UHI | PERTH

Extraordinary Board of Management

Minutes

Meeting reference: Board 2025-26/E05
Date and time: Monday 13 July 2026 at 5.00pm
Location: Online

Members present: Justine Mitchell, Chair, Board of Management
Sarah Cordwell, Board Member
Deirdre Joy, Board Member
Chris Lusk, Board Member
Ian Robotham, Board Member
Chris Whatley, Board Member
Catherine Etri, Interim Principal & Chief Executive
Corben Bruce, Student Board Member
Patrick O'Donnell, Staff Board Member
Ronnie Dewar, Trade Union Board Member

In attendance: Jill Elder, Depute Principal
Gail Dunn, Chief Financial Officer
Sarah Reddie, Director of Finance
David Gourley, Director LSES
Xander McDade, Governance Growth & Change Manager
Ian McCartney, Clerk to the Board
Deirdre Matthew, Procurement Manager, APUC
Grant Nicolle, Associate Director, Turner & Townsend

Apologies: Richard Fyfe, Staff Board Member

Chair: **Justine Mitchell**
Minute Taker: Ian McCartney
Quorum: 10

MINUTES

Item		Action
1.	**Welcome and Apologies** Chair thanked all present for their attendance at relatively short notice.	
2.	**Additions to the Agenda** There were no additions to the Agenda.	
3.	**Declaration of Interest in any Agenda Item** There were no Declarations of Interest noted.	
4.	**Procurement Award – Water Ingress Remedials** Chair noted the original intention to utilise online approval for the item presented, however on reflection the level of financial commitment and related governance responsibilities was better served with a meeting to discuss the matter. Chief Financial Officer presented Paper 1, noting the input from the Associate Director for Turner & Townsend in its preparation. Chief Financial Officer referred Board Members to the SFC Grant Funding section of Paper 1 and advised that an email from SFC had confirmed that the works were allowed to be pushed beyond end July if works agreed within that timeframe, however there was no guarantee beyond that should a decision be made to defer a decision beyond the project timescales. Chief Financial Officer noted the implications and risks of not proceeding with the project as identified within Paper 1, however advised Board that the full project costs were likely to exceed proposed funding by around £170k. It was proposed to address this shortfall by reprioritising Estates Maintenance works, however this underlined the need to review future governance arrangements so as not to require this type of intervention in the future. Chair sought clarification of query raised by Board Member around the proposed spend being higher than good practice levels for a procurement contract being commissioned in this way. Chief Financial Officer confirmed this to be the case, however failing to commission the works would be detrimental to the college in both the short and longer term. Associate Director, Turner & Townsend advised Board that splitting the works into two separate contracts for the sealing and	

	reinstatement works would provide a solution to the procurement challenge as well as offering allowing works to be timetabled to reduce impacts of noise. There would be a minimal amount of additional cost to this approach as the investigation works have already taken place. Board Member suggested it would be useful to have that wording within the procurement documents to clarify the distinction into 2 separate pieces of work to ensure Board were adopting a fully compliant route to market. Associate Director, Turner & Townsend advised that the sealant contractor should be able to provide quotes relatively quickly if other parties were amenable to submit for the 2nd-stage only. Board Member sought clarification that any over-run in prices re the split approach would not get out of hand. Associate Director, Turner & Townsend was confident that the £15k client contingency already built into the initial procurement would be enough to cover any uplift in prices. Board Member sought assurance that splitting the procurement into 2 projects, and the potential for timescales slipping while this solution is sorted, would not expose the College to risk of SFC funding deadlines being missed. Associate Director, Turner & Townsend advised that the 2nd stage of the works as originally proposed would not have been completed before end July anyway, but was assured that as long as works were fully priced within that timescale that the funding was secure. Board Member queried whether there was any risk of funding clawback under the 2-staege approach. Chief Financial Officer advised that SFC have confirmed they would apply flexibility around the grant conditions as long as they are fully briefed with any changes to timelines around the works being completed. Board Member noted that the lack of insurance covering the water ingress was confusing. Chief Financial Officer advised that there were some policy exceptions in the insurance policy, however this was being looked at concurrently. Chair agreed that the proposed split option for the works makes sense but had some concern around the governance implications of balancing the funding risk against accepted good practice. Director LSER noted that the proposed solution effectively resulted in specialised initial work balanced against generalist reinstatement works and allowing the company providing the initial works to monitor the reinstatement to protect this specialist area seems a sensible solution. Interim Principal noted that the area in question has flooded 3 times in the last 25 years, exacerbated by a poor maintenance regime and	

	the building being built on an underground spring with a rising water table. The repairs now have to be done properly, and, while it's easy to understand frustrations around the procurement process, the issue is a highly complex one and options to get the fix right while receiving funding from SFC are extremely limited. Chair asked each Board Member to confirm their position on the matter. It was established that, while there remained some concerns over risk, Board **APPROVED** Phase 1 of the proposed works. Phase 2 would require additional Board approval in due course.	
5.	**Any Other Business** No other business was raised.	
6.	**Date & Time of Next Scheduled Meeting** • Tuesday 13 October 2026 at 5:00pm	

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

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** ☑