UHI PERTH

Board of Management

Minutes

Meeting reference: Board 2025-26/03
Date and time: Tuesday 31 March 2026 at 5.00pm
Location: Brahan Boardroom (Room 019)

Members present: Alistair Wylie, Interim Chair, Board of Management
Sarah Cordwell, Board Member
Mary Fraser, Board Member
Rosie Howie, Board Member
Deirdre Joy, Board Member
Chris Lusk, Board Member
David Macluskey, Board Member (until Item 7.6)
John McMullen, Board Member (until Item 7.2)
Ian Robotham, Board Member
Chris Whatley, Board Member
Catherine Etri, Interim Principal & Chief Executive
Andi Garrity, Student Board Member
Patrick O'Donnell, Staff Board Member
Richard Fyfe, Staff Board Member
Ronnie Dewar, Trade Union Board Member

In attendance: Jill Elder, Depute Principal
Gail Dunn, Chief Financial Officer
Fiona Cameron, Interim Director of Finance
Ian McCartney, Clerk to the Board of Management
Max Brown, UHI Director of Transformation (Item 2 only)
Liz Stewart, UHI Court Observer

Apologies: Millie Foster, Student Board Member

In Attendance: Johnathan Doran, Appointee Board Member

Chair: **Alastair Wylie**
Minute Taker: Ian McCartney
Quorum: 9

MINUTES

Item		Action
1.	**Welcome and Apologies** Interim Chair welcomed all to the meeting, and noted apologies before introducing Johnathan Doran, who will be joining the Board pending completion of required paperwork.	
2.	**UHI Transformation – Full Business Case** Interim Chair thanked Board Members for their contributions to the substantial written feedback received from Board Members to Draft FBC presented to Board in January, and noted that this Item provided an opportunity for the UHI Director of Transformation to provide an update on the project subsequent to this feedback, and for Board Members to have any questions answered directly. UHI Director of Transformation repeated thanks for significant feedback and noted the response to these provided previously. UHI Director of Transformation noted that the feedback across the Partnership aligned with that received from UHI Perth, with a total of 431 lines of feedback received. UHI Director of Transformation summarised the Transformation Summit held on 11th March which had raised significant concerns around the deliverability of Option 6, and had instead asked for an enhanced version of Option 3 to be developed with a focus on Top-Slice, RAM/Micro-RAM, a UHI "Compact" and income growth proposals. UHI Director of Transformation advised that the next Transformation Summit was planned for mid-May 2026 which will look at technical and financial analysis, with a view to seeking a decision from governing bodies to take the project to the next stage. Staff Board Member queried whether Option 6 would continue to be developed as well as Option 3. UHI Director of Transformation advised that the focus will be on developing Option 3 as the Green Book regulations require both to be considered. Board Member noted that there were a number of assumptions in Option 3 that did not look to be tangible without being given additional data. Interim Chair noted that Summit agreed with this position. Board Member noted that there was a reliance on funding and stressed a need to explore what Plan B would look like if legislative change is not forthcoming. Board Member raised concern that this project was being taken forward without equality or partnership, and there is a requirement all	

	colleges to be a genuine part of strategic decision-making – the lack of opportunity for all Board Members to be able to discuss at Summit or another event is disappointing. Board Member expressed surprise that research is not mentioned in the Business Case as research needs to percolate throughout the institution, not just as centres of excellence. Board Member advised that the Business Case is not likely to be funded until there is much more work conducted on the impact the colleges have in their own communities, which was a case that Dundee University had to make to receive funding. Interim Chair noted that the current view at UHI is that Option 3+++ is the way forward, however there is a need for partners to know what +++ looks like. UHI Director of Transformation noted that the Transformation Project is underpinned by the requirement to make around £10m of savings across the partnership, but Option 3 as it stands only delivers £3.5 savings so work needs done to address this significant gap. UHI Director of Transformation acknowledged the need to reach an agreed solution that works across the partnership, and that the research element is underdeveloped at the present time, and concluded by noting that either the funding gap gets filled or a political will needs to be found for Transformation to be delivered. Interim Chair thanked UHI Director of Transformation for the summary and Q&A session, and requested that any subsequent feedback be directed to the Clerk.	
3.	**Additions to the Agenda** Additional items relating to the Campus Transformation Officer and HISA Restructure were added to Item 7.	
4.	**Declaration of Interest in any Agenda Item** There were no Declarations of Interest noted.	
5.	**Minutes of the Board Meeting held on 19 January 2026** Minutes were approved as being an accurate record of the meeting.	
6	**Matters Arising from Previous Minutes** <u>Item 7.8 – Removal & Relocation Expenses Policy</u> Board were advised that no progress had been made on this item, and the matter would be deferred to the next meeting.	

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<tr><td>7.1</td><td>International Strategy

Depute Principal presented Paper 3, noting that the Paper sought Board approval having previously been endorsed by Perth Leadership Group.

Depute Principal highlighted the focus on a partnership approach through extending programmes with current partners, and seeking new partners, including in new countries, by using the current partnership model.

Board Member supported the market diversification approach, however noted previous challenges experienced at UHI level, and sought reassurance that improvements had been made in this regard. Depute Principal noted that both parties were looking at lessons learned during recent challenges, including the need to arrive at a better definition of “Institution”, therefore ways of working with UHI will be different going forward.

Board Member queried opportunities in the Middle East given current circumstances. Depute Principal advised that area was work in pipeline as there a current project based in that area; a due diligence visit has been recently postponed, however the Partner has global reach so the opportunity is continuing to progress.

Depute Principal advised that options beyond China need to be developed to add diversity to the portfolio, hence the move into pipelines including Nepal, Vietnam and Sri Lanka. Interim Principal noted that UHI Perth has over 15 years of experience in China and is a highly respected partner; the natural next step for UHI Perth is to extend beyond this market, however as previously discussed UHI processes can be very reactive, and what UHI Perth sees as “business as usual” may be perceived by UHI as innovation.

Board Member queried what target figures are likely to be in place for this Strategy, and what success will look like. Depute Principal advised that £250k of income was included in the Financial Recovery Plan, within an overall target of £1.5m additional income projected over 5 years.</td><td></td></tr>
<tr><td></td><td>Board Member suggested creating a Risk Matrix around the projects as this might help get UHI more firmly on board. Depute Principal to action.</td><td>Depute Principal</td></tr>
<tr><td></td><td>Interim Chair suggested it would be useful to have some weighting to each of the 7 project areas noted in the Strategy, plus a record of any mitigations of weaknesses identified within the SWOT Analysis. Depute Principal to action.</td><td>Depute Principal</td></tr>
<tr><td></td><td>Board APPROVED Paper 3.</td><td></td></tr>
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7.2	**SFC Priority Funding – confirmation of online approval** Clerk noted that Paper 4 had previously been approved by Board via an online process and was presented today to ensure a corporate record of proceedings. Interim Principal further noted that the paper includes a letter from SFC noting that £505k of funding had been approved against the £880k applied for, and that a number of conditions of funding would require to be bet. Board **RATIFIED** online approval of Paper 4.	
7.3	**BSc Sport & Fitness Fees - confirmation of online approval** Clerk noted that Paper 5 had previously been approved by Board via an online process and was presented today to ensure a corporate record of proceedings. Clerk further noted that additional information requested re expected income levels had been appended within the Cover Sheet. Following a query from a Board Member, Interim Principal confirmed that the Unit of Cost figures provided related to pre-Top Slice. Board **RATIFIED** online approval of Paper 5.	
7.4	**Commercial Associate Trainers - confirmation of online approval** Clerk noted that Paper 6 had previously been approved by Board via an online process and was presented today to ensure a corporate record of proceedings. Board **RATIFIED** online approval of Paper 6.	
7.5	**Review of Board & Committee Terms of Reference** Clerk presented Paper 7, which provided amendments to nomenclature for Committee Terms of Reference following recent changes to the management structure. Amendments relating to Committees had been reviewed by each Committee, excepting Audit Committee, which has been rescheduled to next week. Board **APPROVED** Paper 7.	
7.6	**Campus Transformation Officer** Board received a late paper relating to the extension of provision of a consultant to assist with works to ensure UHI Perth meets the Scottish Government objectives on Climate Emergency targets for net zero,	

	plus the current poor state of the overall campus buildings and general estate, presented as Non-Competitive Action for approval. Interim Principal provided wider context to the project and the experience provided by the consultant, noting this is a substantial piece of work that the connections provided by the consultant would allow the work to be fast-forwarded. Board Member sought reassurance from a governance perspective in terms of monitoring of performance and VFM relating to the project. Interim Principal advised that the Campus Transformation Officer would be reporting to the Board on a regular basis and progress will be reviewed regularly by the Chief Financial Officer. A portfolio of projects will be reported to Senior Leadership Team on a weekly basis. Board Member noted that the Campus Transformation Officer was well known and respected across the sector and this would be seen as a positive move. Board Member stressed that Board would need to see expectations around deliverables met, and that the project needs managed from a reputational viewpoint, before noting a level of discomfort around the proposed costs and the timing of proposals coming to the Board without much time for scrutiny. Interim Chair queried whether the consultant had been contracted for 9 months of if this still under review. Interim Principal clarified that the consultant had initially been contracted for a shorter period of time but it became apparent that the project would need a longer period of time therefore a procurement process for the 9 months was deemed to be more realistic. Interim Principal noted that the consultant had already brought in £500k in funding that otherwise wouldn't have been sourced. Board Member queried whether there was a termination clause based on performance within the contract. Interim Principal advised that this would need looked into, however the consultant has not yet been paid anything. Board requested that Interim Principal provide an update to Board on the contract relating to this work. Board Member advised that the project needs to be monitored re performance against cost and sustainability. Board Member noted concern re timing of the approval process and stressed that the Board should not be put in a position of approval by hindsight. Board **APPROVED** Non-Competitive Action proposal, reference NCA-PC-41516.	Interim Principal

7.7	**HISA Restructure** Clerk provided a verbal update to Board, referencing the previous decision reported to Board to reduce the number of Local Elected Officers at some Academic Partners, including UHI Perth. This had impact for the UHI Perth Board in that this would mean that there would only be a single, full-time elected officer at HISA Perth, meaning that a process would be required to determine the nomination of the second Student Board Member for the Board of Management. Clerk advised that governance professionals across the Partnership were looking to take the matter forward with HISA with a view to arriving at a suitable nominations process moving forward, however warned that there was a live possibility that there would not be 2 Student Board Members on the Board until early in the next academic year. Clerk to advise Board on progress. Interim Chair expressed congratulations on behalf of the Board to Andi Garrity on his election as HISA's Vice President Education.	Clerk
8.1	**Interim Chair's Report** Interim Chair presented Paper 8 for information, which Board **NOTED.**	
8.2	**Interim Principal's Report** Interim Principal presented Paper 9 for information, which Board **NOTED.** Board Member noted attendance at last week's performance of Dear Evan Hansen, which was an amazing production. Interim Principal seconded this review. Board Member referenced update on FE Credits and asked if there was anything Board could do to support. Interim Principal advised that Board could use every opportunity where it arises to indicate to UHI that we could take more numbers as credit targets are the responsibility of the Regional Strategic Body. UHI Perth is currently 240 over target which has been achieved by filling up classes at no extra cost.	
8.3	**HISA Perth Report** Student Board Member presented Paper 10 for information. Student Board Member highlighted that the new HISA CEO had now started in the role, and the HISA election results. Board Member queried how the local elections were controlled. Student Board Member clarified that the elections are run mainly by the central HISA team with some local support. Board Member followed-up	

	by asking how HISA planned to increase the very poor levels of turnout. Student Board Member noted the difficulties around locations and the reliance on candidates campaigning. Clerk advised that an Elections Report was due to be presented by HISA at the next Board meeting. Board **NOTED** Paper 10.	
8.4	**Recruitment of Principal & Chief Executive** Interim Chair provided Paper 11 to update Board on behalf of Nominations Committee on the current status of the recruitment process, noting the failure to appoint at this stage. Interim Chair proposed that the matter be taken forward as an item of Reserved Business at the next Board meeting, and noted that a Nominations Committee meeting is scheduled for 16th April. Board Member queried the use of a "chemistry test" within the recruitment process, and whether this was used at the suggestion of the Recruitment Consultants. Interim Chair advised that this was not a specific recommendation but had been used by them previously and was seen as a useful way to involve the Depute Principal in the process. Board **NOTED** Paper 11.	
9.1	**Strategic Risk Register** Chief Financial Officer presented Paper 12 for information, noting that the paper had yet to be presented to Audit Committee for scrutiny. Chief Financial Officer highlighted that the Financial Risk Likelihood score had been increased due to the conflict in the Middle East, although indications from APUC were that some of the increase in fuel and energy costs being experienced would be mitigated due to advanced purchasing within the APUC Framework. Board Member advised that laptop costs had been increased by approx. 25% on the framework. Chief Financial Officer noted that Business Continuity Risk was due to be reviewed to allow for local Continuity Planning as paper is based on UHI Business Continuity Plan. Board **NOTED** Paper 12.	

9.2	**Financial Forecast – Year to July 2026 as at 31 January 2026** Interim Chair noted that Paper 13 is provided in amended format as previously discussed. Any specific feedback on new format should be provided to Interim Chair or Clerk for collation. Interim Director of Finance presented Paper 13 for information, noting that the projected deficit position, caused mainly by reductions income levels resulting from a double-counting of some International tuition income, plus a recalculation in the Pay Award income being received from UHI. Chief Financial Officer reminded Board that the deficit includes a significant provision allocated for contingency, which may require to be reduced, however this has not been reflected in the figures at this stage. Chief Financial Officer advised that the Indicative Funding Allocation for 2026/27 has now been received, which indicates that approx. £200k will be allocated to Capital Grant funding, however this figure remains indicative until confirmed by UHI. Board **NOTED** Paper 13.	
10	**Standing Committee Summaries** Board received and **NOTED** summary reports from the following Committee meetings: • Recovery Plan Monitoring Committee – 16 February 2026 & 16 March 2026 • Chairs Committee – 03 March 2026 • Learner Experience Committee – 04 March 2026 • Finance & Resources Committee – 10 March 2026 Board noted that Audit Committee has been rescheduled to 09 April 2026 following the resignation of the Chair of Audit. The Vice Chair of Audit Committee has agreed to step in to chair the final 2 meetings of the Academic Year. Interim Chair advised that a reallocation of Board Member Committee membership would need to be considered at the end of the academic year.	
11	**Tay Cities Deal – RESERVED BUSINESS** Interim Principal presented Paper 15 as an item of Reserved Business, noting that the Paper acts as a response to the Scottish Government's clear directives around sustainable economic growth.	

	Interim Principal further noted that Tay Cities Deal will not fund all aspects as laid out in the paper, which should be considered the first part of UHI Perth's Campus Transformation project. Board Member queried next steps and timescales for the project. Interim Principal advised that processes are expected to move quickly with levels of interest in the project are already positive, and it is intended to present full proposals to the next Board. Board **NOTED** and expressed clear support for Paper 15.	
12	**AOCB** Interim Chair noted his intention to stand down from the Board, pending appointment of a permanent Chair, and would be confirming this decision in writing to UHI Court. Interim Chair thanked colleagues for the time, effort and contribution they had given over the last year during his time in the role. Board Members thanked Interim Chair for his dedication and significant time commitment to the role.	
13	**Date & Time of Next Meeting** • Tuesday 16 June 2026, 5:00pm	
14	**Review of Meeting** Board confirmed that the meeting had been conducted in line with the Terms of Reference.	

Information recorded in College minutes are subject to release under the Freedom of Information (Scotland) Act 2002 (FOI(S)A). Certain exemptions apply: financial information 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 (except Item 11, Paper 15)

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** ❒