

**MINUTES of the MEETING of the BOARD OF MANAGEMENT held in room 202,
1 Inverness Campus on Tuesday 17 December 2019**

PRESENT: Hazel Allan, Sarah Burton, Jaci Douglas, Robyn Kennedy,
Innis Montgomery, Chris O'Neil, Gavin Ross, Tom Speirs,
John Wilson, Steve Wilson, Kelly Mackenzie, George Gunn,
Vivienne Mackie,

CHAIR: Neil Stewart

APOLOGIES: Fiona Neilson, Tina Stones, Gill Berkeley

IN ATTENDANCE: Depute Principal Planning and Student Experience
Depute Principal Academic Development
Director of Finance
Interim Director of Finance
Director of Organisational Development
Director of External Relations
Director of Student Services
Board Secretary - interim

OBSERVERS: Laurie Symon

**PRESENTATION ON KNOWLEDGE TRANSFER PARTNERSHIPS BY
PROFESSOR CHRIS O'NEIL**

The presentation was deferred to a later date.

Declarations of Interest – there were no declarations of interest.

The Chair thanked Steve Walsh for his contribution to the board. He also thanked Fiona Mustarde on behalf of the whole board of management for her support and for her long service to the college.

1. GOVERNANCE UPDATE

Following a recruitment process earlier in Autumn, five new Board members have been appointed.

The Board **NOTED** that the appointments had now been made.

Following the departure of two independent members and the departure of the Board Chair a number of vacant roles are to be filled from 01 January 2020. The following roles were proposed:

1. Interim Vice-Chair – John Wilson.
2. Chair of Learning, Teaching and Research – Tom Speirs.
3. Chair of Human Resources – Innes Montgomery.
4. Chair of Finance and General Purposes – Gavin Ross.

The board **APPROVED** these recommendations.

Following the departure of the previous Board Secretary an interim Board Secretary has been appointed following a recruitment process.

The board was asked to **RATIFY** the temporary appointment.

The recruitment process for the permanent Secretary to the Board of Management has commenced and the interviews are scheduled for 10 January 2020. When completed a recommendation will come back to the Board for approval.

2. **MINUTES**

The Minutes of the Meeting of the Board of Management held on 11 October 2019 were **AGREED** as a correct record and were **APPROVED**.

3. **OUTSTANDING ACTIONS**

The Board of Management **AGREED** which actions had been completed and could be signed off and those which were still outstanding and would remain on the list.

Hazel Allen joined the meeting during these discussions.

4. **AUDITED ACCOUNTS FOR YEAR END 31 JULY 2019 - CONFIDENTIAL**

The Joint Audit/Finance and General Purposes Committee, at its meeting on 5 December 2019 had considered the annual audit report, the Financial Statements for the year ended 31 July 2019 and the letter of representations and had recommended approval of same to the Board of Management.

Ernst and Young's independent auditor's report provided an unqualified opinion that the financial statements

- gave a true and fair view in accordance with the Further and Higher Education (Scotland) Act 1992 and directions made thereunder by the Scottish Funding Council (SFC) of the state of the affairs of the College and Group as at 31 July 2019 and of its surplus for the year then ended;
- had been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and

- had been prepared in accordance with the requirements of the Further and Higher Education (Scotland) Act 1992 and directions made thereunder by the Scottish Funding Council, the Charities and Trustee Investment (Scotland) Act 2005, and regulation 14 of The Charities Accounts (Scotland) Regulations 2006 (as amended).

In relation to opinions on matters prescribed by the Auditor General for Scotland, Ernst & Young were satisfied that, based on work undertaken in the course of the audit:

- The audited part of the Remuneration and Staff Report had been properly prepared in accordance with the Further and Higher Education (Scotland) Act 1992 and directions made thereunder by the Scottish Funding Council.
- The information given in the Performance Report for the financial year for which the financial statements were prepared was consistent with the financial statements and that report was prepared in accordance with the Further and Higher Education (Scotland) Act 1992 and directions made thereunder by the Scottish Funding Council; and
- The information given in the Governance Statement for the financial year for which the financial statements were prepared is consistent with the financial statements and that report was been prepared in accordance with the Further and Higher Education (Scotland) Act 1992 and directions made thereunder by the Scottish Funding Council.

Discussions took place regarding the Annual Report and accounts for the Year Ended 31 July 2019. It was confirmed that there had been an extensive Audit report and from the report a number of recommendations were identified for action.

An update was provided by the Chair of the Finance and General Purposes Committee on the discussions at the joint Audit/Finance and General Purposes Committee. He confirmed that the accounts were submitted and recommended by the joint committee for **APPROVAL** by the Board of Management.

The accounts and the Letter of representations were **APPROVED** by the Board.

The Board of Management **APPROVED** the annual audit report, the Financial Statements for the year ended 31 July 2019 and the letter of representations for submission to the Scottish Funding Council by 31 December 2019.

One amendment to page 30 of the accounts on a surname change was to be actioned before signing.

5. AUDIT COMMITTEE ANNUAL REPORT TO THE BOARD OF MANAGEMENT

The Chair of the Audit committee highlighted the key points of this report.

The audit committee at the meeting of the 26 November 2019 had, recommended the annual report to the Board of Management for approval.

The Board of Management **APPROVED** the annual Audit Committee report.

The Director of Finance advised for 2018/2019 she had received that day the final audit report and findings had been reduced from 21 to 18.

6. RISK MANAGEMENT - CONFIDENTIAL

The annual review of Risk Management Policy had been undertaken and no changes were proposed.

7. POLICIES

UHI Common Policy – Tertiary Learner Support Policy

Some minor changes to be made following the Learning, Teaching and Research Committee meeting.

APPROVED subject to the minor changes

UHI Common Policy – Student Code of Conduct Policy (including Gaelic version)

Some minor changes to be made Board of Management **APPROVED** policy subject to minor changes.

UHI Common Policy – Promoting a Positive Learning Environment (PPLE)

Some minor changes to be made Board of Management **APPROVED** policy subject to minor changes.

8. PRINCIPALS UPDATE - CONFIDENTIAL

A report by the Principal provided an update on several ongoing concerns and challenges.

Steven Walsh and Melanie Smith left the meeting.

9. STUDENT RECRUITMENT 2019/20

A report by the by the Depute Principal provided an update on Student recruitment for the academic year 2019-20.

FE recruitment is slightly down on last year and further recruitment in Semester 2 will be needed to make target. Funded undergraduate HE activity is below target and Postgraduate has shown a slight increase.

The Board **Noted** the report.

10 MINUTES OF MEETING OF BOARD COMMITTEES

The board **noted** the minutes of the committee meetings as follows:

- a) Chairs – 20 November 2019
- b) Audit – 26 November 2019
- c) Longman Disposal Project Board – 26 November 2019
- d) New Campus Project Board – 26 November 2019
- e) Human Resources – 28 November 2019
- f) Learning, Teaching and Research – 3 December 2019

11 UHI COURT – QUATERLEY UPDATE FROM UHI SMT AND ACADEMIC PARTNERS

A quarterly update from UHI SMT and academic partners had been considered by the UHI Court at its meeting in November

12 AOCB

The Vice Chair thanked the Board Chair for his leadership of the Board over the last 4 years, his competence in championing effective Board governance and his excellent representation across the partnership.

DATE AND TIME OF NEXT MEETING

20 February 2020 at 4.30 p.m.

Signed on behalf of the Chair:

Sarah Burton

Date: 20.02.20