

BOARD OF MANAGEMENT
Minutes of Meeting held on
Tuesday 17 December 2024 at 13.30pm
in the Boardroom and via MS Teams

Present:

Eilidh Kennedy McLean (Chair)	Ralph Luck
Grenville Johnston (Deputy-Chair)	Clare Matysova (arrived at 14.20 pm)
David Patterson	Roddy Burns
Elizabeth Hudson	Katy O'Connor
Chloe Catmore (HISA)	Stuart Cruickshank
Caroline Webster (arrived at 13.35 pm)	

In Attendance:

Murray Easton
Derek Duncan (Director of Information, Planning and Support Services)
Carolyn Thomson (Director of HR and Organisational Development)
Alastair McColl (Chair of University Court)
Rosemary McCormack (University Court Member)
El Melton (Clerk)
Lorna Topp (Minutes)

Item		Action	Date
Welcome and Introduction – Eilidh Kennedy McLean as incoming Chair			
Eilidh welcomed everyone to the meeting, noting that she was delighted to take up the appointment and looked forward to working with everyone to build on work previously done. She provided a brief introduction to her background and experience. Eilidh also welcomed Alastair McColl as Chair of the University Court and noted the important relationship between the Board of Management and UHI.			
BM.24.08.01	(i) Resignations		
1.1	No resignations were noted.		
	(ii) Appointments		
1.2	There have been new appointments of Eilidh Kennedy McLean (Chair of the Board), Roddy Burns (Independent member) and Chloe Catmore (Student member)		
	(iii) Introductions		
1.3	Following on from Eilidh's introduction, Roddy and Chloe gave a short summary on their background.		
BM.24.08.02	Apologies for Absence		
2.1	Apologies were received from Sarah Marshall and James Walls.		
BM.24.08.03	Any Additional Declarations of Interest including specific items on this Agenda		
3.1	There were no additional declarations of interest received.		
BM.24.08.04	Draft Minutes of Board Meeting held on 31 October 2024*		
4.1	Katy requested an amendment to BM.24.07.09		

4.2	Liz requested an amendment to BM.24.07.10		
4.3	Derek requested an amendment to 24.07.13		
4.4	<p>The clerk agreed to complete the requested amendments and re-circulate for approval.</p> <p>Following the agreed amendment, the minutes of the meeting held on 17 December 2024 were accepted as a true and accurate record: Proposed: Grenville Johnston Seconded: Stuart Cruickshank</p>	Clerk	
BM.24.08.05	Matters Arising from Board Meeting held on 31 October 2024*		
5.1	6.1 – Complete - This action has been investigated further and discussed at the Staff Governance meeting - no concerns.		
5.2	6.2 – Ongoing		
5.3	6.3 – Complete – Updated as necessary		
ACTION	Clerk to circulate FRP to new members.	Clerk	
5.4	7.1 - Ongoing		
5.5	8.1 - Ongoing		
5.6	8.2 This action is to be carried forward as ongoing.		
5.7	9.1 - Complete		
5.8	10.1 – Complete – David confirmed that there is not going to be a third round of VSS		
5.9	10.2 – Complete - Investigated and discussed at Staff Governance Committee. New exit form on new HR system will gather better info going forward.		
5.10	16.2 New date for Board Development Day in 2025 to be decided.		
ACTION	Clerk to check possible date between April and June.	Clerk	
BM.24.08.06	Principal's Report*		
	(i) KPI Dashboard		
6.1	<p>David noted the recent successes at the WorldSkills competition to include a gold medal in Renewables with UHI Moray ahead of the game regarding the Green Skills agenda.</p> <p>He provided an update on the KPI dashboard and noted FE target on track and FRP targets for HE.</p> <p>David also reported an increase in FE students continuing with a decrease in new applications.</p> <p>Stuart clarified that continuing students go through the re-registration process at Moray which allows recruitment to be fully monitored and reported but results in a higher figure compared to other partners/universities who do not use this process.</p>		

	Ralph and Eilidh asked for more granularity regarding the figures. It was noted these figures were presented at LTQC.		
ACTION	Clerk to circulate report presented at LTQC	Clerk	
	<p>It was noted that LTQC had looked at the low ESES response rate for HE.</p> <p>David paid tribute to staff in achieving a 96.9% positive Satisfaction Rate despite everything that happened last year.</p> <p>On behalf of the Board, Eilidh echoed David's appreciation to colleagues and acknowledged the challenging months.</p>		
BM.24.08.07	Finance Update		
	(i) 2024/25 Update*		
7.1	<p>Murray provided a summary for new members.</p> <p>Roddy noted that it would be helpful to be able to track what's happening regarding the FRP to provide assurance and clarity and track.</p> <p>Grenville noted that often there is uncertainty regarding money coming in and gave the example of new higher NIC where there has been no information on whether the Government will fund this.</p> <p>Murray reported that the paper attached to the 2024/25 FRP would help to provide information and that the challenge is now looking ahead. A watch list is in place which will be tracked with extra focus on commercial income.</p> <p>Eilidh noted the need for complete visibility of risk and opportunity and suggested an off-line conversation with Murray and Grenville to ensure all financial information required is available to ensure everyone has the level of information they need.</p>		
ACTION	Arrange offline conversation to discuss further	EKM/GJ/ME	
	Murray reported that the agreement signed with SFC is a soft loan and repayable when the college is in a better financial position. There is no timescale stipulated and meanwhile, this amount sits in the balance sheet.		
BM.24.08.08	Annual Complaints Report*		
8.1	<p>Derek supported the paper and noted a higher number of complaints this year, the majority course related.</p> <p>Liz expressed concern regarding the time taken to respond to complaints outside the deadline. Derek</p>		

	<p>clarified that some complaints were very complicated in nature and required a thorough investigation. For some it was not possible to close the loop due to others not responding. This needs to be improved on.</p> <p>Derek also noted that the Red Button is promoted heavily and the importance of knowing what is going on. He gave the example of 13 Red Buttons for 1 instance. It was encouraging that students are confident in using the Red Button but to also to note that students use the Red Button for positive feedback too.</p> <p>Clare noted the lack of timescale in reporting responses. Derek agreed to ask UHI to show this on the report.</p> <p>Eilidh thanked Jacqui Melrose for providing the report.</p>		
BM.24.08.09	Red Button Report*		
9.1	<p>Derek summarised the partnership approach in relation to the Red Button, and the challenges faced last year which led Moray to having the highest level of Red Button reports. He noted this as positive, showing students have a voice.</p> <p>Ralph noted the Resolution column did not always confirm if an issue was resolved or not. Derek noted that EO monitor resolution for the whole partnership and that they may be able to provide more granulated detail.</p> <p>Liz noted for the response process to be discussed at the next LTQC and would like to see certain issues, for example, bullying, racism etc. escalated.</p> <p>Stuart noted he would like to see the removal of the name "Red Button" as it is not used properly in the current form, and with a view to new branding to suit both positive and negative issues. Further discussion took place and Eilidh asked that Derek take these comments away regarding a change of name.</p>		
BM.24.08.10	Minutes from Previous Committee Meetings		
	(i) Draft minutes of Staff Governance committee meeting held on 14 November 2024*		
10.1	<p>Carolyn supported this paper, noting that this had been the first meeting in a long time with a lot to catch up on.</p> <p>Carolyn provided an update on the roll out of the new Payroll and HR System, with Compliance Training now in one place.</p>		

	<p>Carolyn noted the HR Policy Review a priority in the new year.</p> <p>Derek reported no recruitment of a H&S Officer. A H&S Service now in place to provide a range of key services to include regular monthly inspections starting 2025. He noted a lack of near miss reporting and the need to find a different approach to rectify this.</p>		
	(ii) Draft minutes of Learning, Teaching and Quality committee meeting held on 3 December 2024*		
10.2	<p>Liz noted that she had been appointed as Convener and was joined by co-opted member, Gary Campbell, ex Vice Principal at UHI, who brought a lot of knowledge and experience.</p> <p>Liz praised Learning and Teaching teams for how well they kept things together over the last year despite the challenges and lack of resources.</p> <p>Liz noted that she had identified opportunities to improve marketing activities, for example, low attendance at Open Days and would meet with Jacqui to discuss further.</p>		
	(iii) Draft minutes of Joint Audit and Finance & General Purposes committee meeting held on 10 December 2024 - Verbal		
10.3	Grenville reported on the meeting with external auditors and noted that it was hoped to sign the accounts on 18 December. This was a vast improvement on last year where it was August before the accounts were signed.		
	(iv) Draft minutes of Audit committee meeting held on 10 December 2024 - Verbal		
10.4	<p>Grenville noted the 2 main aims of the meeting – to examine the annual accounts and look at the Internal Auditor reports. The Committee also looked at governance, risk, policies, annual reports etc. A new convener was appointed, however, Jessie stayed on as a lay member which was a great help.</p> <p>Murray noted the audit register tracks actions from previous audits and confirmed that the 2 outstanding matters from 2023/24 were both EO issues.</p>		
BM.24.08.11	UHI Moray Self-Evaluation and Action Plan 2023-24*		
11.1	<p>Rosemary reported that the SEAP was a new document derived through the Scottish Government and SFC which correlates with the UHI document.</p> <p>Eilidh gave praise for the high level of strategic outcomes in the document and to Rosemary for the hard work put in.</p>		

BM.24.08.12	BeHub Approval**		
12.1	<p>David gave an update on the BeHub and asked for the Board's approval of the submission of the FBC to the Scottish Government.</p> <p>David noted changes to the FBC and confirmed that a final version to be shared with members soon.</p> <p>Grenville queried governance and asked if this should be a separate organisation and board. David noted that finance matters were separate but would take advice.</p> <p>Given no substantial changes, the Board gave approval. Proposed: Grenville Johnston Seconded: Ralph Luck</p>		
BM.24.08.13	Annual Health and Safety Policy Statement*		
13.1	<p>Derek reported on the reviewed policy and requested approval.</p> <p>Eilidh noted this useful innovation and expressed gratitude for taking this forward.</p> <p>The Board approved. Proposed: Stuart Cruickshank Seconded: Ralph Luck</p>		
BM.24.08.14	HISA Update		
14.1	<p>David noted encouragement in seeing the increase in new student voice representatives recruited and attendance at meetings with feedback on various topics.</p> <p>Eilidh echoed David's comments and reported the Board's commitment and willingness to work in partnership with HISA to ensure students are heard.</p>		
<p>Eilidh welcomed Alastair McColl, Chair of the University Court.</p> <p>Alastair gave thanks to Alex Paterson following his time as Interim Chair and noted his pleasure to be at the meeting for Eilidh, Roddy and Chloe joining the Board.</p> <p>He congratulated David on the WorldSkills successes and on the BE Hub project and looked forward to seeing that develop.</p> <p>Alastair gave an overview of the role of University Court and the RSB and described the challenges facing the education sector over the years and UHI's part along with the need to adapt for the future.</p> <p>Alastair reported on the need to take advantage of big, financial opportunities in renewables, construction and engineering, space etc. and being ready to provide the skills for the workplace of tomorrow. Alastair then stressed the need for the partnership to become more integrated as well as encourage vital bonds with local and business communities.</p>			

He advised that the outline business case will be discussed in January, with a full business case being developed to allow for better integration supporting key financial objectives and ensuring we are able to invest in students going forward to the next decade and beyond.

Discussion then took place with concerns expressed by Board and SLT members, and which included concerns around the cost of producing a full business case, lack of comprehensive management information and the need to ensure that full financial and other information was needed to make informed decisions. Board members also acknowledged the challenges around different UHI partners having different operating and legal structures and which also made integration challenging. A number of Board members also stressed the value of UHI Moray to the local community, students, businesses and other partners.

Alastair noted that an integrated partnership is required going forward and agreed with the complexity. He hoped that the OBC would provide the further clarity requested by the Board. Carolyn noted that it would be useful to see feedback on the revised OBC as sharing this information would help to build trust. Alastair agreed to pass the feedback from the Board and SLT members to the team.

Eilidh closed the discussion, stressing the importance of collaboration going forward, to ensure that we were able to address the shared challenges we faced.

Eilidh noted that the UHI Moray Board and other partners were integral to the success of plans and progress and requested that the Board have visibility of timelines and substance as this progressed. It was necessary to ensure that there was transparency, confidence in the process and to be included and involved, to allow visibility and ensure that there was mutual respect and trust through this challenging period.

She noted the opportunity the discussion provided to engage on shared challenges and issues and have a constructive debate in the spirit of collegial engagement and constructive challenge. The Board would meet early January to discuss the OBC, and Eilidh requested a separate meeting in early January for this purpose, ahead of the meeting planned with Vicki Nairn and the transformation team.

ACTION	Arrange January date to discuss OBC prior to meeting with EO	Clerk	ASAP
BM.24.08.15	Emerging Issues		
	(i) Target Operating Model*		
15.1	David reminded Board members of feedback to the group. Need to meet before to collect all views. Eilidh asked the Clerk to share any new documents with new members.		
	(ii) Moray Growth Deal Developments post MAATIC*		
15.2	David gave an update on the Moray Growth Deal. A 3 rd workshop to be held in January regarding proposed projects, with a view to choosing one project to start developing.		
	(iii) Development Day - Verbal		
15.3	Discussion took place regarding possible topics and a date for the Development Day.		
ACTION	Clerk to email round to scope topics and availability.	Clerk	ASAP
BM.24.08.16	Date of Next Meeting – 27 March 2025		

RESERVED ITEMS			
BM.24.08.17	Draft Reserved Minutes of Board Meeting held on 31 October 2024*		
17.1	This item is reserved, and the minute held in confidence.		
BM.24.08.18	Reserved Matters Arising from Previous Board Meetings held on 31 October 2024*		
18.1	This item is reserved, and the minute held in confidence.		
BM.24.08.19	External Audit Report from Deloitte AY 2023-24**		
19.1	This item is reserved, and the minute held in confidence.		
BM.24.08.20	Annual Financial Statements AY 2023-24**		
20.1	This item is reserved, and the minute held in confidence.		
BM.24.08.21	Reserved Minutes from Previous Committee Meetings		
	(i) Draft Reserved minutes of Joint Audit and Finance & General Purposes committee meeting held on 11December 2024 - Verbal		
21.1	This item is reserved, and the minute held in confidence.		
	(ii) Draft Reserved minutes of Audit committee meeting held on 11 December 2024 - Verbal		
21.2	This item is reserved, and the minute held in confidence.		
<i>Meeting closed at 16.50 pm</i>			