

**BOARD OF MANAGEMENT**

Special Board Meeting to be held  
On 25 February 2021 at 1330 by Teams

<b>Agenda Number</b>	<b>Item</b>	<b>Presented By</b>	<b>Action Required: Decision, Discussion, For Noting</b>
<b>BM.21.01.01</b>	(i) Resignations	Clerk	Noting
	(ii) Appointments		
<b>BM.21.01.02</b>	Apologies for Absence	Clerk	Noting
<b>BM.21.01.03</b>	Any Additional Declarations of Interest including specific items on this Agenda	Chair	Noting
<b>BM.21.01.04</b>	Minutes of previous Board meetings:	Chair	Decision
	(i) Draft Minutes of Board Meeting held on 15 December 2020 *		
<b>BM.21.01.05</b>	Matters Arising from previous Board meetings:	Clerk	Noting
	(i) Matters Arising from Board Meeting held on 15 December 2020 *		
<b>BM.21.01.06</b>	Principal's update – verbal	D Patterson	Noting
<b>BM.21.01.07</b>	Date of next meeting – 23 March 2021	Clerk	Noting
<b>RESERVED ITEMS</b>			
<b>BM.21.01.08</b>	Reserved Minutes of Previous Board Meetings.	Chair	Decision
	(i) Reserved Draft Minutes of Board Meeting 15 December 2020 *		
<b>BM.21.01.09</b>	Reserved Matters Arising/Actions from previous Board meetings:	Clerk	Noting
	(i) Reserved Matters Arising/Actions from Board Meeting 15 December 2020 *		
<b>BM.21.01.10</b>	Finance Update *	S McInnes	Noting

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<b>BM.21.01.11</b>	External Audit Report 2019-20 *	EY	Noting
<b>BM.21.01.12</b>	Annual Statutory Accounts 2019-20 *	S McInnes	Noting
<b>BM.21.01.13</b>	Audit Committee's Annual Report to the Board 2019-20 *	J McLeman	Noting
<b>BM.21.01.14</b>	Compliance with Code of Good Governance – Annual Statement/Checklist *	D Patterson	Noting



**BOARD OF MANAGEMENT**  
**Draft Minutes of Meeting held on**  
**Tuesday 15 December 2020**  
**At 1000 hours by Teams**

**Present:**

Peter Graham (Chair)	Rosemary McCormack
David Patterson	Caroline Webster
Murray Easton	Jessie McLeman
Dawn McKinstrey	Deborah Newton
Anne Campbell	Seonaid Mustard
Hugh Hamilton	Stewart McCracken

**In Attendance:**

Scott McCready (Wylie & Bisset Internal Auditors)	
Shelly McInnes	Joel Hockney (HISA)
Derek Duncan	Nikki Yoxall
Carolyn Thomson	Cathie Fair (Clerk)

Item		Action	Date
<b>BM.20.07.01</b>	<b>(i) Resignations</b>		
1.1	There were no resignations.		
	<b>(ii) Appointments</b>		
1.2	Hugh Hamilton and Stewart McCracken had been appointed to the Board with effect from 1-11-2020.		
<b>BM.20.07.02</b>	<b>Apologies for Absence</b>		
2.1	Apologies had been received from: Paul Mitchell Chris Newlands Jeremie Fernandes Kyle Gee (HISA) Hermione Morris (Hisa) El Melton		
<b>BM.20.07.03</b>	<b>Any Additional Declarations of Interest including specific items on this Agenda</b>		
3.1	No additional declarations of interest were noted.		

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<b>BM.20.07.04</b>	<b>Minutes of previous Board meetings</b>		
	<b>(i) Draft Minutes of Board Meeting held on 27 October 2020</b>		
4.1	Subject to some minor revisions, the Minutes were accepted as an accurate record of the meeting. Proposed: Jessie McLeman Seconded: Anne Campbell		
<b>Action</b>	<b>CF to revise Minutes and corresponding Actions to reflect changes highlighted.</b>	CF	Immediate
	<b>(ii) Draft Minutes of Special Board meeting held on 5 November 2020.</b>		
4.2	The Minutes were accepted as an accurate record of the meeting. Proposed: Anne Campbell Seconded: Rosemary McCormack		
<b>BM.20.07.05</b>	<b>Draft Matters Arising/Action sheet from previous Board meetings;</b>		
	<b>Matters Arising from Board meeting held on 27 October 2020</b>		
	The majority of actions were completed apart from the following:		
<b>5.1 Action</b>	<u>8.4</u> - Curriculum Analysis Report – CN to keep Board informed of future developments Curriculum report had to be put on hold due to lockdown. Remains open	<b>Chris Newlands</b>	
<b>5.2</b>	The Board questioned whether there is some way of the underlying papers being made visible and Cathie to look into this. It was agreed that any specific requests should be directed to EO through CF.	<b>CF Board</b>	As required
5.3	It was suggested that in relation to Strategic Planning in the meantime, we add a new interim strategic objective related to the new working arrangements due to Covid-19.	DP	Immediate

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<b>BM.20.07.06</b>	<b>Principal's Report – RESERVED includes papers on</b>		
	<b>(i) Overview</b>		
	<b>(ii) Student Recruitment and Enrolment Update</b>		
	<b>(iii) KPIs</b>		
	<b>(iv) Moray Growth Deal</b>		
	<b>(v) Update on Health and Safety Incident Report</b>		
6.1	This item is reserved and the minute held in confidence.		
<b>BM.20.07.07</b>	<b>Draft Minutes of Regional Strategic Committee 5 November 2020.</b>		
7.1	The Draft Minutes from the RSC were circulated for noting. ME felt that the Minutes do not reflect the discussion which took place at F&GP over shared Finance services.		
<b>BM.20.07.08</b>	<b>Draft Minutes of UHI court 25 November 2020</b>		
8.1	UHI Court Minutes were circulated for noting. RMC was asked to explain the £20M savings which need to be made. This was discussed further under Emerging Issues (Agenda item BM.20.07.14)		
<b>BM.20.07.09</b>	<b>Minutes of Committee Meetings</b>		
	<b>(i) Draft Minutes from Remuneration Committee 5-11-2020</b>		
9.1	The Minutes were circulated for noting.		
	<b>(ii) Draft Minutes from Staff Governance Committee on 10-11-2020</b>		
9.2.1	The Minutes were circulated for noting and SM highlighted key points including the discussion over the anonymous letter to the Northern Scot which had been appropriately responded to by the Principal. The Annual Report on Staff Development was also the subject of discussion as the Audit Committee have requested this in a different format. It was suggested that one return to satisfy the needs of both Committees is agreed.		
<b>Action</b>	It was suggested that an offline discussion be held with JMCL/CT/SM to agree this going forward.	<b>JMCL/SM/CT</b>	<b>ASAP</b>
9.2.2	The Board acknowledged the enormous pressure on SLT and asked for an element of tolerance at the moment.		
	<b>(iii) Draft Minutes from Learning, teaching and Quality Committee 10-11-2020</b>		

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9.3	Draft Minutes were circulated for noting which reflect the enormous effort by staff in the move towards blended learning.		
	<b>(iv) Draft Minutes from Finance and General Purposes Committee on 24.11.2020</b>		
9.4	The Minutes were circulated for noting.		
	<b>(v) Draft Minutes of Audit committee on 24-11-2020</b>		
9.5.1	The Minutes were circulated for noting with JMCL highlighting key issues discussed including the fact the College is currently running with a lot of risks. The Impact on the workload of the Finance Department was highlighted, partly due to Covid and partly systemic. CT pointed out that in fact there has been a direct impact from Covid to many support teams.		
9.5.2	The Internal Audit Plan was discussed and there was some discussion about the plan to audit the Leadership of Learning and Teaching by promoted Lecturers. The rationale behind this was explained.		
<b>BM.20.07.10</b>	<b>Learning and Teaching</b>		
	<b>(i) Overview</b>		
	<b>(ii) EREP Final Report</b>		
	<b>(iii) Student Early Experience Survey</b>		
10.1	The EREP had previously been presented to LTQC and was circulated to the Board for noting.		
<b>BM.20.07.11</b>	<b>Curriculum review update</b>		
11.1	A briefing paper on the Curriculum Planning Review Group had been circulated for noting. The Board noted how challenging this was. Garry Campbell is leading this group and reporting back to Partnership Council. Board expressed concern over how difficult and complicated this is and expressed concern over the speed and complexity. They were also concerned that decisions will be made too hastily and this will have an impact for years to come.		
<b>BM.20.07.12</b>	<b>Staffing Reductions – consultation process verbal update - RESERVED</b>		
12.1	This item is reserved and the minute held in confidence.		
<b>BM.20.07.13</b>	<b>Finance Update</b>		
	<b>(i) Q1 Management Accounts</b>		
13.1	The Board were pleased to note no further deterioration in the Q1 Management Accounts. They noted the downgraded expectation on commercial income from FWDF.		
	<b>(ii) F&amp;GP Annual Report to the Board</b>		

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13.2	The F&GP Annual Report to the Board provided a high-level summary of the key issues which have been the focus of the Finance Committee over the past year and the Board expressed appreciation to receive such a concise summary.		
<b>BM.20.07.14</b>	<b>Emerging Issues</b>		
	<b>(i) Update on UHI</b>		
	<b>(ii) Position on UHI Shared Finance Options</b>		
	<b>(iii) E-mail Security.</b>		
14.1	The Board were provided with an update on UHI. An extended meeting of the RSC looking at an aligned Finance initiative had taken place. ME Expressed concern that there is no real strategy evident in the initiative.		
14.2.1	There is a gap in UHI of some £12M - £5M of which is from Colleges and £7M from EO. It is felt that Colleges have put in place plans to bring about a balanced budget in the current year whilst no such plans seem to be in place for EO. Court has come up with a figure of £20M of notional savings and an extensive discussion took place on how unrealistic this seemed without very extreme measures.		
Action	PG and ME to write to Garry Coutts expressing concern of the Board over the target of £20M savings.		
14.2.2	SM assured the Board that the FDs are working very effectively and collaboratively together as a result of the planned aligned Finance initiative.		
14.3	The Board were advised that the use of external e-mail poses a significant risk. As a result of security risks earlier this year, UHI put in place Two factor authentication. It is important to continue using only College e-mail going forward.		
<b>Action</b>	The Board requested a reminder of security protocols.	<b>DD</b>	Immediate
<b>BM.20.07.15</b>	<b>Externally facilitated Board Effectiveness Review</b>		
15.1	Scott McCready, Internal Auditor, Wylie & Bisset had circulated the specification for the Externally Facilitated Board Effectiveness Review which was a requirement of the SFC by next Spring. This included the scope of the review, approach and timetable.		
<b>Action</b>	It was agreed that CF would set up a series of meetings between SM and key Board members to facilitate the start of the review.	<b>CF/SM Board members</b>	Immediate
<b>BM.20.07.16</b>	<b>HISA Update</b>		
	<b>(i) Hisa Letter to the Board</b>		
	<b>(ii) Response to HISA Letter</b>		

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16.1	Joel Hockney represented HISA during this meeting. He provided an update on recent activities including Class rep meeting as well as local and regional events.		
16.2	The Board expressed disappointment at the content of the letter to the Board and felt there was a lack of understanding by HISA Reps of current Board issues evident. The Board also expressed some disappointment over the apparent lack of engagement by current HISA reps. A discussion took place on how this could be improved going forward. It was agreed that JH should receive the meetings invitations and also the papers in advance of the meetings to allow briefing of the HISA reps prior to the meetings.		
Action	To forward all Board and Committee meetings invitations and papers going forward.	CF	Immediate.
<b>BM.20.07.17</b>	<b>Annual Health and Safety Report</b>		
	<b>(i) Annual Sign off of health and Safety Policy Statement (annually)</b>		
17.1	An Annual update on Health and Safety was provided which covered <ul style="list-style-type: none"> <li>• 2019/20 incident statistics,</li> <li>• summary of RIDDOR reports and dangerous occurrences</li> <li>• Report on training activity</li> <li>• Health and Safety Policy Statement for approval</li> <li>• Annual UHI Health and Safety Checklist</li> </ul>		
<b>NOTE</b>	<b>The Board unanimously agreed to approve the Health and Safety Policy document.</b>		
<b>Action</b>	CF to forward Health and Safety Policy Statement for approval and signing by PG and forwarding to the Principal.	<b>CF</b>	<b>Immediate</b>
<b>BM.20.087.18</b>	<b>Date of Next Meeting – 28-1-2021</b>		
<b>RESERVED ITEMS</b>			
<b>BM.20.07.19</b>	<b>Reserved Minutes of Previous Board Meetings</b>		
	<b>(i) Reserved Draft Minutes of Board Meeting 27 October 2020.</b>		
19.1	This item is reserved and the minute held in confidence.		
	<b>(ii) Reserved Draft Minutes from Special Board meeting on 5 November 2020.</b>		
19.2	This item is reserved and the minute held in confidence.		
<b>BM.20.07.20</b>	<b>Reserved Matters Arising/Actions from previous Board meetings:</b>		
	<b>(i) Reserved Matters Arising/Actions from Board meeting on 27 October 2020.</b>		



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20.1	This item is reserved and the Minute held in confidence.		
	<b>(ii) Reserved matters Arising/actions from Special Board Meeting on 5 November 2020</b>		
20.2	This item is reserved and the Minute held in confidence.		
<b>BM.20.07.21</b>	<b>Reserved Minutes from Committee meetings.</b>		
	<b>(i) Reserved Draft Minutes from Remuneration Committee on 5-11-2020</b>		
21.1	This item is reserved and the Minute held in confidence.		
	<b>(ii) Reserved Draft Minutes from Staff Governance Committee on 10.11.2020</b>		
21.2	This item is reserved and the Minute held in confidence.		
	<b>(iii) Reserved Draft Minutes from Learning, Teaching and Quality Committee on 10-11-2020</b>		
21.3	This item is reserved and the Minute held in confidence.		
	<b>(iv) Reserved Draft Minutes from Finance and General Purposes Meeting on 24-11-2020</b>		
21.4	This item is reserved and the Minute held in confidence.		
	<b>(v) Reserved Draft Minutes from Audit Committee on 24-11-2020</b>		
21.5	This item is reserved and the Minute held in confidence.		

**Matters Arising/actions from Board Meeting 15 December 2020**  
**Agenda Item: BM.21.01.05**

ITEM		ACTION BY	DATE	Update
<b>BM.20.07.04</b>	<b>Minutes of previous Board meetings</b>	<b>BM.20.07.04</b>		
	<b>(i) (i) Draft Minutes of Board Meeting held on 27 October 2020</b>			
4.1	CF to revise Minutes and corresponding Actions to reflect changes highlighted.	CF	Immediate	Completed
<b>BM.20.07.05</b>	<b>Draft Matters Arising/Action sheet from Board meeting on 27 October 2020</b>			
5.1	8.4 - Curriculum Analysis Report – Mrs Newlands to keep Board informed of future developments Curriculum report had to be put on hold due to lockdown. Remains open	<b>Chris Newlands</b>	When curriculum planning resumes	Ongoing
	<b>Draft Minutes of Regional Strategic Committee 5 May 2020</b>			
5.2	The Board questioned whether there is some way of the underlying papers being made visible and Cathie to look into this. It was agreed that any specific requests should be directed to EO through CF	<b>CF</b>	As required	As required
5.3	It was suggested that in relation to Strategic Planning in the meantime, we add a new interim strategic objective related to the new working arrangements due to Covid-19.	DP	Immediate	On agenda for SLT 12-1-2021
<b>BM.20.07.09</b>	<b>Minutes of Committee Meetings</b>			
	<b>(ii) Draft Minutes from Staff Governance Committee on 10-11-2020</b>			
9.2.1	The Annual Report on Staff Development was also the subject of discussion as the Audit Committee have requested this in a different format. It was suggested that one return to satisfy the needs of both Committees is agreed. It was suggested that an offline discussion be held with JMCL/CT/SM to agree this going forward.	<b>JMCL/SM/CT</b>	ASAP	
<b>BM.20.07.14</b>	<b>Emerging Issues</b>			
	<b>(ii) Update on UHI</b>			
14.2.1	PG and ME to write to Garry Coutts expressing concern of the Board over the target of £20M savings.	PG and ME	Immediate	Completed
	<b>(iii) Position on UHI Shared Finance Options</b>			

**Matters Arising/actions from Board Meeting 15 December 2020**  
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	<b>(iv) E-mail Security.</b>			
14.3	The Board requested a reminder of security protocols.	DD	Immediate	
<b>BM.20.07.15</b>	<b>Externally facilitated Board Effectiveness Review</b>			
15.1	It was agreed that CF would set up a series of meetings between SM and key Board members to facilitate the start of the review.	<b>CF/SM Board members</b>	Immediate	Completed
<b>BM.20.07.16</b>	<b>HISA Update</b>			
	<b>(i) Hisa Letter to the Board</b>			
	<b>(ii) Response to HISA Letter</b>			
16.2	To forward all Board and Committee meetings invitations and papers going forward.	CF	Immediate	Noted
<b>BM.20.07.17</b>	<b>Annual Health and Safety Report</b>			
	<b>(i) Annual Sign off of health and Safety Policy Statement (annually)</b>			
17.1	CF to forward Health and Safety Policy Statement for approval and signing by PG and forwarding to the Principal.	<b>CF</b>	Immediate	Completed