

Extraordinary Board of Management

Minutes

Meeting reference: Board 2025-26/E02

Date and time: Wednesday 27 August 2025 at 6.00pm

Location: Online

Members present: Alistair Wylie, Interim Chair, Board of Management
Chris Whatley, Board Member
David Macluskey, Board Member
Debbie McIlwraith-Cameron, Board Member
Deirdre Joy, Board Member
Elaine Piggott, Board Member
Ian Robotham, Board Member
Mary Fraser, Board Member
Catherine Etri, Interim Principal & Chief Executive
Lynn Murray, Depute Principal Operations
Andi Garrity, Student Board Member
Millie Foster, Student Board Member
Patrick O'Donnell, Staff Board Member
Richard Fyfe, Staff Board Member
Ronnie Dewar, Trade Union Board Member

In attendance: Liz Stewart, UHI Court
David Archibald, Henderson Loggie
Phil McNaul, Financial Consultant
Fiona Cameron, Interim Director of Finance

Observers: Rosie Howie, Board Member (pending RSB approval)
John McMullen, Board Member (pending RSB approval)
Laeq Rehman, Board Member (pending RSB approval)

Apologies: Chris Lusk, Board Member
Sarah Cordwell, Board Member (pending RSB approval)

Chair: **Alastair Wylie**
Minute Taker: Carolyn Sweeney-Wilson
Quorum: 10

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MINUTES

Item		Action
1.	<p>Welcome and Apologies</p> <p>Interim Chair welcomed all to the meeting and thanked those present for being able to attend.</p> <p>Interim Chair extended warm welcome to new Board Members attending their first meeting and introductions were made.</p>	
2.	<p>Additions to the Agenda</p> <p>There were no additions.</p>	
3.	<p>Declaration of Interest in any Agenda Item</p> <p>There were no Declarations of Interest noted.</p>	
4.1	<p>UHI Perth Financial Recovery Plan</p> <p>Summary of Meeting – FRP Discussion</p> <p>The Interim Chair thanked all those who had contributed to the development of the FRP, acknowledging the significant work and effort involved. He noted that the FRP had been subject to a comprehensive review process, including consideration by several committees and an independent review. He stressed that the FRP was not fixed in stone but represented a point in time, setting out the College's objectives and direction of travel over the next three years. The purpose of today's meeting was to provide further scrutiny. If approved, the FRP would then move to UHI RSB and, subject to their endorsement, proceed to SFC.</p> <p>The Interim Chair advised that this version of the FRP incorporated amendments from the Finance & Resources Committee meeting on 20 August 2025. The document was then reviewed section by section.</p> <p>Current Financial Position</p> <p>Point 3.1: Depute Principal Operations discussed the detailed cashflow. Consideration had been given to the most appropriate scenarios and those set out in the appendices were the ones that were being recommended. The opening position, although different from the actual figure, was consistent with that submitted to SFC in July and, therefore, would be cognised by them. The balance appeared higher due to the delayed £700K clawback and SFC's agreement to allow early drawdown of funding. Emergency spend</p>	

	<p>measures and controls introduced by the Interim Principal meant that a £60K deficit remained the most realistic projection.</p> <p>A Board Member emphasised that the plan had been constructed on a baseline budget and that the cashflow should also begin from a baseline position. Without this, savings already achieved in the academic year could be obscured. They stressed the importance of aligning all projections to 1 August, the start of the academic year, ensuring consistency across the plan.</p> <p>Another Board Member queried the financial principles in point 2.5, specifically the references to retaining specialist Academic staff, increasing non-SFC income and reducing Professional Services costs. Concerns were raised about the risks of reducing Professional Services.</p> <p>The Interim Principal clarified that savings had been made in non-core Professional Services, including some managerial roles. Interim Principal explained that in previous years, Voluntary Severance had resulted in the loss of specialist Academic staff, which had been difficult to replace, hence the emphasis on retaining these staff. Following this clarification, the Board agreed the narrative should remain unchanged.</p> <p>A further query was raised about the £1.7M and when this should be reflected in the cashflow statements. The Depute Principal Operations explained that while SFC received monthly updates from the Finance team, the preference for the FRP was to reflect the position as SFC last understood it. Financial Consultant noted that the College's favourable position was due to the deferred clawback and early drawdown.</p> <p>Financial Consultant argued that cashflow statements should always reflect the best current projections, with all assumptions and known issues included. Another Board Member stressed that the FRP represented a forecast as at 1 August, before the Recovery Plan began, to allow performance to be measured against it. This prompted detailed discussion and some Board Members felt a materially different position needed to be acknowledged in the document, while others argued for consistency with the FRP's baseline.</p> <p>The Interim Chair asked whether an additional scenario could be presented. The Depute Principal Operations confirmed that the Director of Finance already had this scenario prepared.</p> <p>Action: Director of Finance to provide the alternative scenario.</p> <p>The Director of Finance explained that much of the issue was one of timing, as SFC had approved various concessions. Director of Finance confirmed the Finance team could provide an additional</p>	<p>Director of Finance</p>
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	<p>structured marketing had yet been undertaken, this was an achievable opportunity.</p> <p>A Student Board Member asked about evening degree programmes with January intakes and the Interim Principal confirmed that if it was a new degree it would need to go through UHI approval first, otherwise degrees would have a January intake.</p> <p>A Board Member asked whether the College had the right people in place to deliver the FRP at pace.</p> <p>The Interim Principal confirmed capacity existed, supported by Associates, but stressed that College staff would be given the first opportunity to develop and deliver new specialist courses.</p> <p>Point 5.7/5.8: A Board Member asked if monthly management accounts would be provided to track progress.</p> <p>The Interim Chair confirmed there was an expectation for monthly reporting. The Depute Principal Operations cautioned that due to year-end commitments, monthly accounts would not begin until end of September. The Director of Finance noted she would review reporting to ensure requirements were met efficiently.</p> <p>Action: Director of Finance to confirm reporting arrangements for monthly accounts.</p> <p>A Board Member queried irregular spikes in staff costs.</p> <p>The Director of Finance explained these were linked to annual pay awards in September, quarterly holiday pay for contracted staff and pension costs on staff departures.</p> <p>Decision</p> <p>The Interim Chair proposed that, subject to the minor actions identified, the Board approve the FRP. He reiterated that once approved, it would move to UHI RSB for consideration and, if endorsed, would then be submitted to SFC. While no timescales were confirmed, he expressed hope this would proceed quickly.</p> <p>Paper 1 was APPROVED by Board.</p>	Director of Finance
4.2	<p>Independent Review of UHI Perth Financial Recovery Plan</p> <p>Interim Chair thanked the independent Auditor from Henderson Loggie for turning around this report in such a short period of time. The report provided the Board with an additional layer of oversight.</p> <p>The Henderson Loggie Auditor said the report was prepared based on the FRP issued by the Clerk to the Board on 22 August and then</p>	

	<p>the update issued on 25 August. Auditor then reviewed the report and explained the background for the review of the FRP.</p> <p>There were no questions for the Auditor.</p>	
4.3	<p>Financial Reporting Templates</p> <p>The Depute Principal (Operations) provided a verbal update on reporting templates.</p> <p>The Depute Principal (Operations) advised that the intention was to monitor financial performance on a monthly basis against the management accounts, which had been agreed by the Board. Reports would present the actual year-to-date position against the budget year-to-date, highlighting any significant variances with explanations, together with a full-year forecast for each of the budget areas detailed in Appendix 1 of the Financial Recovery Plan (FRP).</p> <p>It was noted that discussions had also taken place at the UHI Finance Directors' Group regarding reporting requirements. UHI required higher-level information, specifically, comparisons with the Financial Forecast Return (FFR) submitted at the end of June, which aligned with the College's baseline budget. The current finance systems were not yet configured to provide reporting in this format and a significant amount of work would therefore be required, by the Finance Team, to align the College's management accounts structure with that of the FFR. Regular reporting against the FFR was considered appropriate; however, amendments to the FFR would be necessary following approval of the Recovery Plan by the SFC. While immediate reporting against the FFR was not possible, the College had established the reporting structure within its systems, as set out in Appendix 1.</p> <p>The Interim Chair queried whether September had been identified as the start date for monthly reporting.</p> <p>The Depute Principal Operations advised that the intention was to have the figures available by the end of September, with monthly reporting commencing thereafter.</p> <p>The Interim Chair further queried whether figures would be available for the next Board meeting on 7 October. The Depute Principal Operations advised that the reporting timetable would be discussed with the Director of Finance outside of the meeting, as this could not yet be definitely confirmed at this time.</p> <p>Action: Depute Principal Operations and Director of Finance to discuss the reporting timeline and report back to the Board.</p>	Depute Principal Operations

4.4	<p>Standing Orders – Temporary Provisions</p> <p>The Interim Chair presented Paper 4 for consideration, which related to proposed changes to the provisions within the Standing Orders.</p> <p>The Interim Chair noted that the Clerk had invested considerable time in scheduling the cycle dates in a practical and coherent manner. Additional dates had since been pencilled in, resulting in four supplementary meetings that created a stop-gap between the original Board meeting dates. The Interim Chair stated that the expectation was for the revised schedule to be adhered to rigidly across all the dates provided.</p> <p>Notwithstanding this, the Board was asked to approve an extension to Standing Order 5.4, until the final scheduled Board of Management meeting of Academic Year 2025–26 (16 June 2026). This extension was proposed on the condition that an Emergency Meeting of the Board of Management could only be convened at the request of the Recovery Plan Monitoring Committee, with the agreement of the Interim Chair of the Board of Management. The intention of this provision was to ensure that the Recovery Plan Monitoring Committee retained the ability to request a Board meeting at short notice, should they consider it necessary.</p> <p>Paper 3 was APPROVED by Board.</p> <p>Interim Chair was looking forward to seeing as many of the Board members as possible at the Board Development session on campus and paperwork would be issued in due course to provide details of the day.</p>	
5	<p>Additional Item/AOB</p> <p>None.</p>	
6.	<p>Date & Time of Next Meeting</p> <ul style="list-style-type: none"> Tuesday 07 October 2025, 5:00pm (Scheduled) 	
7.	<p>Review of Meeting</p> <p>Board confirmed that the meeting had been conducted in line with the Terms of Reference.</p>	

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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 – 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 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 2018? **Yes** ☒ **No** ☐