UHI | INVERNESS

Board of Management

MINUTES of the BOARD OF MANAGEMENT HYBRID MEETING held in room 203/204 and via Microsoft Teams on 23 June 2026.

PRESENT:	Janette Campbell, Chris O'Neil, David Stewart, Jane Davidson (teams), Paul Shanks, Lindsay Ferries, Rojan Kumar Subramani (teams), Annie Nelson (teams), Innis Montgomery (teams), Wendy Grindle (teams), Heather Keyes (teams), Sally Blyth (teams), Chloe Young, Anthony Standing, Oliver Sweeney (teams), Arvinder Kainth (teams), Conrad Copeland (teams), Donald MacKenzie (teams) & Pauline Tuthill (teams)
CHAIR:	Janette Campbell
APOLOGIES:	John Pocock & Director of Finance and Estates
IN ATTENDANCE:	VP Curriculum, Operations and External Relations (VPCOER) VP Curriculum, Student Experience and Quality (VPCSEQ) Paul Travill, UHI Court Head of Operations and Business Performance Information Systems Manager Max Brown, Director of Transformation & Business Planning, UHI Roger Sendall, University Secretary, UHI Simon Varwell, Director of Student Engagement & Representation, HISA Governance Officer

The Chair welcomed everyone to the meeting.

The Governance Officer confirmed that the meeting was quorate.

Declarations of Interests

No declarations of interest, statements of connections or transparency statements were noted.

1. TRANSFORMATION UPDATE & DISCUSSION

The Board was provided with a CONFIDENTIAL presentation by the Director of Transformation & Business Planning, UHI, Confidential Note (CN-BoM-01-062026).

Pauline Tuthill joined the meeting.

2. HISA PROPOSED REVISED ARTICLES OF ASSOCIATION

The Director of Student Engagement & Representation, HISA, joined the meeting.

The Director of Student Engagement & Representation, HISA, spoke to the report and provided the Board with an update on the Proposed Revised Articles of Association. It was reported that no substantial changes had been made to the existing documents as mostly format and layout were amended in order to update the articles in parallel with the schedules document. In accordance with the nature of UHI the HISA is accountable to all the partners, and the same articles are being presented to all Boards in June 2026 for review and approval. The Articles had already been presented to the LTR Committee on 9th June 2026, were pre-approved and recommended for Board's approval.

The Board welcomed the updated document and congratulated HISA on their efficient work. The articles had been well and clearly presented and will be of benefit to the student body. One Member clarified if legal advice was sought in the process and the Director of Student Engagement & Representation, HISA, replied that there is requirement for seeking legal advice in case of a substantial change being applied to the articles. As this update was a minor one no legal advice was sought during the process.

Decision: The Board **APPROVED** the HISA Proposed Revised Articles of Association report.

The Interim Chair of the Board thanked the Director of Student Engagement & Representation, HISA, for his detailed report.

The Director of Student Engagement & Representation, HISA, left the meeting.

3. MINUTES

a.) Meeting of the Board of Management held on 31 March 2026

Decision: The minutes of the Board of Management Meeting held on 31 March 2026 were **AGREED** as a correct record and were **APPROVED.**

b.) Confidential Note (CN-BoM-01-032026) held on 31 March 2026

Decision: The Confidential Note (CN-BoM-01-032026) of the Board of Management Meeting held on 31 March 2026 was **AGREED** as a correct record and was **APPROVED.**

c.) Confidential Note (CN-BoM-02-032026) held on 31 March 2026

Decision: The Confidential Note (CN-BoM-02-032026) of the Board of Management Meeting held on 31 March 2026 was **AGREED** as a correct record and was **APPROVED.**

d.) Confidential Meeting of the Extraordinary Board of Management held on 30 April 2026

Decision: The Confidential minutes of the Extraordinary Board of Management held on 30 April 2026 were **AGREED** as a correct record and were **APPROVED**.

e.) Confidential Meeting of the Extraordinary Board of Management held on 28 May 2026

Decision: The Confidential minutes of the Extraordinary Board of Management held on 28 May 2026 were **AGREED** as a correct record and were **APPROVED**.

4. OUTSTANDING ACTIONS

- **FE / HE Course Fees – ONGOING -** The variations of credit based funding across partnership to be raised with UHI.

Update at 23/06/2026: The Governance Officer will confirm clear ownership of this action for college and EO's sides with agreed timelines.

- **Topslice Increase for 2025/26 – ONGOING -** Reasons for the increase in topslice for 2025/26 to be discussed with EO.
  Update at 23/06/2026: The Governance Officer will confirm clear ownership of this action for college and EO's sides with agreed timelines.

- **Principal's Report – QAA Process – ONGOING -** Feedback about the new QAA process to be shared with EO and SFC. There is a need for more frequent meetings.
  Update at 09/06/2026: As reported to the LTR Committee the Partnership Quality and Enhancement Committee suggested that the QAA process and SEAP documents should be reviewed by the Principals in Partnership Council.

- **Timeline for the VSS – COMPLETE -** Communication to be sent back to the RSB to clarify the initial timeline of 6-8 months.
  Decision: It was **AGREED** that this item could be removed from the list.

- **KPI Matrix – COMPLETE -** Incorporated budget impact column to be added to the KPI Matrix. Meeting to be scheduled with Chairs of Audit & FGP.
  Decision: It was **AGREED** that this item could be removed from the list.

- **Governance Update – Skills Matrix – ONGOING -** Format and content of the new Skills, Knowledge & Experience Self-Assessment template to be reviewed to ensure all skills are captured and the form is user-friendly.
  Update at 23/06/2026: SLWG was created to review the existing template. First meeting took place on 10/06/2026 with work continuing over summer.

- **Research Update – ONGOING -** An update to be provided regarding new UHI Strategy, wider partnership experience and knowledge exchange in terms of research.

Discussion about the status of the ongoing actions linked to the Transformation project took place. The Governance Officer will confirm clear ownership of these actions for college and EO's sides with agreed timelines.

5. HARM REDUCTION POLICY

The Chair of LTR spoke to the report and confirmed that this policy was discussed, pre-approved and recommended for Board's approval on 9th June 2026 by the LTR Committee. The Chair of HR commented on the lengthy drafting process of this new policy and changes made in terms of scope, wording & terminology. The Board agreed and expressed their thanks to the VPCSEQ and the team involved in the process for their excellent work. All concerns raised by the Members over the last year relating to potential safeguarding damage and reporting processes have been addressed and amended within the new proposed policy draft. The VPCSEQ confirmed that feedback received from staff and students during the consultation periods has been included in the draft document and thanked the Board for their support over the last year.

The Interim Chair of the Board positively commented on the proactive approach of the policy and the college taking the lead locally.

Decision: The Board **APPROVED** the Harm Reduction Policy.

6. ITEMS APPROVED VIA WRITTEN PROCEDURE

The Governance Officer confirmed that all 5 policies presented to the Committees in June 2026 were preapproved and recommended for Board's approval. To date quorum approval was received via written email procedure.

Following policies had been **APPROVED**:

a.) Data Protection Policy
b.) Staff Flexible Working Policy
c.) Maternity & Parental Leave Policy
d.) Staff Code of Conduct Policy
e.) Dignity in the Workplace Policy

Decision: The Board **APPROVED** the Items Approved via Written Procedure Report.

The Interim Chair of the Board thanked the Governance Officer for her report.

7. GOVERNANCE UPDATE – OSCR ANNUAL RETURN REPORT

The Governance Officer spoke to her report and provided the Board with the final return which was submitted to the Office of the Scottish Charity Regulator (OSCR)

in respect of the College Financial Year 2024-25 on Monday 27th April 2026. The Board were asked to retrospectively approve the return report.

Decision: The Board **APPROVED** the OSCR Annual Return Report.

The Interim Chair of the Board thanked the Governance Officer for her report.

8. FINANCIAL BUDGET & MONITORING 2025/26 UPDATE (CONFIDENTIAL)

The Board was provided with a CONFIDENTIAL report by the VP Curriculum, Operations & External Relations, Confidential Note (CN-BoM-02-062026).

The Interim Chair of the Board confirmed that this item was for discussion only.

The Information Systems Manager joined the meeting.

Conrad Copeland, Donald MacKenzie and the Information Systems Manager left the meeting.

9. REVENUE BUDGET – AY 26-27 (CONFIDENTIAL)

The Board was provided with a CONFIDENTIAL report by the VP Curriculum, Operations & External Relations, Confidential Note (CN-BoM-03-062026).

Decision: The Board **APPROVED** the Revenue Budget – AY 26-27 report.

10. CAPITAL EXPENDITURE BUDGET – AY 26-27

The VPCOER spoke to the report on behalf of the Director of Finance and Estates and provided the Board with an update regarding the capital funding budget for 2026/27 for both FE and HE capital grants. The report was presented to the FGP Committee on 11th June 2026, was pre-approved and recommended for Board's approval. The report included following capital budget allocations: FE lifecycle maintenance, FE backlog maintenance, HE capital funding and Research capital funding.

The Board welcomed the report and asked for clarification regarding the parameters of the capital budget. The VPCOER explained that they are slightly different from the revenue budget. The revenue budget has a year-end of 31 July, whereas the capital budget has a year-end of 31 March and therefore the college

must commit to spend the full grant by 31 March and pay the subsequent invoices by 31 July each year.

The Interim Chair of the Board thanked the VPCOER for reporting on behalf of the Director of Finance and Estates.

Decision: The Board **APPROVED** the Capital Expenditure Budget - AY 26-27 report.

11. PRINCIPAL'S REPORT

The Board was provided with a CONFIDENTIAL report by the Principal, Confidential Note (CN-BoM-04-062026).

12. KPI MATRIX UPDATE

The Head of Operations and Business Performance spoke to his report and provided the Board with an update regarding the KPI Matrix and measures in scope. Following a recent discussion with the Interim Chair of the Board the format and focus of the report have been changed and will even further in the new AY 2026/27 to better capture and monitor measures that are impacting college's financial position. Following measures in red were discussed in more detail: forecast outrun operational surplus (deficit), HE active applications, HE FTEs figures, GA new enrolments, MA successful outcomes and RIDDOR reportable accidents.

The Interim Chair of the Board welcomed the report in its new format with financial impact being outlined in terms of potential and actual impact.

Discussion about different RIDDOR reporting thresholds for staff and students, the importance of H&S aspect of students inductions and all H&S training being completed by students before being exposed to hazards took place.

Concerns were raised in regard to an additional measure in red, staff sickness levels. Suggestion was made for sickness levels to be added to the FRP and the new developed KPI Matrix. The Principal thanked for the suggestion and replied that it will be taken to the EMT forum for discussion, with the Board being updated on the outcome after the meeting.

13. GOVERNANCE UPDATE

The Governance Officer spoke to her report and provided the Board with an update on all current governance matters.

Following areas were highlighted:

- Skills Matrix
- Strategic Plan 2027
- Board Training
- ICT Update – access from abroad
- Committee and Chair Evaluations

The Governance Officer expressed her thanks to Members who volunteered for both SLWGs; their time, insight and support were greatly appreciated.

The Interim Vice-Chair of The Board thanked the Governance Officer for her detailed report.

14. DRAFT MINUTES OF MEETINGS OF BOARD COMMITTEES (CONFIDENTIAL)

The Board noted the contents of the DRAFT minutes of meetings of the:

a.) Extraordinary HR Committee held on 30 April 2026
b.) Audit Committee held on 02 June 2026
c.) HR Committee held on 04 June 2026
d.) LTR Committee held on 09 June 2026 – to follow
e.) FGP Committee held on 11 June 2026 – to follow
f.) Chairs Committee held on 18 June 2026 – to follow

The Interim Chair of the Board has asked Members to send any comments regarding minutes to herself and the Governance Officer.

15. UHI UPDATES

The Chair has asked Members to send any comments regarding UHI Updates to herself and the Governance Officer.

15. AOCB

The Governance Officer asked for only Board Members to remain in the meeting/ on the call.

Paul Travil, Roger Sendall & Martin Whyte left the meeting.

The Interim Chair of the Board agreed for the EMT members to stay in the meeting/ on the call for the confidential AOCB item.

Heather Keyes & Paul Shanks have declared interest in the Confidential HR Business Case.

Heather Keyes left the meeting/ call.

The Board was provided with a CONFIDENTIAL report by the Principal, Confidential Note (CN-BoM-05-062026).

13. DATE AND TIME OF NEXT MEETING

Tuesday 06 October 2026 at 4.30 p.m.

The Interim Chair of the Board thanked all Members for their time, support and interesting discussions at tonight's meeting. Thanks were also given to the EMT Members for their additional hard work, support provided to the Board and efficient collaboration in time of significant change.

All Members were asked to prioritise in person attendance at the October meeting. There will be opportunities to meet with staff and students before the start of the next meeting.

The Board expressed their thanks to the Interim Chair of the Board and let her know her support was greatly appreciated by all Members.

Signed by the Chair:	
Date:	06/10/2026