

MINUTES of the MEETING of the BOARD OF MANAGEMENT held in the Boardroom, 1 Inverness Campus on Thursday 28 March 2017

PRESENT:	Hazel Allen, Jaci Douglas, Mick Longton, Helen Miller, Lindsey Mitchell, Diane Rawlinson, Gavin Ross, Gabriel Starr, Neil Stewart, Steve Walsh, John Wilson
CHAIR:	Neil Stewart
APOLOGIES:	Brenda Dunthorne, Brian Henderson, Louise James, Ryan McAdam, Kate White
IN ATTENDANCE:	Depute Principal Director of Organisational Development Director of Business Development Head of Curriculum Head of Student Services Board Secretary
OBSERVERS:	Sarah Burton Andy Gray Innis Montgomery

The Chair again welcomed David Archibald from Henderson Loggie who would be presenting the final report on the externally facilitated effectiveness review.

He was also pleased to introduce three new Board Members, namely Sarah Burton, Andy Gray and Innis Montgomery. The UHI Court had approved their appointments and they were now waiting PVG clearance. The College also intended to co-opt two members to the Board; Fiona Neilson and Carron McDiarmid but they were unable to attend the meeting today.

*The Chair referred to an additional item of confidential business to be considered, namely Student representation – HISA and ICOSA. It was **AGREED** that this additional item would be considered after the other confidential item on the agenda, Sale of Longman Car Park.*

Declaration of Interests

Jaci Douglas, being a Member of Highland Council, and a Board Member of NHS Highland, declared an interest in item 12. Lindsay Mitchell, being a member of NHS Highland staff also declared an interest in item 12.

1. EXTERNALLY FACILITATED REVIEW – FINAL REPORT AND BOARD DEVELOPMENT PLAN

David Archibald of Henderson Loggie spoke to the final report and board development plan which had been prepared following the externally facilitated effectiveness review undertaken in the period December 2016 to March 2017. David referred briefly to the background to the review, the scope, objective and overall findings and the audit approach which had been taken.

He highlighted a significant number of strengths in the report across the five areas of Leadership and Strategy, Quality of the Student Experience, Accountability, Effectiveness and Relationships and Collaboration. Overall the report was very positive with only 5 actions to be taken forward. Two of these were linked to FERB and the UHI Court.

The Chair thanked David for the comprehensive report and hoped that the many strengths would be recognised across the sector.

The Board of Management **ACCEPTED** the report and the actions within the development plan. Under the terms of the Code of Good Governance for Scotland's Colleges, the Board was now required to submit the report and development plan (including progress on the previous years' plan – item 2 below) and the board self- evaluation to its funding body, namely UHI.

Steve Walsh entered the meeting during discussion of the following item.

2. 2016 DEVELOPMENT PLAN – REVIEW

The Board Secretary referred to the 2016 development plan which had been developed in late 2015 and to the conclusions and actions from the Communications working group which had reported back to the Board at its meeting in June 2016.

There were two outstanding actions from the Communications group conclusions relating to raising awareness of Board Members of college events and good news stories such as student achievements and awards.

The Board **AGREED** that the two outstanding actions be taken forward by the Chair and the Board Secretary.

3. MINUTES

The Minutes of the Meeting of the Board of Management held on 20th December 2016 were agreed as a correct record, were approved and signed.

4. POLICIES

a) RECORDS MANAGEMENT POLICY

The Audit Committee, at its meeting on 28 February 2017 had considered a revised records management policy and had recommended it to the Board of Management for approval.

The Board of Management **APPROVED** the records management policy.

b) HEALTH AND SAFETY POLICY AND ANNUAL STATEMENT

The Audit Committee, at its meeting on 28 February 2017 had considered a revised health and safety policy which included the annual health and safety statement and had recommended it to the Board of Management for approval.

The Board of Management **APPROVED** the health and safety policy and the annual statement was signed by the Chair and by the Principal.

c) MATERNITY AND PARENTING LEAVE

The Human Resources Committee, at its meeting on 1 March 2017 had considered a revised maternity and parenting leave policy and had recommended it to the Board of Management for approval.

The Board of Management **APPROVED** the records management policy.

5. ARTICLES OF GOVERNANCE

The Board Secretary advised that the Chairs Committee had considered a number of articles of governance at its meeting held on 31 January 2017.

The guide relating to the key functions constitution and proceeding of Boards of Management would replace the formal constitution within the Governance Manual. The Chairs Committee had recommended the scheme of delegation, standing orders and the staff member election rules to the board of Management for approval.

The Board of Management **APPROVED** the scheme of delegation, standing orders and the staff member election rules and noted that they would be published on the college website.

6. EQUALITY OUTCOMES ANNUAL REPORT – APRIL 2017

A report by the Director of Organisational Development referred to the Equality Outcomes Report 2013-17 which set out the progress which had been made in achieving the equality outcomes which had been agreed by the Board of management and subsequently published in April 2013.

The outcomes had been structured under the following seven themes:

1. Institutional Leadership and Governance
2. Learning and Teaching
3. Students
4. Staffing
5. Staff Development
6. Communication
7. Performance

Going forward, the SFC guidance on Regional and College Outcome Agreement required colleges and universities to address inequalities through a published Access and Inclusion strategy alongside a Gender Action Plan. While these addressed actions to tackle inequality in relation to students including participation and attainment, the Public Sector equality duty also required colleges and universities to take action to address inequalities as an employer.

The Board discussed the report and asked a number of questions relating to improving access and attainment for students from deprived areas. The Principal confirmed that the College was working with community groups and that a number of community events were being held in the college to promote the College and its facilities to all.

The Board was pleased to note the very good progress which had been made over the period 2013-2017.

7. SCHEDULE OF MEETINGS AND EVENTS 2017-18

The Board Secretary referred to the draft schedule of meetings and events which had been prepared for the 2017-18 academic year. The schedule was similar to those agreed in previous years with 4 cycles of committee and board meetings being held throughout the year. A number of extra meetings of the Chairs committee had once again been scheduled to deal with the increased volume of governance related issues which required to be actioned. The Chair confirmed that the Chairs meeting was an open meeting which any member of the Board could attend if he/she so wished.

The schedule would not be finalised until the new members were allocated to the standing committees and there had been discussion on the best date and time to hold the meetings.

The Chair asked all members to advise the Board Secretary if they had a particular interest in membership of any of the standing committees.

Gill Berkeley entered the meeting during discussion of the following item.

8. SUCCESSION PLANNING

The Chair advised that he had asked that this item be included on the agenda to consider succession planning for the Board and committees. However, following the successful recruitment campaign the Board would be at full membership with further individuals joining committees as co-opted members. The need to discuss this matter at this time had been resolved.

9. SALE OF LONGMAN CAR PARK

A report by the Principal reviewed the factors leading to the delay of the sale of the Longman Campus site and proposed the sale of part of the land (the car park that fronted onto the Longman Road) to the Scottish Courts and Tribunal Services (SCTS).

During the past three months, the College has been discussing the potential implications of this proposal with SFT, the College's solicitors and SCTS. The first valuation of the site had been contested by the college and a second independent evaluation was jointly commissioned in late 2016. The second valuation concluded the value of the land to be £660,000 excluding VAT.

The final offer being made, £660,000 excluding VAT was based on a slightly larger site than originally proposed. Initial advice indicated a likely need to increase the size of the access road from the A82 which would reduce the size of the land available for development. This requirement had now been removed.

The advice given from SFT and the College solicitors was that this was a fair offer. Although the proceeds of the sale of the Longman site would be returned to the Scottish Funding Council, net of any costs incurred to the College in terms of site security, marketing and sale, the College had a

responsibility to achieve best value in this transaction. The Principal confirmed that the transaction did achieve value for money in terms of its financial transaction but also demonstrated the College's constructive work with other public sector partners to facilitate City developments that would benefit the community. The development of SCTS facilities on this site on the Longman trading estate would bring together various elements of the justice system and would assist Highland Council in its plans to develop the Castle as a tourist attraction.

The Board discussed the report and commended the College Management on contesting the initial valuation. The Board were given an assurance that the sale of the car park fronting Longman Road would not adversely affect the marketing and sale of the remaining part of the site. It was also pleased to note that the College would not incur any costs in this transaction.

The Board **APPROVED** the sale of the Car Park that was part of the Longman Campus and fronted onto Longman Road, all as detailed in the plans appended to the Principals report, for a sum of £660,000, exclusive of VAT.

Gavin Ross left the meeting during discussion of the following item.

10. STUDENT REPRESENTATION – HISA AND ICSA

The Board Secretary tabled a report which had been prepared by HISA and ICSA executive officers. The Vice Principal Equality spoke to the report, highlighting the benefits and value of formally entering into negotiations and considering a full merger between HISA and ICSA before the start of the 2017-18 academic year.

The Board members asked a number of questions relating to future funding, on staff numbers and on the student membership of the Board. It would be important for ICSA to ensure that a number of safeguards were in place to guarantee continued benefits to Inverness College students of any merger beyond the first year.

The Board **AGREED** to ratify the proposal that HISA and ICSA should formally enter into negotiations and consider a full merger between the two organisations before the start of the 2017-18 academic year

11. DISPOSAL OF THE LONGMAN CAMPUS

A report by the Principal provided an update on the disposal of the Longman Campus and outlined the proposal being made to SFC by SFT that the Longman buildings be demolished prior to the land being marketed. The advantages to the college in proceeding with demolition in advance of the site being marketed were also highlighted.

At an earlier stage of the meeting the Board approved the sale of the Longman car park to SCTS to support the developments on the Longman Road. SFT was conscious of the potential risk in the future to the new SCTS development when the Longman College building would be demolished. If the demolition was delayed until after the SCTS development was complete it could impact negatively on the new development.

SFT was therefore discussing with SFC the possibility of demolition of the Longman building prior to marketing the land. The agents had indicated that this would have a positive impact on the marketability of the land and could speed up the disposal process by attracting less conditional offers.

However, any such demolition would be dependent on SFC agreeing that the receipt from the sale of Midmills and the Longman car park be used to cover the costs of the demolition as well as any costs incurred by the College for legal support, site security and sale. In order that this assessment could be made, the College had been asked to provide details of costs incurred by the College in securing the site to date.

In order to close out any outstanding issues with the Longman campus prior to a decision being made, confirmation in writing had been requested from UHI that the Millennium funding of the LRC had been resolved. SFT was also working to resolve the issue relating to the location of the Thus communications cabinet that remained onsite. The Board would be kept informed as discussions progressed.

The Board **NOTED** the risks to the College, namely the security and maintenance of the existing building and the procurement of a demolition contractor.

The Board **AGREED** that if SFC agreed with SFT's recommendation to demolish the Longman Building ahead of the sale of the site, and a decision was required from the Board, that this be sought by e mail approval rather than call a Special Board meeting.

Having declared an interest, Lindsay Mitchell left the room during discussion of the following item.

12. INVERNESS CAMPUS SPORTS AND HEALTH RELATED DEVELOPMENTS

A report by the Depute Principal provided information on the progress of sports and health related developments on the Inverness Campus following a report which the Principal had submitted to the Board in June 2016. The developments provided the college with opportunities to enhance its curriculum offer, aligned with employer/sector demand, and to grow its student numbers and research activity and would require capital investment.

Centre for Health Science Phase II (CfHS2) was a working title for a collaborative development involving NHS Highland, UHI and Highlands and Islands Enterprise (HIE): Inverness College UHI was acknowledged to have a stake in the development. The project included the planned location of an elective care unit on the Campus site.

The development of sports facilities on Inverness Campus was part of HIE's vision from the outset of the campus project, culminating in a 'sports centre feasibility study' published in November 2014. That report highlighted Inverness College UHI and the links to education and research and to health and wellbeing as key potential features of any development.

The college's well-established and growing sport and health-related curricula would both complement and benefit from the creation of a CfHS2 and sports facilities on campus. The synergy between the two developments was a key strength, offering the opportunity for cross-disciplinary learning and research.

The Board welcomed the progress which had been made on both proposed developments, noted the next steps which would be taken and acknowledged the requirement for a capital funding contribution by the College, the likely source of which would be the ALF.

13. **PRINCIPAL'S REPORT**

A report by the Principal provided the Board with a summary of College activity in the last quarter.

- **Regional Outcome Agreement**

A more collegiate approach had been taken to the development of the Regional Outcome Agreement for 2017/20. The UHI Court had approved the document at its meeting on 23rd March and a copy would shortly be made available to Board Members.

- **The UHI Strategy Group**

Good progress had been made in the last two months against the recommendations that emerged from the workings of the UHI Strategy Group and which had been endorsed by the Depute First Minister. The Partnership Council had been formed and had replaced HEPPRC and FEEB, creating a new tertiary forum with a monthly meeting schedule that brought the University's senior leaders together more frequently than before. Two of the three VP 0.5 FTE roles had been filled. A follow up session from John Sturrock QC was held on the afternoon of 21st March in Perth prior to the University's strategic event and the meeting with the Deputy First Minister on 22nd March.

- **2017/18 Funding**

A Special meeting of the FERB had been held to discuss the proposed FE funding methodology for the 2017/18 academic year. The sum to be allocated to Inverness College UHI was £161,185 or an increase of 2.1%. The College had also been allocated 500 additional credits, part of a redistribution from Lews Castle College. The potential loss of rurality funding was a significant risk to the College.

- **Professor Eric Verspoor's Inaugural Lecture**

Professor Eric Verspoor, Director of the Rivers and Loch's Institute had given his inaugural lecture, 'Beneath the surface: fish and chips in rivers and lochs', at Inverness College UHI on the evening of 23rd March. He had been awarded a personal chair (professorship) in recognition of his expertise in aquatic biodiversity conservation and management. This was Inverness College UHI's first professorship.

- **Political Interest**

Keith Brown MSP, Minister for Transport and Jamie Hepburn MSP, Minister for Employability and Training had both visited the College in March to talk about the education project linked to the A9 dualling and on the work based learning provision, particularly the work in growing the number of foundation and modern apprentices.

- **Director of Corporate Services Role**

A request had been made by the Scottish Funding Council that the College give consideration to a proposal for a shared finance director.

role that would provide support to both Inverness College UHI and Moray College UHI.

- **National Pay Bargaining**

A dispute was arising over the implementation of the academic staff pay deal agreed for 2015/16 and 2016/17. Strike action was proposed following the Easter academic holiday.

14. PRINCIPAL RECRUITMENT PROCESS - APPOINTMENT OF SELECTION COMMITTEE

A report by the Director of Organisational Development proposed the membership of the selection committee for the appointment of the new Principal and set out the key dates for the selection committee and wider Board membership. The proposed selection committee provided a range of perspectives and expertise relevant to the selection criteria for the post. The Director of Organisational Development provided an update on the final panel member and confirmation of the dates and venue for the two-day selection process.

The Board **APPROVED** the membership of the selection committee, **AUTHORISED** the committee to select a new Principal and to **RECOMMEND** the selection to the Board of Management for ratification.

15. MINUTES OF MEETINGS OF BOARD COMMITTEES

The Board **NOTED** the meetings of the following committee meetings as follows:

- a) Chairs Committee – 31 January 2017
- b) Performance, Review and Remuneration – 31 January 2017
- c) Chairs Committee – 23 February 2017
- d) Audit Committee – 28 February 2017
- e) Human Resources Committee – 2 March 2017
- f) Learning and Teaching Committee – 7 March 2017
- g) Finance and General Purposes Committee – 9 March 2017

16. GOODBYE AND WELCOME

The Chair advised that Brenda Dunthorne and Louise James would be stepping down from the Board at the end of March and May respectively. Louise's last meeting would be the Learning and Teaching Committee on 30th May. The Chair recorded his thanks to Brenda for her contribution to the Committees and to the Board.

Also, the Principal, Diane Rawlinson would be taking up her new position with UHI at the end of May. This was her last Board meeting. Personally, and on behalf of the Board, the Chair recorded his thanks to the Principal for her significant contribution to the college in the last 4 years.

The new Board and co-opted members would be taking up their roles at the beginning of April. He therefore proposed that, as a thank you to those departing and a welcome to those joining the Board, a dinner be held in the Shielling restaurant on Thursday 27th April.

17. DATE AND TIME OF NEXT MEETING

Thursday 22 June 2017 at 4.30 p.m.

Signed by the Chair:

Neil Hunt

Date:

20-6-2017