University of the Highlands and Islands
Inverness College

Meeting	Board of Management
Date and time	Tuesday 14 December 2021 at 4.30 p.m.
Location	VC – Microsoft Teams

Board Secretary
07 December 2021

AGENDA

Welcome and Apologies

Declarations of Interest

16.30 – 17.00 P.M. CLOSED SESSION – CREATIVE SPACE FOR BOARD MEMBERS AND EMT

To Include:

- **Discussion on the Role of Board Members in the Promotion and Profile of the College**

ITEMS FOR DECISION

1. **MINUTES**
   a) Meeting of the Board of Management held on 05 October 2021
   b) Confidential Note of Closed Session (CSN102021) held on 05 October 2021
   c) Confidential Note of Discussion (CN-01-10201) held on 05 October 2021

2. **OUTSTANDING ACTIONS**
   Action List

3. **STRATEGY AND KPI MATRIX**
   Report by Principal and Operations and Commercial Manager

4. **ANNUAL PROCUREMENT AND VALUE FOR MONEY REPORT**
   Report by Amanda MacKenzie, APUC

5. **REVIEW OF COMMITTEE TERMS OF REFERENCE**
   Report by Board Secretary

ITEMS FOR DISCUSSION

6.   CLOSED SESSION – STUDENT ACCOMMODATION DISCUSSION
Report by Principal and Assistant Principal – Student Experience and Quality

7.   CAPITAL BUDGET SPENDS
Verbal Update by Assistant Principal – Finance & Audit

8.   FINANCIAL POSITION UPDATE
Verbal Update by Assistant Principal – Finance & Audit

9.   PRINCIPAL'S REPORT
Report by Principal

10.   GOVERNANCE UPDATE
Report by Board Secretary

11.   REVIEW OF EXTERNAL EFFECTIVENESS ACTION PLAN
Report by Board Secretary

12.   GOVERNANCE CASE STUDY
Verbal Update from Interim Chair of the Board of Management

13.   DRAFT MINUTES OF MEETINGS OF BOARD COMMITTEES - (CONFIDENTIAL)
a) Minutes of the Audit Committee held on 19 October 2021
b) Minutes of the Finance and General Purposes Committee held on 28 October 2021
c) Minutes of the Chairs Committee held on 04 November 2021
d) Confidential Note from the Chairs Committee held on 04 November 2021
e) Minutes of the HR Committee held on 11 November 2021
f) Minutes of the Learning, Teaching and Research Committee held on 07 December 2021

FOR NOTING

14.   UHI UPDATES:
a) Minutes of the Regional Strategic Committee held on 14 September 2021
b) Minutes of the University Court held on 22 September 2021

15.   AOCB

16.   DATE AND TIME OF NEXT MEETING
10 February 2022 at 4.30 p.m.

If any member wishes to add an item of business to the Agenda, please inform the Chair and the Board Secretary as soon as possible. Additional items of business will only be considered for inclusion in the agenda in advance of the start of the meeting.

**University of the Highlands and Islands
Inverness College**

Board of Management

MINUTES of the MEETING of the BOARD OF MANAGEMENT held via Microsoft Teams, on Tuesday 05 October 2021

PRESENT:	Robyn Kennedy, Innis Montgomery, Chris O'Neil, Ruth McFadyen, Gillian Galloway, Sally Blyth, Donald MacKenzie, Arvinder Kainth, Mark Sheridan, Russell Edwards, Kelly MacKenzie, Samantha Cribb, Bonnie Crawford & Amy Goodbrand
CHAIR:	Mark Sheridan
APOLOGIES:	Tina Stones & Assistant Principal – Academic and Research
IN ATTENDANCE:	Assistant Principal – Finance and Audit
	Assistant Principal – Operations and External Relations
	Assistant Principal – Student Experience and Quality
	Administration Operations Manager
	Information Systems Manager
	Health and Safety Manager
	Board Secretary

Declarations of Interest

No declarations of interest were noted.

The Interim Chair welcomed everyone to the meeting.

Confidential Closed Session – Board Creative Space

A confidential closed session providing the Board with creative space to discuss the College's role within the partnership and our strategy took place (Note of Session: CSN-102021)

1. MINUTES FOR APPROVAL

a.) Meeting of the Board of Management held on 28 June 2021

Decision: The minutes of the Board of Management Meeting held on 28 June 2021 were **AGREED** as a correct record and were **APPROVED.**

b.) Meeting of the Board of Management held on 21 July 2021

Decision: The minutes of the Board of Management Meeting held on 21 July 2021 were **AGREED** as a correct record and were **APPROVED.**

2. OUSTANDING ACTIONS

- Number of Committee Meetings per year – the Board noted that the review of Committees had been carried out and that the updated Calendar of Meetings for the year ahead had been agreed.
  Decision: It was **AGREED** that this action could be removed from the list.
- Partnership Agreement – the Board was advised that we are currently awaiting further information from Executive Office with regards the Partnership Agreement.
- Capital Budgets – creative time to look at capital budgets and spends will be built into future Board Meetings.

3. POLICIES FOR APPROVAL

Promoting Attendance Policy

The Board of Management considered the Promoting Attendance Policy, which had been recommended for approval by the HR Committee.

The Board welcomed the thorough document but highlighted an observation with regards Occupational Health and whether it would be pertinent to refer employees to the support programme and provide support to staff for areas outwith the workplace.

Action: It was **AGREED** that this suggestion would be feedback to the HR Manager for inclusion in the policy.

Decision: The Board of Management **AGREED** to the proposed changes to the Promoting Attendance Policy

4. REVIEW OF COMMITTEE TERMS OF REFERENCE

The Board reviewed and discussed the updated Terms of Reference for the Board of Management, Chairs Committee, Search and Nomination Committee, Performance Review and Remuneration Committee, HR Committee and Learning, Teaching and Research Committee.

The Board welcomed the change in language to support, challenge and enhance and welcomed the positive change to a pro-active approach which reflects the vision of each committee.

Action: It was **AGREED** that the Terms of Reference will be standardised to ensure that all include clarification of membership – including members of the Student's Association and Staff Members, inclusion of a deputy where the Principal is not available to attend and ensuring that the updated language within the Terms of Reference is standard for all Committees.

5. COVID-19 AND PLANNING FOR 21/22 REPORT

The Administration Operations Manager joined the meeting.

The Administration and Operations Manager spoke to her report providing to the Board an overview of the arrangements in place to manage Covid-19 and how we are recording data; highlighting in particular the inclusion of occupancy trends and positive cases.

The Board thanked the Administration and Operations Manager for the well-presented and high level report.

The Administration Operations Manager left the meeting.

6. **STUDENT ACTIVITY 2020-21 AND ENROLMENT 2021-22**

The Information Systems Manager joined the meeting.

The Information Systems Manager spoke to her report and advised the Board that our FE credit target for the year 20-21 was not achieved explaining that this was due to implications arising from Covid-19, lower student numbers, a higher early withdrawal rate, the continued lockdown and limitations on access to the campus which impacted on Modern Apprentices starting and continuing their studies. However with regards HE the Board noted that we exceeded our target by over 100FTE.

It was highlighted to the Board that both early and further withdrawals increased in 2020/21 – most notably for FE Full Time students.

With regards enrolments for this Academic Year the Board was advised that the FE credit target for 2021/22 is 30,695 (which includes core and deferred learning) and the PPF target for Undergraduate students who are fundable is 1530.3FTE.

The Board discussed both the national and regional picture with regards FE recruitment.

7. **STUDENT OUTCOMES 2021-22**

The Information Systems Manager provided the Committee with the status and context around student outcomes highlighting that FE outcomes had now been submitted and agreed with the SFC and our Auditors but advising that they may still be subject to amendment. The Board noted that the SFC are expected to release updated outcomes guidance by the end of December 2021. The Board was advised that with regards HE outcomes it is anticipated that these will have been impacted with an increase in partial success and an increase in students returning to repeat or complete outstanding assessments.

A discussion on higher and national exams took place with the Board noting that these are subject to specific guidance but that all reductions are in line with the College Sector.

The Board gave their thanks to the Information Systems Manager for her reports.

The Information Systems Manager left the meeting.

8. PRINCIPAL'S REPORT

The Health and Safety Manager joined the meeting.

A lengthy confidential discussion with regards residencies and the student death took place (CN-01-102021).

The Health and Safety Manager left the meeting.

The Principal spoke to the draft strategic plan along with the proposed KPI Matrix.

Action: A final version of both the Strategic Plan and the KPI Matrix will be taken to the December Board of Management Meeting for final approval.

9. GOVERNANCE UPDATE

The Board Secretary spoke to her report and advised that Russell Edwards has volunteered to take on the role of Vice-Chair for the F&GP Committee.

Decision: The Board **RATIFIED** the appointment of Russell Edwards as Vice-Chair for the F&GP Committee.

The Board noted the work which was being implemented as part of the External Effectiveness Review and from the Review of the Code of Good Governance.

Decision: The Board **APPROVED** the additions to the Board Action Plan following the latest review of the Code of Good Governance.

The Board noted that Board Member Evaluations are continuing and the deadline for completion of these evaluations has been set as 29 October 2021.

10. DRAFT MINUTES OF MEETINGS OF BOARD COMMITTEES (Confidential)

The Board of Management noted the contents of the following minutes of the meetings:

a) Minutes of the Finance and General Purposes Committee held on 01 July 2021.
b) Minutes of the Estates Legacy Project Board held on 15 July 2021
c) Minutes of the Chairs Committee held on 09 September 2021
d) Minutes of the Search and Nomination Committee held on 09 September 2021
e) Minutes of the HR Committee held on 23 September 2021
f) Minutes of the Estates Legacy Project Board held on 28 September 2021
g) Minutes of the Learning, Teaching and Research Committee held on 28 September 2021

11. PARTNERSHIP COUNCIL UPDATE

The Board noted the contents of issue 09 (August 2021) of the Partnership Council Update.

12. HEALTH, SAFETY AND WELLBEING MINUTES

The Board noted the contents of the minutes of the Health, Safety and Wellbeing Committee held on 09 June 2021.

13. AOCB

Sports Pitch

The Principal advised that he had spoken at the Chairs Committee on 09 September 2021 with regards the Sports Pitch and following this had liaised with Sports Scotland to meet to discuss their initial offer letter. The Board noted that this meeting had taken place and Sports Scotland are now looking to produce a new offer letter. The Board was advised however that we are continuing to review the current Business Plan.

14. DATE OF NEXT MEETING

Tuesday 14 December 2021 at 4.30 p.m.

Board of Management – List of Outstanding Actions

29 June 2021				
Partnership Agreement	A progress update on the timeline will be taken and discussed at each Board meeting to ensure that the partnership is delivering on the agreed timescales.	Principal	Ongoing	
21 July 2021				
Capital Budgets	The Board Secretary will set aside creative time for the Board to further look at, discuss and assist the EMT to develop strategies around the spending of capital monies and equipment replacement.	Board Secretary & Interim Chair	Ongoing	
05 October 2021				
Closed Session	When able the Marketing and Communication Team are to share the rebranding presentation with Board Members	M&C Team	Ongoing	
	Business Solutions Team to attend a Board Meeting to present to the board the pro-active ways in which they are working.	AP-O&ER	December 21	
Terms of Reference	The terms of reference will be standardised to ensure that all include: - Clarification of Members (Including members of the Students Ass and Staff Members). - Inclusion of a deputy where the Principal is not available to attend. - Ensuring that the updated language within the terms is consistent throughout all the ToR.	Board Sec.	November 21	
Principal's Report	A final version of both the Strategic Plan and KPI Matrix will be taken to the December Board of Management Meeting for final approval.	Principal	December 21	

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Subject/Title:	Strategic Plan and KPI Matrix
Author: [Name and Job title]	Chris O'Neil, Principal & CEO Georgina Parker, Assistant Principal, O&ER
Meeting:	Board of Management
Meeting Date:	15/12/2021
Date Paper prepared:	07/12/2021
Brief Summary of the paper:	Introduction of the final draft of the Strategic Plan and associated KPIs.
Action requested: [Approval, recommendation, discussion, noting]	Approval

Link to Strategy: Please highlight how the paper links to, or assists with:: ☐ compliance ☐ partnership services ☐ risk management ☐ strategic plan ☐ new opportunity/change	
Resource implications:	Yes / **No** **If yes, please specify**:
Risk implications:	**Yes** / No **If yes, please specify:** Operational: Organisational:
Equality and Diversity implications:	Yes/**No** **If yes, please specify:**
Student Experience Impact:	Yes/No If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	
Status – [Confidential/Non confidential]	Confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	No

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)	X	Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

Further guidance on application of the exclusions from Freedom of Information legislation is available via

http://www.itspublicknowledge.info/ScottishPublicAuthorities/ScottishPublicAuthorities.asp   and

http://www.itspublicknowledge.info/web/FILES/Public_Interest_Test.pdf

University of the Highlands and Islands
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Subject/Title:	Annual Procurement and Value for Money Report 2020-21
Author: [Name and Job title]	Swarna Bhargava, Contracts and Procurement Coordinator Derek Cowie, Contracts and Procurement Coordinator Amanda MacKenzie, Head of Procurement – UHI Shared Services
Meeting:	Board of Management
Meeting Date:	14 December 2021
Date Paper prepared:	07 December 2021
Brief Summary of the paper:	This report covers the period of August 2020 to July 2021 and addresses performance and achievements in delivering the Inverness College UHI procurement activities.
Action requested: [Approval, recommendation, discussion, noting]	Approval

Link to Strategy: Please highlight how the paper links to, or assists with:: □ compliance □ partnership services □ risk management □ strategic plan □ new opportunity/change	Compliance with the Procurement Reform (Scotland) Act 2014 (PRA) whereby any public organisation which has an estimated annual regulated spend of £5 million or more has to develop a procurement strategy and review it annually.
Resource implications:	Yes / **No** **If yes, please specify**:
Risk implications:	**Yes** / No **If yes, please specify:** Operational: Organisational:
Equality and Diversity implications:	Yes/**No** **If yes, please specify:**
Student Experience Impact:	Yes/No If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	
Status – [Confidential/Non confidential]	Confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	No

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)	X	Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

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Subject/Title:	Terms of Reference
Author: [Name and Job title]	Lisa Ross Board Secretary
Meeting:	Board of Management
Meeting Date:	14 December 2021
Date Paper prepared:	07 December 2021
Brief Summary of the paper:	Terms of Reference for the following Committees: a) Board of Management b) Chairs c) Search and Nomination d) Performance Review and Remuneration e) Audit f) Finance and General Purposes g) HR h) Learning, Teaching and Research i) Estates Legacy Project Board These terms of references have been updated to ensure that: • All include a clarification of the members in attendance. • All include an update with regards deputies. • There is consistent language through all Terms of Reference.
Action requested: [Approval, recommendation, discussion, noting]	Approval

Item 05

Link to Strategy: Please highlight how the paper links to, or assists with:: ☐ compliance ☐ partnership services ☐ risk management ☐ strategic plan ☐ new opportunity/change	Governance Compliance
Resource implications:	Yes / <mark>No</mark> **If yes, please specify**:
Risk implications:	**Yes** / <mark>No</mark> **If yes, please specify:** Operational: Organisational:
Equality and Diversity implications:	Yes/**No** **If yes, please specify:**
Student Experience Impact:	<mark>Yes</mark>/No If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	N/A
Status – [Confidential/Non confidential]	Non-Confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	Yes

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)		Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

Further guidance on application of the exclusions from Freedom of Information legislation is available via

http://www.itspublicknowledge.info/ScottishPublicAuthorities/ScottishPublicAuthorities.asp   and

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Board of Management Terms of Reference

Membership

The membership of the Board will be as determined by Schedule 2 to the Further and Higher Education (Scotland) Act 1992 as amended by the Post 16 Education (Scotland) Act 2013

Our membership is made up as follows:
- Up to 13 Non-Executive Members
- Principal of the College
- Teaching Staff Member Representative
- Support Staff Member Representative
- 2 x HISA Representatives

Co-opted members can attend the Board of Management Meeting but do not make up the membership of the Board.

The Vice Chair of the Board or another nominated member of the Board of Management, may deputise in the absence of the Chair.

A member of the Executive Management Team may deputise in the Principal's absence.

Quorum
One half or fifty percent of the actual membership of the Board. Ordinary members must be in a majority at the meeting.

Frequency of Meetings
The Board shall meet no less than four times each year.

Specific
The Board has overall strategic responsibility for ~~overseeing~~ developing, monitoring and enhancing the business of the College, determining its future direction and fostering an environment in which the College mission is achieved and the potential of all learners is maximised.

The Board of Management must ~~ensure~~ monitor and observe compliance with the statutes, ordinances and provisions regulating the College and its framework of governance and, subject to these, take all final decisions on matters of fundamental concern to the College.

The following items are retained for approval by the Board, upon advice from or recommendation by the relevant Committee where appropriate and may not be delegated:

Whilst initial discussion or consideration may take place by Committees or individuals, the Board reserves its authority with regard to the undernoted matters:

1. ~~determining~~ Support and enhance the development and implementation of the objectives of the Board

2. final approval of the College's Strategic Plan and Regional Outcome Agreement
3. approval of the year-end annual report and accounts
4. approval of the annual budget
5. final consideration of the Annual Audit Report
6. approval of the strategic risk register
7. acquisition and disposal of heritable property, subject to approval of the Scottish Funding Council
8. appointment and removal of the Principal
9. appointment and removal of the Board Secretary (in accordance with paragraph D.13 of the Code)
10. approval of the Students' Association constitution and the election regulations for student officers
11. delegation of functions of the Board including remits of Committees and this Scheme of Delegation
12. the making, amendment and revocation of the Standing Orders of the Board.

Chairs Committee Terms of Reference

Membership

The Chair and Vice Chair of the Board of Management, the Chairs of each of the Standing Committees of the Board, namely Audit, Human Resources, Learning, Teaching and Research and Finance and General Purposes, the Senior Independent Member and the Principal who is a member *ex officio*.

The Vice Chair of each of the Standing Committees, may deputise in the absence of the Chair of that Committee and a member of the Executive Management Team may deputise in the Principal's absence.

Quorum

Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

~~Review~~ Consider the membership of the Board's Standing Committees and the overall effectiveness of the Board's Committee Structure and develop and recommend to the Board any amendments or additions considered appropriate.

~~Ensure~~ Support and enhance the development and implementation of effective self-evaluation of the Board, its members, its Standing Committees and its Chairs.

~~Develop~~ Support and enhance the development of the annual Board development day programme.

~~Oversee~~ Support and enhance the development of the ~~planning of the~~ Board's training and development programme.

~~Oversee development of~~ Support and enhance the development and implementation of the Board's stakeholder engagement.

At the special request of the Board, ~~to~~ receive and consider matters of special interest which are not within the remit of another Standing Committee.

To ~~exercise~~ support, challenge and enhance the functions of the Board in any cases of urgency of which the Chair of the Board, the Vice Chair or the Chair of a Standing Committee or the Senior Independent Member shall be the judge and where it is not practicable to convene a meeting of the Board of Management.

**Search and Nomination Committee
Terms of Reference**

Membership

The Chair and Vice Chair of the Board of Management, the Chairs of each of the Standing Committees of the Board, namely Audit, Human Resources, Learning, Teaching and Research and Finance and General Purposes, and the Senior Independent Member.

The Vice Chair of each of the Standing Committees, may deputise in the absence of the Chair of that Committee.

The Principal shall be excluded from membership of the Committee.

Quorum
Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings
The Committee shall meet as and when required.

REMIT
The Search and Nomination committee shall

1. Consider the skills matrix of current Board Members to determine the skills and experience required of prospective members
2. Agree which Inverness College Non-Executive Board members should be on the Selection Panel
3. Ask UHI to identify members of the University Court and confirm the recommendation by the committee of an independent person to join the Selection Panel
4. In consultation with UHI:
   a. agree a timetable for the recruitment and selection process.
   b. Agree the various forms of advertising to be used to ensure the college meets the College Sector Board Appointments: 2014 Ministerial Guidance and the requirements of the Public Sector Equality Duty
   c. Agree the key information to be included in the advertising material.

Role of UHI as the Regional Strategic Body

UHI as the Regional Strategic Body has the overall responsibility for appointment of the Chair and non-executive board members to the Board of Management of Inverness College UHI.

The UHI Court has delegated responsibility for the recruitment and selection of the Chair of the Board and non-executive board members to a Selection Panel. The membership of the Selection Panel will be as follows:-

Appointment of the Chair of the Board of Management (5 members)

- Member of the University Court
- Chair of the Regional Strategic Committee
- The Chair of the Board of Inverness College
- Board Member of Inverness College UHI
- Independent person

Non-Executive members (4 members)

- Member of the University Court
- The Chair of the Board of Inverness College
- Board Member of Inverness College UHI
- Independent person

Performance Review and Remuneration

Committee Terms of Reference

Membership

The Chair and Vice Chair of the Board of Management, the Chairs of each of the Standing Committees of the Board, namely Audit, Human Resources, Learning, Teaching and Research and Finance and General Purposes, and the Senior Independent Member.

The Vice Chair of each of the Standing Committees, may deputise in the absence of the Chair of that Committee and a member of the Executive Management Team may attend in the Principal's absence.

There shall be no co-option to the Committee.

The Chair of this Committee must be a member of the Human Resources Committee, and the Chair of the Human Resources Committee must be a member of this Committee.

The Chair of the Board of Management may not Chair this Committee.

The Committee may be attended, at the invitation of the Chair by members of the College's academic and support staff or by external advisers. The purpose of such an invitation will be to provide specialist information and advice to assist the Committee in its deliberations. Individuals attending on this basis may not vote on any decision made by the Committee.

Quorum
Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings
The Committee shall meet at least twice each year.

Remit
The Committee shall consider, support, challenge and implement the remuneration package and conditions of service, and any changes thereof, of the College Principal and the Executive Management Team (EMT) as is considered appropriate, taking into account:

1. That the Principal and the EMT should be fairly rewarded for their individual performance and contribution to the College's overall performance
2. Observe and recognise in terms of EMT remuneration, where the College stands in relation to other comparable institutions in the sector ensuring consideration is given to organisations of a similar size and the local market;
3. Observe, consider and recognise the Scottish Government's approach to remuneration in the public sector;
4. Consider and recognise the relationship between the remuneration of the EMT and that of other employees of the College
5. Consider and recognise the benefits granted to the EMT; and
6. Observe and consider the adequacy of pension arrangements and

==recognise== the cost implication of pension arrangements including the pension effect of remuneration

The Committee shall ==support, challenge and enhance the development and implementation of== ~~review~~ the annual appraisal of the Principal and Chief Executive by the Chair of the Board and ~~review~~ consider and observe the Principal and Chief Executive'scontinuing professional development.

One member of the Board of Management shall represent the Board on the interview panel for EMT appointments.

The Committee shall consider, ==support and enhance== such other matters relating to the Board of Management which the Chair shall from time to time determine, ~~in particular in relation~~ ==with consideration given== to severance payments.

The Committee ~~should~~ ==shall support, challenge== and endorse any proposals for severance payments to EMT and any exceptional settlements, which will require to be formally notified to the Board of Management.

proposals.

The Committee shall review the annual appraisal of the Principal and Chief Executive by the Chair of the Board and review the Principal and Chief Executive's continuing professional development.

One member of the Board of Management shall represent the Board on the interview panel for EMT appointments.

The Committee shall consider such other matters relating to the Board of Management which the Chair shall from time to time determine, in particular in relation to severance payments.

The Committee should endorse any proposals for severance payments to EMT and any exceptional settlements, which will require to be formally notified to the Board of Management.

Audit Committee Terms of Reference

Membership

Not less than 5 members of the Board of Management.

At least one member of the Committee should have recent and relevant experience in finance, accounting or auditing.

Co-opted members can sit on the Committee.

Board members not eligible for appointment are the Chair of the Board, the Principal, members elected by the teaching and non-teaching staff of the college and the persons appointed by the Students Association.

No member of the Finance and General Purposes Committee shall also be amember of the Audit Committee

The Chair of the Board and the Principal may be invited to attend meetings.

The Vice Chair of the Committee or another nominated member of the Committee, may deputise in the absence of the Chair.

A member of the Executive Management Team may deputise in the Principal's absence.

Membership of the Committee should satisfy the requirements of the SFC Code of Audit Practice, and / or other appropriate guidance, as may be directed by the Board of Management.

Quorum

Three members of the Committee entitled to vote upon the items before themeeting.

Frequency of Meetings

The Committee will meet no less than four times each year.

Remit

The Committee has overall strategic responsibility for developing, monitoring and enhancing remit is to review and monitor the following aspects of the College's operations, and to advise the Board appropriately on:

1. The comprehensiveness, reliability and integrity of assurance of the governance and management of the College.
2. The comprehensiveness, reliability and integrity of assurance of the risk management and business continuity of the College.
3. The comprehensiveness, reliability and integrity of the College's financial management and other internal control and management systems.
4. The effectiveness of arrangements for safeguarding the assets of the College and the public funds at its disposal.
5. The economy, efficiency and effectiveness of the College's activities,

including value for money.
6. The effectiveness of the corporate governance and conduct of the College operations.
7. All aspects of the provision of an effective Internal audit service.
8. All aspects of the provision of an effective External audit service
9. Public interest disclosure (whistle-blowing) arrangements.

Specifically, the Audit Committee shall:

1. ~~Receive updates~~ Monitor, develop, enhance and review the contents of the risk register maintained by the College.

2. Receive, consider and discuss ~~Review~~ the reports submitted by the College's Internal Auditors and ~~receive~~ progress reports from College Management on the Internal Audit recommendations.

3. Jointly with the Board's Finance and General Purposes Committee support, challenge and enhance the development and implementation of ~~review~~ the annual report of the College's external auditors and the associated College financial statements on which that report is based

4. ~~Prepare~~ Support, challenge and enhance the development of an annual report for the Board of Management which once approved will be shared with the Head of Internal Audit at University of the Highlands and Islands.

5. Sit privately without any non-members present for all or part of the meeting if it so decides. The Committee will meet privately with the internal and external auditors at least annually.

6. The Audit Committee shall conduct its business in accordance with the requirements of any guidance and/ or codes of practice issued from time to time by the SFC and/ or any other relevant statutory or regulatory authority, as directed by the Board of Management.

7. The Audit Committee will ~~ensure~~ observe that the University of the Highlands and Islands are provided with appropriate updates and access to all papers and business to ensure that they are appraised of all aspects being monitored by the Committee.

Finance and General Purposes Committee - Terms of Reference

Membership

Not less than five Members of the board of Management including the Chair and Principal who are members *ex officio.*

Co-opted members can sit on the Committee.

The Vice Chair of the Committee or another nominated member of the Committee, may deputise in the absence of the Chair.

A member of the Executive Management Team may deputise in the Principal's absence.

Quorum

Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

The Committee has overall strategic responsibility (within the Financial Memorandum between the College and the Regional Strategic Body) for developing, monitoring and enhancing the direction and oversight of the College's financial affairs.

The Committee has strategic responsibility for developing, monitoring and enhancing the College's existing buildings and estates.

The Finance and General Purposes Committee shall:

1.   Monitor, develop and enhance the financial position of the college and report to the Board on any necessary action.
2.   ~~To~~ Receive, ~~and~~ consider and discuss information on non-core grant supported activity including international student and business development activities
3.   ~~Keep the~~ Support, monitor, challenge and observe the review of the College Financial Regulations ~~under review~~.
4.   ~~Review, approve and monitor~~ Support, challenge and enhance the development and implementation of the College's finance and estates strategies and associated plans, and ~~to~~ submit appropriate reports and recommendations to the Board.
5.   Support, challenge and enhance the development and review of the effectiveness of financial management and controls within the College.
6.   Receive, consider, discuss and approve the annual revenue and capital budgets and final accounts for recommendation to the Board.
7.   ~~Make~~ Support, challenge and enhance the development of recommendations to the Board regarding the level of tuition fees and other charges.
8.   Monitor, support, challenge and observe student recruitment and any

actions identified.

9. Approve the write-off of bad debts in accordance with both the limits set in the Scheme of Delegation and the authority which the Committee has delegated to the EMT in respect of bad debts.

10. ~~Consider, and contribute to~~, Support, challenge and enhance the development and implementation of the overall risk management strategy of the college.

11. ~~Ensure~~ Monitor and observe compliance with relevant College policies and financial statutory and regulatory requirements;

12. Consider and report on Shared Services in so far as they relate to the provision of such services under the remit of this committee

13. Consider and report on issues of procurement giving consideration to value for money

14. Consider and recommend to the Board on all matters relating to the operation of the Arms Length Foundation

15. Ensure that the college's existing buildings and estates are fit for purpose and are maintained to an appropriate standard, meeting all relevant regulatory requirements including the effective provision of Health and Safety arrangements to meet all legislative requirements.

16. Consider and report on any other financial matters which the Board may delegate or refer from time to time.

17. Data Protection arrangements.

Human Resources Committee Terms of Reference

Membership

Not less than five Board Members, including the Chair and Principal who are members *ex officio*.

Co-opted members can sit on the Committee.

The Vice Chair of the Committee or another nominated member of the Committee, may deputise in the absence of the Chair. A member of the Executive Management Team may deputise in the Principal's absence.

Quorum

Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

The Committee has overall strategic responsibility for developing, monitoring and enhancing the direction and oversight of all personnel matters relating to the function of the Board of Management as employer of the College's staff.

The Committee shall ~~oversee~~ support, challenge and enhance the development and auditing of all human resource strategies and work streams and this shall include:

1. ~~Overseeing~~ Support, challenge and enhance the development and implementation of the Organisation and Professional Development Strategy, Annual Action Plan and the monitoring of actual performance against KPIs.
2. ~~Overseeing~~ Support, challenge and enhance the development and implementation of human resources measures surrounding turnover, absence, diversity and teaching qualifications
3. ~~Ensuring~~ Monitor and observe that the College has appropriate succession plans in place for senior management, teaching and support staff
4. ~~Reviewing~~ Receive, consider and discuss all Human Resource policies within the College.
5. ~~Overseeing~~ Support, challenge and enhance the provision of occupational health support, the provision of legal services and consideration of legal guidance provided to us, the provision of computerised human resources systems and a Job Evaluation system.
6. Monitor~~ing,~~ develop and enhance progress with regards Equality, Diversity and Inclusion through our Equality Impact Assessments, our Equality Outcomes and our Mainstreaming Report.
7. Monitor~~ing,~~ develop, enhance and observe ~~ensuring~~ that the College provides appropriate Staff training and development.
8. ~~Ensuring~~ Develop, enhance and observe that the College has in place an effective Performance Management framework which is received, considered and discussed ~~monitored~~ through regular statistical reports to the Committee.
9. ~~Ensuring~~ Support, challenge, enhance and observe that appropriate arrangements are in place for effective dialogue with trade unions

10. ~~Ensuring~~ <mark>Support, challenge, enhance</mark> ~~and observe~~ that pay and conditions of employment are properly determined and that pension arrangements are monitored <mark>and observed</mark>.

11. ~~Ensuring~~ <mark>Support, challenge,</mark> ~~and observe~~ that the college is operating within all legal requirements relating to employment law and other legislation affecting employment

12. ~~Ensuring~~ <mark>Support, challenge and enhance the development and implementation of</mark> appropriate arrangements ~~are in place~~ to provide assurance of the effective and respectful working relations across the EMT and the wider staff body

Learning, Teaching and Research Committee Terms of Reference

Membership

Not less than five members of the Board, including the Principal *ex officio,* the Teaching Staff Representative and the Student Representatives.

<mark>Co-opted members can sit on the Committee.</mark>

<mark>The Vice Chair of the Committee or another nominated member of the Committee, may deputise in the absence of the Chair.</mark>

<mark>A member of the Executive Management Team may deputise in the Principal's absence.</mark>

Quorum

Three members of the Committee entitled to vote upon the items before the meeting.

Frequency of Meetings

The Committee shall meet no less than four times each year.

Remit

The Committee has overall strategic responsibility for developing, monitoring, and enhancing the direction and performance of learning, teaching and research at the College as part of delivering excellence in the overall student experience, research and impact.

The Learning, Teaching and Research Committee shall:

1. Support, challenge and enhance the development and implementation of the various strategies aligned to the committee and monitor their performance against targets.
2. Observe and recognise trends in education and research and recommend specific areas of focus for the College.
3. Engage with the progress of the annual Partnership Agreement.
4. Monitor data relating to the student experience and performance at the College.
5. Ensure that the college continues to maintain and improve the quality of its provision and supports lecturers in delivering excellent learning and teaching in line with the [GTCS Professional Standards for Lecturers in Scotland's Colleges](#)
6. Monitor, develop and enhance the College's preparedness for the ongoing, external scrutiny of its provision.
7. Monitor, develop and enhance the Curriculum to ensure that the College meets the needs of students, stakeholders and the local community and is responsive to opportunities.
8. Receive, consider and discuss information on research activity in the college including Research Excellence Framework (REF),funding, curriculum support, student journey, professional development for staff and stakeholder engagement.
9. Receive regular reports from the Students Association and provide support to

the college in order to respond to student concerns.

10. Observe, recognise and encourage sharing from both staff and students of emerging good practice across various aspects of provision at the College

Estates Legacy Project Board – Terms of Reference

The Estates Legacy Project Board shall continue to conduct business only for so long as it is considered necessary after all legacy projects have been completed and a post implementation review is provided and reported to the Board of Management.

Membership
Chair of the Board of Management (Chair)
Principal
Up to five ~~other~~ Non-Executive Board members*
Chief Operating Officer and Secretary UHI
*~~To~~ This should include at least one member from the Audit Committee and one member from the Finance and General Purposes Committee

External membership of the Committee will include representatives from SFT, SFC and Gardiner Theobald.

The Vice Chair of the Board of Management or another nominated member of the Board of Management, may deputise in the absence of the Chair. A member of the Executive Management Team may deputise in the Principal's absence.

Quorum
Three members entitled to vote upon the items before the meeting.

Frequency of Meetings
The Project Board shall meet in accordance with business requirements and the project deliverables.

Reporting
Minutes from Project Board meetings will be available to all Board Members within the Board of Management papers. All substantive matters will be reported to the Board of Management as part of the agenda when and where required.

Remit
The Project Board will ~~moniter~~ develop, monitor and enhance progress on the sale of the Longman Disposal ~~and the New Campus Water Claim~~ on behalf of the Board of Management, and make decisions within the Project Board's delegated authority.

Responsibilities – Longman Site
- ~~Overseeing~~ Support, challenge and enhance the development and implementation of the sale of the Longman site on behalf of the Board of Management.
- Maintaining visible and sustained strategic commitment to the delivery of the sale of the site.
- ~~Seek and review~~ Receive, consider and discuss reports from the Project Manager.
- ~~Ensure that~~ Support, challenge and enhance the development and implementation of communication and consultation strategies ~~are in place~~ for the Project.
- ~~Monitoring of~~ Monitor, discuss and observe the holding cost report.
- ~~Ensure~~ Support, challenge and enhance the development and implementation ~~of that~~ a post-implementation review ~~is provided~~ and report~~ed~~ this to the

Board of Management.

Responsibilities – New Campus Site

- ~~Continued oversight~~ <mark>Support, challenge and enhance the development and implementation</mark> of the Estates Strategy as it relates to the campus.
- ~~Ensure that communication and consultation strategies remain in place with regards the water claim.~~
- ~~Monitor the risk register with regards the water claim~~
- ~~Monitor regular budget reports.~~
- ~~To consider~~ <mark>Support, challenge and enhance the development and implementation of</mark> any necessary changes and make recommendations to the Board of Management.
- ~~Ensure that a post-implementation review is provided and reported to the Board of Management.~~

Delegated Authority

The Project Board shall have <mark>overall strategic</mark> authority to make commitments on behalf of the Board of Management, including but not limited to matters that have received Board approval in principle.

For the sale of the Longman site this would include specifically, but not exclusively:

- Selection of a preferred bidder following marketing of the site.
- ~~Conclude~~ <mark>Conclusion of</mark> any contracts of sale or purchase as previously approved by the Board.

For the water claim at the New Campus site this would include specifically, but not exclusively:

- ~~Conclude~~ <mark>Conclusion</mark> of any contracts of sale or purchase as previously approved by the Board.
- ~~Ensuring~~ <mark>Monitoring and observing</mark> that all final stages of the build were completed to the expected specification.

University of the Highlands and Islands Inverness College

Subject/Title:	CLOSED SESSION – STUDENT ACCOMMODATION DISCUSSION
Author: [Name and Job title]	Chris O'Neil, Principal and Chief Executive Lindsay Snodgrass, Assistant Principal Student Experience and Quality
Meeting:	Board of Management
Meeting Date:	14th December 2021
Date Paper prepared:	22 November 2021
Brief Summary of the paper:	To provide the Board with a confidential update on the student accommodation and the review conducted by Anderson Stathearn into the college's policies and procedures in relation to safeguarding of Inverness College students and those living in the halls of residence at the Inverness Campus.
Action requested: [Approval, recommendation, discussion, noting]	Discussion
Link to Strategy: Please highlight how the paper links to, or assists with:: a) compliance • partnership services • risk management • strategic plan • new opportunity/change	Compliance Risk management
Resource implications:	Yes
Risk implications:	Reputational risk
Equality and Diversity implications:	Consideration of vulnerable learners
Consultation: [staff, students, UHI & Partners, External] and provide detail	n/a

Status – [Confidential/Non confidential]	**Confidential**		
Freedom of Information Can this paper be included in "open" business* [Yes/No]	No		

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	X
Its disclosure would substantially prejudice the commercial interests of any person or organisation (S33)	X	Its disclosure would constitute a breach of confidence actionable in court (S36)	X
Its disclosure would constitute a breach of the Data Protection Act (S38)		Other (please give further details)	
For how long must the paper be withheld? (express either as the time which needs to pass or a condition which needs to be met.)			

Further guidance on application of the exclusions from Freedom of Information legislation is available via

http://www.itspublicknowledge.info/ScottishPublicAuthorities/ScottishPublicAuthorities.asp and

http://www.itspublicknowledge.info/web/FILES/Public_Interest_Test.pdf

University of the
Highlands and Islands
Inverness College

Subject/Title:	Principal's Report
Author: [Name and Job title]	Professor Chris O'Neil, Principal
Meeting:	Board of Management
Meeting Date:	14 December 2021
Date Paper prepared:	07 December 2021
Brief Summary of the paper:	This report provides the Board of Management with an overview of new and continuing activity including: • Student Nos and Funding • Sale of the Longman Site • Net Zero Commitment • Sports Pitch Development • Partnership Agreement and Financial Agreement • Principal's Targets and Objectives
Action requested: [Approval, recommendation, discussion, noting]	Discussion

Link to Strategy: Please highlight how the paper links to, or assists with:: ☐ compliance ☐ partnership services ☐ risk management ☐ strategic plan ☐ new opportunity/change	New Opportunity/Change: • Curriculum Planning Review • Sports Pitch Development Partnership Services: Partnership Agreement and Financial Agreement
Resource implications:	<mark>Yes</mark> / **No** **If yes, please specify**: **Student Nos and Funding** **Costs pertaining to Longman Site** **Sports Pitch Development**
Risk implications:	<mark>**Yes**</mark> / No **If yes, please specify:** Operational: Organisational: In respect of Student Nos and Funding
Equality and Diversity implications:	Yes/**No** **If yes, please specify:**
Student Experience Impact:	Yes/No If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	
Status – [Confidential/Non confidential]	Confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	No

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)	X	Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

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University of the
Highlands and Islands
Inverness College

Subject/Title:	Governance Update
Author: [Name and Job title]	Lisa Ross, Board Secretary
Meeting:	Board of Management
Meeting Date:	14 December 2021
Date Paper prepared:	07 December 2021
Brief Summary of the paper:	This paper provides the Board of Management with an update on all governance matters.
Action requested: [Approval, recommendation, discussion, noting]	Discussion, Approval and Noting

Link to Strategy: Please highlight how the paper links to, or assists with: ☐ compliance ☐ partnership services ☐ risk management ☐ strategic plan ☐ new opportunity/change	Governance Compliance
Resource implications:	Yes / <mark>No</mark> **If yes, please specify**:
Risk implications:	**Yes** / <mark>No</mark> **If yes, please specify:** Operational: Organisational:
Equality and Diversity implications:	Yes/<mark>No</mark> **If yes, please specify:**
Student Experience Impact:	Yes/<mark>No</mark> If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	
Status – [Confidential/Non confidential]	Non-Confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	Yes

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)		Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

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Appointment of Audit Committee Vice-Chair

Following a discussion with the Chair of the Audit Committee and the Board Secretary, Sally Blyth has agreed to take on the role of Vice-Chair for the Audit Committee.

Recommendation:

That Sally Blyth be appointed Vice-Chair for the Audit Committee.

Appointment of Non-Executive Members to the Board of Management

Following a recruitment campaign in October 21 and subsequent interviews in November 21 we have recommended four candidates to University Court for appointment to the Board of Management. It is expected that this will be put before Court on 14 December 2021 and appointments will commence from 03 January 2022.

In addition, we have offered two candidates the opportunity to take on the role of co-opted members to the Audit Committee and HR Committee. Following acceptance of these roles we will align their start dates with that of the non-executive members and begin their role from 03 January 2022.

Next Steps:

Following approval of the positions by University Court and all appropriate paperwork being completed we will take to the Board of Management in February 2022 a proposal for all new appointments to be ratified.

The Board Secretary will schedule an additional Chairs Committee Meeting in January 2022 to review the skills matrix and the membership of each committee to ensure that we have the appropriate members on each Committee and to set up Board Buddies for each Board Member.

Recruitment of Chair of the Board of Management

We were advised on 02 December 2021 by UHI that we could progress with the recruitment campaign for the role of the Chair of the Board of Management. Due to the festive break, it has been agreed that recruitment for this position will begin in January 2022. A meeting of the Search and Nomination Committee will be scheduled for January 2022 to agree the timescales for this campaign. In the meantime, we will extend our current arrangement with the Interim Chair to allow us to conclude this process.

Lisa Ross
Board Secretary

University of the Highlands and Islands
Inverness College

Subject/Title:	Review of External Effectiveness Review Action Plan
Author: [Name and Job title]	Lisa Ross Board Secretary
Meeting:	Board of Management
Meeting Date:	14 December 2021
Date Paper prepared:	07 December 2021
Brief Summary of the paper:	6 Month Review and Update of the Board Development Plan from the External Effectiveness Recommendations and the Recommendations from the 19/20 and 20/21 Review of the Code of Good Governance.
Action requested: [Approval, recommendation, discussion, noting]	Approval and Discussion

Link to Strategy: Please highlight how the paper links to, or assists with: ☐ compliance ☐ partnership services ☐ risk management ☐ strategic plan ☐ new opportunity/change	Governance Compliance Strategic Plan
Resource implications:	<mark>Yes</mark> / **No** **If yes, please specify**: With regards prospect of training on report writing
Risk implications:	**Yes** / No **If yes, please specify:** Operational: Organisational:
Equality and Diversity implications:	Yes/**No** **If yes, please specify:**
Student Experience Impact:	Yes/No If yes, please specify:
Consultation: [staff, students, UHI & Partners, External] and provide detail	
Status – [Confidential/Non confidential]	Non-confidential
Freedom of Information Can this paper be included in "open" business* [Yes/No]	Yes

*If a paper should **not** be included within "open" business, please highlight below the reason.

Its disclosure would substantially prejudice a programme of research (S27)		Its disclosure would substantially prejudice the effective conduct of public affairs (S30)	
Its disclosure would substantially prejudice the commercial interests of any person or organisation (s33)		Its disclosure would constitute a breach of confident actionable in court (s36)	
Its disclosure would constitute a breach of the Data Protection Act (s38)		Other (Please give further details)	

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Background

The Board of Management approved the Development Plan at a meeting held on 01 April 2021. This plan had been drawn up to address the recommendations within the External Effectiveness Review and the Reviews of the Code of Good Governance. A six-month review of this plan has been undertaken by the Board Secretary and an update on each action has been included within the plan.

6 Month Review Recommendations

Action 1 – **Recommendation:** Pending approval of the Strategy, KPI Matrix and Terms of Reference for all Committees at today's meeting it is recommended that we mark this action as completed.

Action 2 – **Recommendation:** This action should be updated to reflect that it has been partially completed. The timescale for completion requires to be extended to March 2022 to allow sufficient time for the Chairs Committee to meet and review the membership of all Committees.

Action 3 – **Recommendation:** Pending approval of the KPI Matrix at today's meeting it is recommended that we mark this action as completed.

Action 4 – **Recommendation:** The Board is to consider whether there is still a requirement for formal training on report writing for senior members of staff in light of the changes made to the report templates and the review of the committees. If this training is still required, then the action should be updated to reflect that it has been partially completed. If it is no longer required, then the plan should be updated to reflect this, and the action can be marked as completed.

Action 5 – **Recommendation:** The Board to discuss an annual programme for members to have meaningful time and dialogue with students. This action should be updated to reflect that it has been partially completed.

Action 6 – **Recommendation:** This action should be updated to reflect that it remains ongoing. The Board Secretary will prioritise the development of a mentoring programme and a programme of induction for both her role and the role of the Chair of the Board of Management.

Action 7 – **Recommendation:** This action should be marked as completed.

Action 8 – **Recommendation:** This action should be updated to reflect that it remains ongoing

Action 9 - **Recommendation:** This action should be marked as completed.

Action 10 – **Recommendation:** This action should be updated to reflect that it remains ongoing.

Action 11 - **Recommendation:** This action should be marked as completed.

Action 12 - **Recommendation:** This action should be marked as completed.

<u>Next Steps</u>

The Board Secretary will update the Development Plan to reflect the review and our discussions, and an updated version of the plan will be made available on our website. Priority will be given to actions that still require additional work to be undertaken to ensure that we complete the action. A further review of the plan will be carried out and discussed at the Board of Management meeting in June 2022.

Lisa Ross
Board Secretary

University of the
Highlands and Islands
Inverness College

INVERNESS COLLEGE UHI – BOARD OF MANAGEMENT DEVELOPMENT PLAN 2020-21

	RECOMMENDATION	ACTION	RESPONSIBLE PERSON	TIMESCALE	UPDATES
PRIORITY ACTIONS					
1	To develop, in conjunction with our strategy, a comprehensive business report for each Committee. This would allow for improved accountability for College performance and would include: • Variances from agreed targets. • Management interventions where necessary. • Anticipated impact. *(EER Recommendation 1)* *(Review of Code of Good Governance Recommendation AY 20/21)*	Finalisation and approval of our 5-year strategic plan (including the addition of KPI's). Development of a new schedule of submissions for each Committee and a review of the Terms of Reference for each Committee this will include review of appropriate KPI's at each Committee Meeting.	Principal Board Secretary and Committee Chairs.	30 June 2021 30 June 2021	The Principal has held consultative meetings with local MSP's, MPs, and the Chamber of Commerce. Our strategy is being updated to take account of the feedback received from these meetings. High level KPI measures and strategy objectives have been drafted. December 2021 Review: • The Strategy and KPI Matrix are to be given final Board approval on 14 December 2021. • A yearly schedule of submissions is now available for all Committees. • All Committee Terms of References have been reviewed and are to be given final Board approval on 14 December 2021.
2	The development of a more influential, learner-focused Audit Committee through review of learner-facing systems and controls. Consideration of a wider membership for the Audit Committee to include additional Co-	The Audit Committee will be reviewed during the annual Committee evaluation process. As part of this the Committee will discuss whether further additions to the Committee membership is	Board Secretary & Audit Chair	June 2021	In February 2021 we appointed a new Chair of the Audit Committee as well as a co-opted member to the Committee. The structure of the Committee was strengthened further by the addition of new board members to the Committee.

opted Members to achieve an independent and informed opinion. *(EER Recommendations 2 & 3)*	required.			As part of the new EMT structure the Director of Finance now has the Job Title Assistant Principal Finance & Audit. This ensures a more influential role within the Committee. <mark>December 2021 Review:</mark> <mark>Following a further recruitment drive we are looking to appoint 4 additional Non-Executive Members to our Board of Management as well as co-opted members. A Chairs Committee will be scheduled for January 2022 to look at the skills and experience of all members of the Board of Management and we will ensure that we have the appropriate skills allocated to the Audit Committee as well as the addition of a co-opted member to the Committee.</mark>
3 A review of the committee structure and committee performance to ensure each of the standing committees assists the governing board in the achievement of its responsibilities *(EER Recommendation 4)*	A review of each Committee will be carried out to ensure alignment with the new EMT Structure as part of this review we will develop a new schedule of submissions, review the Terms of Reference, and review how our agendas are structured to ensure that the relevant KPI's are considered.	Board Secretary and Committee Chairs	June 2021	Following the EMT restructure we will now have two members of the EMT as leads for each Committee. <mark>December 2021 Review:</mark> <mark>All Committee reviews have been carried out. Yearly schedule of submissions are available for all Committees and each agenda setting meeting will now be able to consider all relevant KPI's following the approval of the KPI Matrix on 14 December 2021.</mark>

4	Development of college senior staff to achieve the production of succinct, analytical, accountable reports with clear recommendations to the governing board. Inclusion of 'learner and learning implications' and 'financial health' implications into our reporting format. *(EER Recommendations 8 & 9)* *(Review of Code of Good Governance AY 20/21 Recommendation)*	Following the completion of the restructure formal training will be arranged for all Managers on report writing. EMT members will be consulted on the development of schedule of submissions for each committee. Review of our report template and consideration of a standard template for each report along with consideration to expected length of each report. Development of Reading Rooms within AdminControl to allow for additional background information to be available to Board Members.	Principal Board Secretary & Committee Chairs Board Secretary & Committee Chairs. Board Secretary	June 2021	EMT restructure has now been completed. December 2021 Review: • Formal training on report writing is to be considered and discussed at the Board of Management meeting on 14 December 2021. • Our yearly schedule of submissions is now in place. • Our report template has been reviewed and updated. • A reading room has been developed and is now available within the Board of Management page on Microsoft Teams.
OTHER ACTIONS					
5	Development of more and regular board creative time to support formal governing board decision making through the use of sessions to explore ways to address relevant educational and community development questions. *(EER Recommendation 5)*	Review of how agendas for each Committee are structured to allow for creative time to be built. Agendas to have sufficient time and space for EMT to share their thoughts with Board Members. Development of an annual programme to assist members to have meaningful time and dialogue with students.	Board Secretary & Committee Chairs Board Secretary	June 2021 August 2021	Board Members will be asked whether they would wish to participate and volunteer for the Community Garden. December 2021 Review: Creative time has now been built into all Committee agendas. An annual programme for members to have meaningful time and dialogue with the students is still to be drawn up. However, members of the LT&R Committee have been able to visit the ABC Gardens and the School of Forestry as well as some Board of Management members being able to tour the campus.

6	To support the newly appointed Board Secretary and Chair of the Board of Management, to develop a programme (which may include a mentor) to assist the first year in office for them and for future role holders. *(EER Recommendations 6 & 7)*	Mentoring programme to be developed. A programme of induction for both the Chair and the Board Secretary roles to be developed.	Board Secretary Board Secretary & Chair of BOM.	30 April 2021	The Board Secretary has a mentor in place and will develop an appropriate programme to follow. <mark>December 2021 Review:</mark> <mark>A mentoring programme is still to be developed for the Board Secretary.</mark> <mark>A programme of induction for both the Chair and the Board Secretary roles is to be developed. The programme of induction for the role of Chair will be prioritised in the New Year as we will be advertising for the role of Chair.</mark>
7	To develop strategic action plans for the following annual reports – Health & Safety, Equality and Diversity, Safeguarding *(EER Recommendation 12)*	A review of how our strategic action plans are reported to be carried out as part of the development of our schedule of submissions	Board Secretary, Committee Chairs & EMT	June 2021	<mark>December 2021 Review:</mark> <mark>A yearly schedule of submissions is now available for all committees. Within this submission we have included where strategic action plans are required to be reviewed and brought to Committees for consideration.</mark>

8	Review the working relationship between the college governing board and UHI to ensure clarity, engagement, and contribution for the Inverness College governing board. *(EER Recommendations 11 & 13)*	Links will continue to be built with the Chair of Court and the Vice Chancellor, UHI. We will remain mindful of the clear boundaries between IC governing and UHI.	Principal & Chair of Board of Management	Ongoing	The Principal and the Chair of the Board of Management have met with the Vice Chancellor and the Principal will have a follow up meeting with him. December 2021 Review: The Principal and the Interim Chair of the Board of Management continue to meet and work with the Vice Chancellor and Principal of UHI and the Chair of Court.
9	Implementation of the plan to address aspects of the Code of Good Governance. It is suggested that a review of progress is undertaken every three months to check on progress and any issues arising from implementation. *(EER Recommendation 14)*	The annual review of the Code of Good Governance will be included within the schedule of submissions when developed.	Board Secretary		Development actions from the review of the Code of Good Governance will be addressed within this plan. December 2021 Review: The Review of the Code of Good Governance is included within the yearly calendar of submissions for the Board of Management. All recommendations from the review will be incorporated into the Board of Management Development Plan.
10	All Board Members should be aware of the formal process for setting the Principal's remuneration. *(Review of Code of Good Governance AY 19/21 Recommendation)* *(Review of Code of Good Governance AY 20/21 Recommendation)*	An updated guide to the process will be developed and circulated to all Board Members.	Board Secretary	30 April 2021	The remuneration process in respect of the Principal's salary should be carried by the PR&R Committee as some time has elapsed since it was last reviewed. December 2021 Review: The Principal's PRD took place on 29 October 2021. A further PRD meeting is to be scheduled in January 22. Following this the PR&R Committee will meet and review an appraisal report and begin the process for the review of the salaries for both the Principal and the EMT.

11	Development of the induction process to include online inductions. *(Review of Code of Good Governance AY 19/21 Recommendation)* *(Review of Code of Good Governance AY 20/21 Recommendation)*	Review of the induction process to take place. This will include the inclusion of Board Members responsibilities as Charity Trustee's	Board Secretary	30 April 2021	The Board Secretary is currently carrying out a review of the induction process and papers. This has been delayed due to the cyber-incident ==December 2021 Review:== ==The Board Member induction process has been reviewed and all paperwork has been updated. All induction paperwork is now available to Board Members via SharePoint.==
12	Enhancing diversity on the Board of Management	Review of where we advertise and publicise roles on the Board of Management to ensure that we reach the widest and most diverse range of possible candidates during a recruitment process. Establishment of diversity targets.	Board Secretary	October 2021	The Board Secretary will ensure that the upcoming recruitment campaign is widely advertised and publicised. ==December 2021 Review:== ==We have had a wide variety of applicants for both the Autumn 2020 and Autumn 2021 recruitment campaigns.==