumn	Student President /Interim Depute Principal/ Secretary	For agenda for 30 August EC meeting

Ref	Action	Responsibility	Time Line
<b>Summary of ongoing Action Items from meeting on 21 March 2018</b>			
7	<b>HMle</b> - College HMle to be invited to the October Board meeting	Secretary	ASAP
10	<b>Development Trust</b> – complete a strategic overview of development activity	Vice Principal External	October Board meeting
14	<b>Balanced Scorecard</b> - New framework to be finalised	COO	October Board meeting

Ref	Action	Responsibility	Time Line
16.2	<b>Organisational Change Procedure</b> –Finalise subject to some amendments	Chair/Principal	ASAP
17	<b>Remit and membership of Academic Affairs</b> - Finalise the membership to ensure the quorum requires attendance of a Board Member	Principal/ Secretary	For 2018-19 session
21	<b>Schedule of meetings</b> - Finalise outstanding dates to complete the schedule	Secretary	ASAP

## Minutes

Item	Action
1	<p><b>Welcome and Apologies</b></p> <p>The Board agreed to take Agenda Item 6– <i>Confirmation of a new staff member</i> – as the first item of business. It was further agreed that the College’s HMle would make her address before the main business of the meeting.</p> <p>The Chair welcomed everyone to the meeting including Barbara Nelson, Veronica Lynch and Lorenz Cairns who were attending their first Board meeting and Susan Hunter who was attending for HR items. Apologies were noted.</p>
2	<p><b>Additions to the Agenda</b></p> <p>There were no additions to the agenda.</p>
3	<p><b>Declaration of Interest in any Agenda Item</b></p> <p>There were no declarations of a conflict of interest in any agenda item.</p>
*4	<p><b>Minutes of Meeting held on Wednesday 21 March 2018</b></p> <p>The minutes were approved as accurate record.</p>
5	<p><b>Matters Arising</b></p> <p><b>From previous Board meetings</b></p> <p>4. Update the Board at the next meeting regarding the ongoing work with the Development Trust</p> <p><b>Action Update:</b> on the agenda for the meeting.</p> <p>14. Bring the Whistleblowing Policy back to the Board when the drafting process is complete</p> <p><b>Action Update:</b> on the agenda for the meeting</p> <p>8. Fair use Wi-Fi policy – report back when review of UHI policy</p>

	and other work is complete	
	<b>Action Update:</b> No further update at the present time. An update will be provided when available.	COO
	*6. ASTET Review Group – write to the Review Group	
	<b>Action Update:</b> The Chair reported that he had not yet written to members of the Review Group, as the actions arising were not fully closed off. He would do so at the earliest opportunity.	Chair
	<b>*7 Incorporated Colleges’ Integration Discussions – invite Chairs of other FE delivery partners and non-integrating Colleges for a high level discussion about future thinking</b>	
	<b>Action Update:</b> on the agenda for the meeting	
	<b>*8. HISA Perth College to discuss with Engagement Committee Chair the format and nature of a presentation to the Board at its meeting on 13 June 2018</b>	
	<b>Action Update:</b> Following the last Board meeting, the Student President had asked for more time to prepare a presentation for the Board – this will be carried forward to the next Board meeting and the format discussed at the first meeting of the Engagement Committee in session 2018/19.	Interim Depute Principal/ Secretary
	<b>9. Board Secretary to write to the Head of Governance and Records Management at UHI to notify the regional strategic body of the extension of the Terms of Office for two Board members</b>	
	<b>Action Update:</b> Action complete	
	<b>13.2 AST Business Plan - closed</b>	
	<b>13.3 Agree a date for the College’s HMI to attend a Board meeting/development event.</b>	
	<b>Action Update:</b> The College’s HMle in attendance	
*6	<b>Confirmation of new staff member</b>  A short biography for John Dare was tabled and the Board confirmed John’s appointment noting his recent election as Support Staff Member on the Board of Management.  <i>John joined the meeting at this point.</i>	
*7	<b>HMle address – Barbara Nelson</b>  Barbara Nelson, Lead Inspector from Education Scotland set out the	

background and context going forward for HMle input. The Board noted that Education Scotland's remit was on Further Education only. The remit Higher Education lay with the Quality Assurance Agency (QAA).

The Evaluative Report and Enhancement Plan had been prepared in Autumn 2017 and staff in the College had been working towards implementation of the identified actions. During the past several weeks, Education Scotland officials had been in College to meet the Sector Directors and Managers and the Depute Principal Academic to gain an understanding of key priorities and challenges.

Barbara reminded the Board that overall College direction should be influenced by national strategy and policy priorities reflected in the College's Outcome Agreement – priorities included widening access, articulation, attainment and retention, Developing the Young Workforce, development and innovation, modern apprenticeships, cyber security and corporate parenting. A number of key challenges and considerations were discussed and are summarised below.

- Ensuring that good practice demonstrated in some curriculum areas was shared across all sectors;
- More active engagement with particular groups of students e.g. care experienced and those with mental health issues, drawing on information from data readily available;
- Fostering a culture of empowerment, beyond traditional boundaries, and staff ownership in curriculum delivery. Greater dialogue with curriculum teams to ensure a wider understanding of context and key priorities;
- Whilst College quality processes were robust, they were perceived by some to be onerous and limiting in terms of responsiveness;
- A review of Curriculum planning - including courses with poor attainment levels; and
- Engagement in delivery of student priorities and more active employer engagement.

The HMle outlined the approach to the Evaluative Report and Enhancement Plan going forward. The Evaluative Report would span 3 years from the next update in October 2018 and the Enhancement Plan, which would be part of that plan, would be rolled forward year-on-year and measured against a six grade assessment scale which would be made public.

The Board welcomed the update and the College will continue to work with Education Scotland to take forward priorities. The Chair thanked Barbara Nelson for attending the meeting and it was agreed

she would be invited to the October Board meeting when the next report would be discussed

Secretary

*Barbara Nelson left the meeting at this point.*

**\*8 AST Business Plan - closed**

**9 Incorporated Colleges Discussions**

The Chair reported the latest developments since the last Board meeting. A meeting had been held with Chairs of a number of the Colleges who were not part of the Integration Board discussions and the Chair of Court, and those discussions were followed by a communication to all Academic Partner Chairs and Principals from the Perth College Chair. A meeting between the Integration Board representatives and the Minister for Further Education, Higher Education and Science had also been held on 18 May 2018.

Following the ministerial meeting, a communication from the Chair of Court had been issued across the partnership that outlined a different way forward from those proposed by the Integration Board. Formal integration was no longer on the agenda but rather there was to be a renewed emphasis on partnership working. Comments were invited and the Board and Audit Committee Chairs had provided feedback.

The Chair of Court had decided that a new 'Assembly' comprising some 72 or more members was to be established and Partner Chairs and Principals were to be central to any discussions. Dates were in place for the first meeting of the group in September. The Project Manager remained in post, but at this stage, it was not clear whether the grant funding offered by the Scottish Funding Council would be available given the scope of the discussions had changed.

The Board noted that the College was still waiting for confirmation of UHI Ltd budgets for Academic Year 2018-19.

**10 Development Trust Update**

The Chair updated the Board about ongoing discussions with the Development Trust and Campaign Board – this matter was discussed at a recent Chairs meeting. The Board noted that two of the trustees had resigned following discussions about the Development Trust constitution.

Chairs's Committee had recommended a full options appraisal be undertaken for the Development Trust. The Board noted that the Vice Principal External would be leading a strategic overview of development activity over the summer and that outcomes from that should be complete in time for the Autumn Board meeting.

VP External

A meeting with the Campaign Board was scheduled for 25 June 2018 and the Principal and Chair would attend to provide an update on recent activity.

**\*11 HISA Perth College Update**

The Board noted the report prepared by the Student President.

**\*12 Chair's Report**

The Chair covered his report in earlier agenda items.

**\*13 Principal's Report**

The Principal raised a number of staffing issues including the Failure to agree with UNISON on the development of the One Stop Shop. The Principal explained the background to project and that there was some urgency to press ahead with the plans, to start the physical infrastructure work over the holiday period.

The Board discussed project communications and the consultation process to date and noted that the formal consultation process had yet to start. The Senior Management Team (SMT) reassured the Board that there had been discussion with key managers but there was some concern that staff remained unaware of the project scope and its objectives. A meeting earlier in the day with all staff directly affected had been helpful in explaining the project deliverables and it was important that SMT continued with dialogue and formal consultation. SMT would reflect on the process to date and why gaps remained at management team level. Post project evaluation would highlight lessons learned.

The Board also discussed the impact of ongoing change initiatives. The Board was keen that all staff are properly supported during this period, and emphasised that structured dialogue and communications were vital. Change management training may be an option to support staff.

The Principal also outlined other key activity she had been involved in:

- A successful trip to China to oversee graduation events and further discussions about the potential for other areas of academic delivery;
- The BSc (Hons) Aircraft Maintenance & Management had been approved, spanning Part 66 (AST) and a top up degree;

- ongoing interactions with ministers and participation in the Chairs & Principals annual residential and the recent Board Members conference;
- SMT was now operating at full capacity;
- full participation in Partnership Council including one bi-annual meeting and the Principal was chairing a Short Life Working Group on Professional Development;
- Ongoing work with Perth & Kinross Council/Perth City Development Board and leading on the City of Knowledge & Learning for the Development Board involving colleagues from UHI;
- A number of matters related to national bargaining;
- Operational planning work;
- Student engagement – continuing to meet with students regularly and a meeting with the HISA Chief Executive;
- Participation in a Sector Policy Forum to propose policy initiatives to government and to look at future funding models with SFC; and
- A number of positive activities recognising/celebrating student activity.

**\*14      Balanced Scorecard**

The Board noted the paper which provided a year-end analysis of the College's key performance measures. A detailed review of the Balanced Scorecard was now underway to identify measures including how best they might be presented to the Board and its sub Committees. A revised framework would come back to the Board in due course.

COO

**15      Board of Management Business**

**15.1&2      Recruitment of a Chair and Independent Members**

Adverts for the role of Chair and Independent Members have been placed and the links widely shared with interested groups. The Board noted the closing date for each vacancy and that an open evening for prospective candidates would be held on 18 June 2018.

**16      Policies and Procedures**

#### **\*16.1 Redundancy Procedure**

The Head of HR and OD introduced the proposed Redundancy Procedure which had been considered and approved by the Joint Negotiating Committees, Staff Consultation Forum and College Management Team.

The key aspects were summarised and the Board noted that there was currently no Redundancy Procedure despite the fact this was a statutory requirement. The Head of HR and OD confirmed that the Unions had accepted the rationale for the procedure which followed best practice and covered all legislative aspects.

After some discussion about the application of policy in practice, the Board approved the Redundancy Procedure noting that a number of typographical errors needed to be corrected.

#### **\*16.2 Organisational Change Procedure**

The Head of HR and OD introduced the proposed Organisational Change Procedure. The Board noted that it had been drafted in line with ACAS good practice and that it had been considered and approved by the Senior Management Team, College Management Team and Joint Negotiating Committees.

The Board recommended some changes to the language in the procedure at item 7 and for some flexibility in the application of the policy with regard to stakeholder consultation.

The Board approved the general principles of the policy and, subject to recommended amendments noted above, delegated responsibility to the Chair and Principal to finalise the policy.

Chair/  
Principal

#### **\*16.3 Anti-Bribery Policy**

The Board approved the policy noting that it had been discussed at the last Audit Committee meeting.

#### **\*16.4 Fraud Prevention Policy and Response Plan**

The Board approved the policy noting that it had been discussed at the last Audit Committee meeting.

#### **16.5 Whistleblowing**

The Board approved the revised and updated Whistleblowing Policy noting the key changes since the last policy.

**\*16.6 Admissions Policies for Higher Education and Further Education**

The Board noted the Further Education Admissions Policy together with the HE Admissions Policy which had been considered in tandem at the last Engagement Committee meeting.

The Board approved the FE Admissions Policy for implementation in 2019-20 applications process.

**\*17 Terms of Reference for Engagement and Academic Affairs Committees**

The Board noted proposed revised Terms of Reference for Engagement and Academic Affairs Committees. Chairs had agreed that they be implemented for Academic Year 2019-20 and reviewed for effectiveness after one year. The Board recommended that the quorum for Academic Affairs be amended to ensure that at least one independent Board Member had to be present at meetings.

Secretary

**18 liP (Investors in People) Status Option Appraisal – Closed item**

**19 GDPR Update**

The Board noted the paper and two updates which charted progress in the work towards compliance with GDPR regulations and progress made since consideration of this item at Chairs' Committee in May. The Board noted that a shared UHI resource (a Data Protection Officer based in Moray College) had provided advice on the College's readiness. The Board further noted that there was a vacancy for a Freedom of Information/GDPR resource and that that would be determined once the organisational re-structure was complete.

There was some discussion about the College's approach to dealing with cyber security issues and the Board noted that the Head of Information Services would lead on this aspect.

**20 Minutes of Standing Committees (unconfirmed)**

**20.1 AST Board – 1 May 2018 - closed**

**20.2 Engagement Committee – 10 May 2018**  
Noted

**20.3 Academic Affairs– 16 May 2018**  
Noted

**20.4 Chairs Committee – 21 May 2018 - closed**

20.5 **Audit Committee – 22 May 2018**

Noted

The Committee Chair informed the Board that the Audit Committee had been asked to provide a response to a series of audit questions posed by Ernst and Young. The external auditors had provide some feedback and a final response was being prepared for submission by 31 July 2018. In addition, the Audit Committee had evaluated the services of the internal and external auditors. The Committee had again commented on the need for deputies to attend the Health and Safety Committee when members were unable to attend.

20.6 **Finance and General Purposes Committee Board – 7 March 2018**

Noted – F&GPC noted that UHI Ltd final budgets for 2018-19 had not yet been determined and expressed concern that ongoing integration discussions were delaying ‘business as usual’ activity.

\*21 **Schedule of Meetings**

The Board noted the schedule of meetings which were agreed subject to some final tweaking around three dates.

New dates for two strategy days in late September and mid/late March would be sought. The dates for an AST Board and development evening next May would have to change. These dates would be confirmed asap.

Secretary

22 **Date of Next Meeting**

10 October 2018

\*15 **Review of Meeting**

Members agreed the meeting covered Board business.

The Chair reminded Board Members that this was the last meeting for Lindsey McLeod and Sharon Maguire. The Chair extended a vote of thanks to them for their hard work and commitment to the Board and wished them all the very best for the future.

Harold Gillespie spoke on behalf of the Board to thank Grant Myles, Chair, for his significant contribution and wise steering over the last four years, as it was Grant’s last meeting. There would be an opportunity to thank Grant informally later in the year, but the Board wholeheartedly endorsed the sentiments expressed by Harold and wished Grant all the very best for the future.

relating to procurement items still under tender, legal advice from College lawyers, items related to national security.

Notes taken to help record minutes are also subject to Freedom of Information requests, and should be destroyed as soon as minutes are approved.

**Status of Minutes**            Open ☒ ☐ but item 18 to remain closed

An **open** item is one over which there would be no issues for the College in releasing the information to the public in response to a freedom of information request.

A **closed** item is one that contains information that could be withheld from release to the public because an exemption under the Freedom of Information (Scotland) Act 2002 applies.

The College may also be asked for information contained in minutes about living individuals, under the terms of the Data Protection Act 1988. It is important that fact, rather than opinion, is recorded.

Do the minutes contain items which may be contentious under the terms of the Data Protection Act 1988?            No ☒ ☐