

Board of Management

DRAFT Minutes

Meeting reference: Board 2023-24/01

Date and time: Tuesday 17 October 2023 at 5.00pm

Location: Boardroom (Braham Room 019)

Members present: Graham Watson, Chair of Board
Andrew Comrie, Chair, Strategic Development Committee
Jim Crooks, Chair, Audit Committee
Michael Buchanan, Board Member – from 11.1
Jenni Harrison, Board Member
Alistair Wylie, Board Member
Debbie McIlwraith-Cameron, Board Member – from Item 7
Jenny Hamilton, Board Member
Derek Waugh, Board Member
Elaine Piggot, Board Member
Margaret Cook, Principal & Chief Executive
John Dare, Staff Board Member
Patrick O'Donnell, Staff Board member
Fiona Smith, Student Board Member

In attendance: Alastair MacColl, Chair UHI Court (Observer)
Lorenz Cairns, Depute Principal
Catherine Etri, Vice Principal (Academic) –from Item 10
Veronica Lynch, Vice Principal (External)
Iain Wishart, Vice Principal (Operations)
Sophie MacGregor, Assistant Voice Manager, Inverness (for item 11.3 only)
Ian McCartney, Clerk to the Board of Management
Isobel Syme, PA to the Principal

Apologies: Rebecca Bond, Student Board Member

Chair: **Graham Watson**

Minute Taker: Isobel Syme

Quorum: 9

UHI Perth is a registered Scottish charity, number SC021209

We will act with integrity in everything we do

Student Centred + Innovative + Ambitious + Respectful + Inclusive + Collaborative

MINUTES

Item		Action
1.	<p>Welcome and Apologies</p> <p>Chair welcomed everyone to the meeting, and noted apologies.</p> <p>Chair extended a welcome to new Board Members Elaine Piggott and Fiona Smith, Perth Student President.</p> <p>Chair advised that there would be an Observer at the meeting - Alastair MacColl, Chair of UHI Court.</p>	
2.	<p>Additions to the Agenda</p> <p>There were no additions to the Agenda.</p>	
3.	<p>Declaration of Interest in any Agenda Item</p> <p>John Dare declared interest in Item 9 due to undertakings around his Unison role.</p>	
4.	<p>Minutes of Board of Management meeting, 7 June 2023</p> <p>The minutes were APPROVED as an accurate record of the meeting with the following amendments:</p> <p>Graham Watson – Chair rather than interim Chair</p> <p>Page 6 of 12 should read Chair noted that Board has responsibility to provide oversight to ensure SMT is able to deliver financial sustainability but not get involved in the operational aspects of the proposals.</p>	
5.	<p>Matters Arising</p> <p>N/A</p>	
6.	<p>Chair's Report</p> <p>Chair provided a verbal update. Chair and Board members attended the Graduation ceremony last week – great day and congratulations to everyone who helped to make this happen. The musical interlude was excellent.</p> <p>Winter dinners in the Treetops Training Restaurant – recommend to all.</p>	

7.	<p>UHI 2024 Update</p> <p>Chair provided a verbal update. UHI 2024 has morphed into a more comprehensive review of the institution with detailed attention being placed on a number of factors including costs and financial sustainability within UHI as a whole going forward. UHI Perth on the front foot regarding their sustainability with other partners still having some way to go. Work is continuing with the Principals of all the assigned institutions looking at a new operating model for UHI. Inverness EO restructuring ongoing which is challenging, however this is part of a necessary review of how the organisation is funded.</p> <p>Meeting scheduled for the beginning of November with regard to the new operating model and how this might look. The model will need to address some of the costs across the partnership. Objective is to do this in time for the December UHI Perth board meeting. The intention is to involve the funding council as much as we can in discussions around the new operating model given the likely need for financial support. Meeting took place with the Minister for Further and Higher education last month in Inverness – he is supportive of UHI partners being the architects of their own solution for the future of UHI.</p> <p>Chair UHI Court noted that at the meeting on 6 November the expectation is that this will result in a proposal that looks radically different with a much more sustainable position. We need a model fit for the next decade. Ongoing discussions are taking place with the Scottish Funding Council. The education sector is currently going through significant change. The Regional Strategic Body is working with all the academic partners on sustainability plans. Thanks given to Principal of UHI Perth and the other academic partners at this enormously challenging time. We need a workable and bold new way of taking UHI forward.</p> <p>Staff Board member queried how these proposals will impact on the current restructuring.</p> <p>Chair explained that we need to ensure the financial sustainability of UHI Perth while ensuring that partners have done their work as well. The financial numbers do not look good and we do not want there to be a constant cycle of change within Perth.</p> <p>Principal noted that putting our own house in order puts us in a strong position going forward and we cannot sit back and wait to see what happens.</p> <p>Board member raised concerns with regard to the number of times we are looking at future strategy and finances. Concerned how we fulfil our function as the Board.</p>	

	<p>Chair responded that UHI is a large and complex organisation and culturally very difficult. UHI 2024 was never going to be enough to deal with the financial performances and difficulties of the individual colleges. The government have made clear that UHI have to look for resolutions themselves.</p> <p>Principal explained that there has been a number of iterations of structural review of UHI within the 6 years of her tenure and nothing fundamental has really changed to date, however now it must happen. This is the opportunity that cannot fail and to do nothing is not an option.</p> <p>Chair UHI Court noted the complexity of the organisation. The work being done now will need to be much more radical.</p> <p>Board member asked what support the Principals are getting in undertaking this work on top of the normal day job.</p> <p>Chair UHI Court explained that there is a full transformation team doing the background activities. Additional resources will then be asked for as necessary once the new operating model has been agreed. A financial consultant is on board already. To some degree this will then become the day job for Principals.</p> <p>Board member asked about the outcomes from UHI 2024 with regard to what has been achieved and could this be shared with Boards</p> <p>Chair noted that the restructuring of EO is taking place, the HE curriculum review took place, shared services work is ongoing, however this was never going to be enough and additional work needed to be done.</p>	
8.	<p>Principal's Report</p> <p>Principal spoke to the paper highlighting key areas.</p> <p>Additional information included the campus developments. Still in discussions with Perth and Kinross Council. Met with them again recently and there is meeting in December where further discussions will take place regarding the vision and feasibility.</p> <p>Paper 2 was NOTED by the Board.</p>	
9.	<p>UHI Perth Restructuring Plans</p> <p>Vice Principal Operations presented the financial information and highlighted key areas. The models are based on assumptions as national bargaining is not through yet and salary increases and</p>	

	<p>inflation need to be taken into account. We do have a basis for some of the assumptions however they are not locked down. Loss for the year 2022/23 - 1.7 million.</p> <p>Mid case and worst case scenarios as well as income scenarios presented. Reduction in FTE numbers and a reduction in entry levels to other institutions are having a significant impact.</p> <p>Voluntary severance numbers and leavers information and being fed into the models however these will have a phased impact.</p> <p>Chair explained that it will be impossible to fix our cash deficit this year. We cannot transform the income overnight. We will need to ask UHI to provide financial support for the projected 23/24 deficit, however we need to demonstrate to UHI as part of this request that we have implemented actions sufficient to fix the longer position. We need to put in place the necessary actions to be in a break-even position going forward.</p> <p>Vice Principal Operations explained that a further 2.5 million savings would allow us to get back to a positive balance in 2024/25. One full month of cash is allowed to be held.</p> <p>Board member noted that international growth is often contingent on ranking.</p> <p>Vice Principal External advised that we have institutional partnerships delivering UHI qualifications. Where we have a USP which is quite different ranking is less of an issue. The targeted growth opportunities information regarding international has come to some of the sub committees. It was AGREED that Vice Principal External would provide a paper to Strategic Development Committee on this issue.</p> <p>Chair UHI Court noted that ranking has been an issue due to our structure. Recent research results have been strong and we are continuing to invest in our research opportunities.</p> <p>Staff Board member raised a question regarding the potential for further HE numbers.</p> <p>Vice Principal Operations explained that overall funded HE numbers are capped for UHI.</p> <p>Principal noted that it is crucial that we make the changes that need to be made. Earlier this year we put forward proposals for restructuring. Part of the process was to agree a VS scheme – this was granted in July.</p> <p>After the summer break further proposals were put forward and trade unions and staff have been involved in this process. Staff</p>	<p>Vice Principal External</p>
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	<p>teams including professional services and academic teams have been given the opportunity to meet with SMT and this is generating themes coming forward eg process improvement. A course costing process has also taken place.</p> <p>We will continue with this work and by the end of February will have proposals covering the required £2.5m further savings to take to the trade unions with implementation by the end of this financial year – 31 July 2024. Staff engagement has been very positive. This proposed timescale will come forward to our trade unions next week and is confidential at the moment.</p> <p>Chair reiterated the importance of this being confidential.</p> <p>Board expressed comfort with this approach.</p> <p>Principal noted that trade unions had raised disputes regarding compulsory redundancies. We have given an assurance that we will use VS to avoid compulsory as far as possible. Voluntary severance can be extended until the end of the financial year.</p> <p>Staff Board member agreed that extending the consultation is the right thing to do and that confidentiality is paramount.</p> <p>Chair noted that we cannot continue with the uncertainty for staff. We need to draw the line in February.</p> <p>Board member suggested that how we communicate this is vitally important and that staff suggestions are built into the model going forward. Cutting business operations will make financial savings but we need to check that we can function and develop going forward.</p> <p>Depute Principal Academic advised that 30 - 35 teams have been consulted and this is being repeated. Open staff consultation meetings are widely publicised. Lot of positive insightful information.</p> <p>Principal noted that we need to be very conscious of the impact of this on the student experience.</p> <p>Vice Principal Academic advised that the first student survey is currently out and we should have this information back soon. Continuously engaging with as many students as possible and forums are also taking place.</p> <p>Chair requested a high level summary of these survey results to come to the next Learner Experience Committee.</p> <p>Board member queried the review of the current strategy and how this will be taken forward.</p> <p>Depute Principal explained that the strategy is fundamentally still</p>	<p>Clerk to the Board</p>
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	<p>sound. The current KPIs have been discussed with CMT and will come back to the Strategic Development Committee for noting.</p>	
10.	<p>Your Student Association Update</p> <p>HISA Perth President provided a summary of the paper highlighting the main areas within the paper including the Officer manifesto progress and updates.</p> <p>Recruitment continues to be challenging with the resignation of the Depute Education, however in the process of recruiting for a student intern.</p> <p>Vice Principal Academic noted the increase in Student Voice Reps and thanked the team for their efforts.</p> <p>Paper 3 was NOTED by the Board.</p>	
11.1	<p>Annual Health and Safety Report (including H&S Statement of Intent) – for noting.</p> <p>Depute Principal provided a summary of the paper highlighting key areas.</p> <p>Board member asked how mandatory training is monitored and how this is followed up.</p> <p>Depute Principal clarified that HR provide regular updates on mandatory training that is outstanding.</p>	
11.2	<p>AST Budget 2023-24 Summary Paper</p> <p>Vice Principal External spoke to the paper which provides an overview of the main paper that has already been to the AST Board and Finance and Resources Committee.</p> <p>A number of strategic opportunities are being worked on to bring back to a positive budget.</p> <p>Chair noted that investment proposals are important to get AST back onto a stronger footing.</p> <p>Board APPROVED paper 5.</p>	
11.3	<p>The Students' Association Board of Management Project</p> <p>Assistant Voice Manager, Inverness provided a summary of the work to date on this project including training, recruitment and induction.</p>	

	<p>Summer residential training was very useful and helpful and included a large simulation exercise (“Fibchester”) which explored difficult situations that can be expected to arise during a student’s year in office.</p> <p>Relationships, expectations and perceptions on all sides clearly stated.</p> <p>The Learner Experience committee had welcomed this paper.</p> <p>Board APPROVED paper 6.</p>	
12.	<p>Risk Appetite – for noting.</p> <p>Board member noted that he is quite happy for the Board to look at this and decide on its own risk appetite.</p> <p>Chair reiterated that he would encourage Board members, particularly new colleagues, to look at this as it is really important that everyone is comfortable with what is in here and sign off at the next meeting.</p>	ACTION LOG for next meeting
13	<p>Standing Committee Summaries</p> <p>Board received summaries from the Chairs of each Standing Committee and NOTED the following minutes:</p> <p>Chairs Committee – 22 August 2023</p> <p>Learner Experience Committee – 6 September 2023</p> <p>Strategic Development Committee – 14 September 2023</p> <p>AST Board – 31 August 2023</p> <p>Finance and Resources Committee – 28 September 2023</p> <p>Audit Committee – 4 October 2023</p>	
14	<p>AOB</p> <p>Development Trust – status ongoing.</p> <p>To be put on Action Log.</p>	Clerk to the Board
15	<p>Date & Time of Next Meeting</p> <ul style="list-style-type: none"> Thursday 14 December 2023 at 5:00pm 	

16	Review of Meeting Board confirmed that the meeting had been conducted in line with the Terms of Reference.	
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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 ☒

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 2018. 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 1998? **Yes** ☐ **No** ☒