

**MINUTES OF THE MEETING OF THE BOARD OF MANAGEMENT**  
**held on Wednesday 6<sup>th</sup> September 2023 at 4.15 pm over Microsoft Teams**

- Present**
- Derek Lewis, Board Chair
  - Lydia Rohmer, Principal Designate
  - Carl Haberl, Support Staff Member
  - Chris Alliston, independent member
  - Ian MacEachern, Independent Member
  - Judith Crow, Independent Member
  - Michael Foxley, Independent Member
  - Sarah Fraser, Independent Member
  - Shannon MacCallum, West Highland HISA Depute
  - Shona MacDougall, Independent Member
  - Sophie-Ann Bain, North Highland HISA Depute
- In attendance**
- Anne Frater, EIS-FELA Union observer
  - Debbie Miller, Principal, Vice Principal (Operations) and Senior Responsible Officer, North Highland
  - Derek Bond, Director of Finance
  - Fiona Sinclair, Transition Board Secretary and Governance Professional
  - Hannah Ritchie-Muir, Vice Principal (Academic) and Senior Responsible Officer, Outer Hebrides
  - Helen Aird, Merger Marketing and Communications Lead
  - Keith Coyne, Assistant Director (Engagement) SFC
  - Sheena Stewart, University Secretary, UHI
  - [Withheld], Assistant Voice Representative, HISA'(items 1 to 7 only)

**Meeting minutes**

**Welcome and apologies for absence**

The Chair welcomed members and observers to the meeting of the Board of Management of UHI North, West and Hebrides. He explained that Fiona Kolontari had recently resigned from the Board. The Board noted that the Chair had written to Fiona thanking her for her contribution as a member of the Transition Board and as a Board member at UHI Outer Hebrides.

Apologies for absence had been intimated on behalf of Board members, Diana MacLeod, Douglas MacDiarmid and Neil Hope, and observers, Vicki Nairn, UHI Principal and Cassandra Greenford, the Unison observer. The Board noted that Sheena Stewart, the University Secretary was present in place of Vicki Nairn.

**1. Declaration of Interests**

Members were invited to declare an interest, either financial or non-financial in any item on the Agenda. In the interests of transparency, members were also invited to declare any connections. There were no declarations.

## 2. Starring

Members were invited to request “starring” (marking with a star \*) any “un-starred” item on the Agenda which the member wished to be discussed. Members were invited to agree that all agenda items not marked with a star” will be approved or noted in terms of the recommendation(s) set out in the report discussion.

Items 4, 5, 6, 8, and 23 had already been starred. Items 19, 21 and 22 were starred at the request of members. Accordingly, it was agreed that as set out on the agenda, the recommendations in relation to the other items of business were approved without discussion.

## 3. \* Minutes of the Meeting of the Board held on 1<sup>st</sup> August 2023

The minutes of the meeting held on 1<sup>st</sup> August 2023 had been circulated immediately before the meeting. On the motion of the Chair, the Board agreed to defer consideration of the draft minutes.

## 4. \* Actions arising from the Minutes

The action sheet from the meeting of 1<sup>st</sup> August had been circulated immediately before the meeting along with the minutes of 1<sup>st</sup> August. On the motion of the Chair, the Board agreed to defer consideration of the action sheet which read as follows:

Date, Action, and Responsible Person	Current Status
<b>23 February 2023</b> – 5(i) Principal Designate to work with Director of Finance Designate to develop a revised shared services agreement with UHI Inverness to commence post-vesting – <b>Principal Designate</b>	<b>PD explained that she had arranged to meet MB and Sheena Stewart, the UHI Secretary following which a report on a Shared Finance Service would be submitted to the July meeting of the Transition Board – ONGOING</b>
<b>23 March 2023</b> – 11. Fiona Grant to progress the development of an outline business case for the growth opportunities identified during the discussion - <b>FG</b>	<b>ONGOING – in development as part of the Curriculum workstream workplan</b>
<b>26 April 2023</b> – 5. Director of Finance Designate and Executive Team to undertake for consideration by the Board a detailed and fundamental financial review developing options and showing the short and long term consequences of each option, with monthly progress reports to the Transition Board, said review to include staffing implications – <b>FDD</b>	<b>ONGOING</b>
<b>26 April 2023</b> – 6. Estates Workstream to report back to the Board with a final version of the Estates Strategy with regular progress reports – <b>JW</b>	<b>ONGOING</b>
<b>24 May 2023</b> – 5. Gaelic Language Strategy - Action – Gaelic language team to bring forward a final Gaelic Language Strategy and business plan for Board approval – <b>Gaelic Language Team</b>	<b>ONGOING</b>
<b>24 May 2023</b> – 6. Cnoc Solleir - JMCP to provide an updated report on the project when the detailed business plan for Phase 2 of the project would be available – <b>Joe MacPhee</b>	<b>ONGOING It was noted that it is critical that Cnoc Soilleir produce its own business plan for Phase One. Business Plan is expected in time for consideration after the outcome of the</b>

	curriculum review is known in September. HIE are producing a business plan for Phase 2 only.
<b>24 May 2023</b> – 7. Finance Update - DB to take forward budget preparation for consideration at an early meeting of the Board – <b>Derek Bond</b>	<b>ONGOING</b>
<b>20 June 2023</b> – 5. Finance Reports – Chair and PD urgently to open discussions with RSB and SFC to seek a full funding plan to be in place by 1st August for the various elements of the merged college’s funding requirements, including the Outer Hebrides cash advance, the Voluntary Severance Scheme, Phase 3 costs and the operating working capital – <b>Chair and PD</b>	<b>Progress made – ONGOING</b>
<b>20 June 2023</b> – 7. People and Culture Workstream - VF to take report to HR Committee for discussion before coming back to a later meeting of the Board – <b>Vicky Ferguson</b>	<b>Report to go to HR Committee – 30<sup>th</sup> August – COMPLETED</b>
<b>20 June 2023</b> – 12. Proposed Use of UHI West Highland Cash Reserves – SMcF to investigate further the availability of funds to purchase land at Mallaig related to a strategic estates project – <b>Sue MacFarlane</b>	<b>It was noted that the purchase of the land had not taken place. Michael Foxley advised that he had been speaking to the Chief Executive of Crown Estates about the matter, and understood that the matter is to be referred to the Crown Estates Executive Committee. MF will go back to the Principal to find a solution. ONGOING</b>
<b>1 August 2023</b> – 8. Board Recruitment - Nominations Committee to commence a recruitment campaign for new Board members and a Vice Chair (Outer Hebrides) – <b>Governance Professional</b>	<b>Recruitment campaign launched week commencing 4<sup>th</sup> September</b>
<b>1 August 2023</b> – 10. Adopt and Note Revised Model Code of Conduct - Board Governance Professional to notify the Scottish Government of adoption of the Code of Conduct, and send a link to the Register of Interests published on the Board’s website – <b>Governance Professional</b>	<b>ONGOING</b>
<b>1 August 2023</b> – 11. Approval of Policies - Governance Professional to assign policies to a Committee and notify each Committee Chair as appropriate – <b>Governance Professional</b>	<b>COMPLETED</b>
<b>1 August 2023</b> – 14. Governance Professional to arrange for Terms of Reference to be considered by Committees – <b>Governance Professional</b>	<b>COMPLETED</b>

#### 5. \* HISA Depute Report

There had been circulated report BM0923/06 by the HISA Depute updating the Board on the work of the Students’ Association. Shannon MacCallum was present to answer questions on the report. The Board noted the report.

#### 6. \* HISA Board of Management Project

There had been circulated report BM0923/07 comprising the HISA Board of Management Project report outlining HISA findings from conversations with each UHI Academic Partner with Hs attached to the report.

The Board noted that the report had been considered at the Learning, Teaching and Research Committee. In response to a question as to whether the UHI NWH Board was already meeting HISA expectations, [HISA's Assistant Voice Manager] advised that she and the Board Governance Professional had discussed the Action Plan appended to the report, and she stressed the importance of keeping communication open and ensuring HISA is keeping up with its responsibilities as an organisation too. The Board noted and approved the Project Report and Action Plan.

#### **7. \* CONFIDENTIAL report by Director of Finance**

There had been circulated CONFIDENTIAL report BM0923/08 by the Director of Finance providing an update on the financial situation. The Board was invited to note that the report had been provided to the Finance and General purposes Committee at its meeting on 23<sup>rd</sup> August. The report was the first financial update following merger on 1<sup>st</sup> August, and covered the merger funding package from UHI as Regional Strategic Body, the implications of the funding package for the financial position of the college, the updated cashflow projections for 2023/24 and the monthly reporting to the Board and UHI. Director summarised the report and provided a verbal update to members. He advised that the Executive Leadership Team had agreed the terms of the Voluntary Severance Scheme from which it was hoped to achieve cost savings from the first stage of the Scheme by the end of December. Settlement agreements or other alternative measures may be considered for staff who would involve high pension strain costs.

Shona MacDougall asked how the cost savings were being monitored, and whether the timescales in the Director's plan were sufficient to ensure that savings could be delivered during the current financial year, and secondly, how the monthly reporting to UHI as RSB would fit with the reports to Finance Committee and the Board.

In response, the Director of Finance advised that in support and admin areas, cost savings could be achieved earlier than in academic areas where staff reductions could have an impact on course continuity. However, only 50 per cent of VSS costs were budgeted for in the current year. He advised that in West Highland, savings have been achieved by not renewing fixed term contracts.

In response to the second question, the Director advised that reports would not be sent to the RSB unless they have been approved by Board members first. Now that there was a revised business plan, there would need to be a new reporting timetable which had Board approval.

The Principal explained that while the level of required savings was clear, how these savings were to be achieved, and the detailed timescales, was less clear. Some staff had indicated that they would like to accept an offer of VSS. It was intended to run the VSS through a staged process in conjunction with the design and development of a detailed operational structure for the new college. The first stage of VSS would be launched in October and completed by December, and would be targeted at staff who had already shown an interest in voluntary redundancy. Further VSS stages would follow but there was uncertainty as to the steps which would be taken to achieve further savings when VSS was exhausted. Voluntary Severance Scheme costs had been mapped out on a sample of people and it had been confirmed from that sample that the assumptions in the Director's paper could be delivered. That provided a clear basis on which early savings could be released, and the VSS scheme would continue after that. The Principal still required to speak to Trade Unions on the VSS process. There was some uncertainty about what the VSS could achieve because of its voluntary nature.

The Board Chair advised that the revised business case required by UHI required detailed budgets and timescales, and that areas of uncertainty be identified. The Principal explained that while the global

savings had been identified, the operating model to achieve these savings, and the detailed action plan providing details of costs and savings, would not be provided until the end of October at the earliest when the Executive Leadership Team had prepared the new staffing structure.

The Board Chair proposed that the date for provision of the information to UHI be the end of October and that the Principal refine the detail of the requirements of UHI and SFC before that date. The SFC Director advised that the SFC was keen to have the revised business plan by the end of September advising that the SFC and RSB need to be able to rely on the business plan. He advised that further updates could be provided, and the reporting requirements and a timeline for reporting requirements agreed with the RSB during September, with more operational planning during the month of October. The University Secretary advised that she wished to participate in the meeting to discuss dates and timelines for reporting.

Ian MacEachern asked whether there had been an assurance from UHI as RSB that funding would be provided for Year 2 of the new college, and secondly, whether it was considered realistic and feasible to reduce costs in curriculum development when curriculum development is a strategic priority of considerable importance to the College.

In response, the Principal advised that the cuts were not desirable but they were necessary. She advised that to work with partners, UHI NWH would need to be able to invest, and to do that they would need to find savings. The three colleges had three different cultures, and as the colleges come together, duplication can be removed but it is also necessary to think differently. Income generating activity will take place but there are no additional funds for curriculum development. Introducing new qualifications needs to be taken forward but currently there are no funds for that, and no additional staff, only the existing staff. Staff at all levels are under pressure but income generation still has to be done. In relation to funding from the RSB, the Principal said that funding requirements had to be notified to the RSB at least six months before the year end. The University Secretary advised that the RSB is working with other partners in a similar way to the way it works with UHI NWH. The Board Chair said that greater clarity on funding is required.

Anne Frater expressed concern that resources were being directed towards cuts rather than growth, and cautioned against limiting growth by cutting in key areas. Anne explained that staff were extremely busy, and said that existing workloads should be considered before considering redeployment of staff. She said that although the focus of the College should be on recruiting students, courses weren't being promoted effectively.

The Board Chair explained that the situation was tough, and while he understood Anne's concerns, it was the responsibility of the board to work within the current financial constraints. The Principal advised that she recognised Anne's situation. The Principal said that she had recently met with curriculum staff in Stornoway and explained that this was still an interim stage pending integration of the three merging colleges. The merger change agenda was currently sitting on top of the business as usual agenda. She said that it was important that the UHI partners did not see the merged college as a drain on financial resources, and said that it was important to work with staff to make the situation sustainable.

The Director of Finance cautioned that not all staff who would like to benefit from the VSS would be able to do so. He said that there may be a requirement for protected discussions with some staff, and there was requirement for flexibility as to how cases are considered.

The Director of SFC advised that the option of settlement agreements may not be open but the consultation with the RSB and SFC will give the options. The Principal advised that it must be borne in mind that there had been an undertaking to consult on the terms of the VSS, and said that the formalities of the VSS would be progressed with the RSB and SFC.

In conclusion, the Board agreed that the Principal and Executive Leadership Team would ensure that:

1. By the end of September there would be updated financial projections, an update on the business plan, and the reporting requirements and timelines for reporting to UHI and SFC would be refined;
2. By the end of October there would be a more detailed “bottom up” budget identifying savings and timescales, and there would be more operational planning including a new staffing structure;
3. The financial plan will include the terms of the VSS, which will be circulated to the Board members

**Action – Principal and ELT to progress 1. the updated financial projections, updated business plan and reporting requirements and timelines for reporting to UHI and SFC before the end of September, and 2. the detailed budget identifying savings, and more operational planning including a new staffing structure by the end of October, and 3. the VSS will be sent to the Board members and thereafter to the RSB and SFC.**

### **8. Report by Principal**

There had been circulated report BM0923/9 by the Principal reporting on the first few weeks of operation of UHI North, West and Hebrides. The Local Recognition and Procedure Agreement between the Board of Management of UHI North, West and Hebrides and the EIS-FELA UHI North, West and Hebrides College Branch referred to at paragraph 4 of the report was attached as item 9b.

The Board authorised the signature of the LRPA on behalf of the Board, and noted the report, noting in particular that:

- A detailed status report on legal work relating to the vesting of the new college would be provided to the Board for its November 2023 meeting
- A full report on Organisational Re-design, the desired future operating model of the college as well as the key objectives, outcomes, and timelines to be achieved for re-structuring in AY2023-24 would come to the Board’s next committee cycle and meeting in November 2023
- A further update on National Industrial Action by EIS-FELA and Unison would be provided in the October/November committee cycle
- An update on the Principal’s participation in the consultation meeting called by the Minister for Higher and Further Education with all UHI Principals in Inverness on 29<sup>th</sup> September will be provided at the next meeting of the Board
- Key risks are emerging around senior staff workload, and this matter was to be discussed later on the agenda

The Principal thanked the staff who had contributed to the launch of the new website, particularly Helen Aird, the Merger Communications Officer, and she invited Helen Aird to provide a verbal update. Helen explained the progress with the communications including the UHI NWH website, and NWH social media, the launch video with congratulatory messages, a motion in the Scottish Parliament, an article in Executive magazine, an imminent news item in the West Highland Free Press, and plans for radio station and cinema advertisements. There was to be a visit from a Scottish Government Minister to the Stornoway Campus, the Princess Royal was to attend the North Highland graduation in Thurso, and there was soon to be a celebration of the Stornoway College’s 70 year anniversary. There had been a lot to highlight from a communications perspective and this had been done successfully.

During discussion members stressed the importance of keeping up-to-date links in the online publicity material, the importance of developing the culture of the new organisation and the importance of face-to-face meetings. At the recent meeting of the Learning, Teaching and Research Committee meeting, there had been a lengthy debate on the curriculum review and viability of courses. Suggestion had been made that ten students were required to make a course viable, while Michael Foxley believed that it was unlikely that it would be possible to achieve numbers of ten per course in some of the smaller centres. He cautioned against disadvantaging rural communities and reminded the Board that the College received rurality funding to assist with the viability of courses.

In relation to the workload of senior staff, the Vice Principal Operations explained that merger adds a layer of complexity to a stressful time, while Carl Haberl said that most staff seemed to be working to maximum capacity just now and that there was a fear of the unknown. He advised that senior management should not add to the existing burden of staff. The Vice Principal Curriculum said that there is already a busy time of year and the complexity of merger compounds that while the benefits of merger had yet to be realised. The Board agreed that there would be further discussion about the senior staff workload later on the agenda.

The Board noted the Principal's report and the discussion.

**Action – 1. Principal to sign the Local Recognition and Procedure Agreement between the Board and the EIS-FELA UHI North, West and Hebrides College Branch.**

**2. Principal to arrange for a detailed status report on legal work relating to the vesting of the new college to be provided to the Board for its November 2023 meeting**

**3. principal to arrange for a full report on Organisational Re-design, the desired future operating model of the college as well as the key objectives, outcomes, and timelines to be achieved for re-structuring in AY2023-24 to come to the Board's next committee cycle and meeting in November 2023**

**4. Principal to arrange for a further update on National Industrial Action by EIS-FELA and Unison to be provided in the October/November committee cycle**

**5. Principal to arrange for an update for the next meeting of the Board on the Principal's participation in the consultation meeting called by the Minister for Higher and Further Education with all UHI Principals in Inverness on 29<sup>th</sup> September**

#### **9. Board Membership and Local Advisory Committee Recruitment**

There had been circulated report BM0923/10 providing an update on Board Membership, Board recruitment and Local Advisory Committee member recruitment.

The Board noted the report and agreed that the UHI North Highland HISA Depute President who was present at the meeting, join the Board of Management and Learning, Teaching and Research Committee on an interim basis.

**Action – Governance Professional to invite North Highland HISA Depute President to Board meetings and meetings of Learning, Teaching and Research Committee.**

#### **10. Committee Terms of Reference**

There had been circulated report BOM0923/11 by the Governance Professional recommending approval of the Committee Terms of Reference, each of which had been discussed at Committee level. The Board agreed to approve the Terms of Reference, and in relation to the Finance and General Purposes Committee, agreed that the Terms of Reference be approved on an interim basis with a view to being finalised after the Financial Regulations had been approved, to ensure that the Terms of Reference comply with the Financial Regulations.

**Action – Governance Professional to ensure that the Terms of Reference of the FGP Committee comply with the Financial Regulations at such time as the Financial Regulations are approved by the Board.**

#### **11. Cnoc Soilleir – appointment of Director**

There had been circulated report BM0923/12 by the Board Chair inviting the Committee to agree to the appointment of Michael Foxley as a Director of Cnoc Soilleir, in place of Archie Macdonald.

The Committee so agreed.

## **12. Cnoc Soilleir Estates**

There had been circulated report BM0823/13 by the Vice Principal Operations providing an update on the progress of Cnoc Soillier planning, both from an estates and a curriculum perspective. The Shareholders agreement, certificate of incorporation, and Articles of Association were available as background reading in the documents section of Admincontrol. The Board had been invited to note the terms of the report and to discuss the current situation.

The Vice Principal Operations explained that Cnoc Soilleir provides opportunities for the College, and said that the facility is currently being used but there was scope to increase the level of activity there. A meeting had been held recently involving the partners and consultants who were to review the Business Case of Phase One and the proposed Phase Two. Information on development of the business case and agreement on the way forward would be brought to the Finance and General Purposes Committee for consideration and onward recommendation to the Board. The Principal advised that she had hoped the full business case would be available for the FGP meeting in November, although this was uncertain, and that the Vision for the organisation would be a good starting point for review of the Phase One business case and development of a business case for Phase Two.

It was agreed that the Vice Principal Operations would feed back to the consultants on the discussion at the meeting.

**Action – Vice Principal Operations to feed back on the discussion to the Cnoc Soilleir Board.**

## **13. Reinforced Autoclaved Aerated Concrete**

There had been circulated report BM0923/14 by the Vice Principal Operations providing an overview of the RAAC work undertaken by the RAAC Working Group to assess the NWH Estate.

The Board noted the position, and the next steps to be taken by the NWH RAAC Working Group.

## **14. Audit and Risk Management Committee Report**

The Board noted the Minutes of the Meeting of the Audit and Risk Management Committee held on 16<sup>th</sup> August 2023.

## **15. Finance and General Purposes Committee Report**

The Board noted the Minutes of the Meeting of the Finance and General Purposes Committee held on 23<sup>rd</sup> August 2023. The Board noted that reports had been circulated in relation to Item 16.1, the Island Centre for Net Zero Project, and Item 16.2, the Creed Hydrogen Skills and Innovation Centre. The Committee Chair explained that these proposals had been scrutinised by the Committee who had decided to recommend acceptance of both initiatives which had no financial risk for the Board. Members were invited to ask questions. Ian MacEachern advised that he had asked some questions of the Vice Principal Operations which he had raised by email earlier in the day. He awaited more detailed responses but advised that he was content to support the project. The Vice Principal Operations undertook to notify the Board through the Governance Professional of any significant points which arise in relation to the points raised by Mr MacEachern. The points raised related to the risk of grant funding for salary being drawn down in arrears in the event of overspend by the Partners, whether it would be possible to recover the cost of registering Intellectual Property, and whether there would be insurance cover for breach of copyright.

The Board approved the projects as recommended in the minutes of the meeting of the Finance and General Purposes Committee.

## **16. Human Resources Committee Report**

The Board noted the Minutes of the Meeting of the Human Resources Committee held on 30<sup>th</sup> August 2023.

## **17. Nominations Committee Report**



The Board noted the draft minutes of the meeting held on 30th August 2023 circulated at report BM0923/18. Board members were invited to note the launch of the recruitment campaign for Board members, the Board Vice Chair - Outer Hebrides, and the Local Advisory Committee members, and were invited to draw these campaigns to the attention of any of their contacts they believed may be interested in applying.

#### **18. Remuneration Committee Report**

The Board noted the draft minutes of the meeting held on 30<sup>th</sup> August 2023, and as recommended, the Board approved the draft Procedure for Principal's Review and Appraisal, and due to the involvement of the Senior Independent Member in the Procedure, agreed that the Senior Independent Member join the Remuneration Committee. The Board Chair agreed to discuss the Principal's objectives with her and anticipated that he would be able to do so before the next meeting of the Committee on 4<sup>th</sup> October so that the objectives could be considered for approval by the Board at its next scheduled meeting on 8<sup>th</sup> November.

**Action – Board Chair to agree Principal's objectives as soon as possible, and if possible prior to the next meeting of the Committee on 4<sup>th</sup> October.**

#### **19. Learning, Teaching and Research Committee Report**

Due to time pressures, the minutes of the meeting of the Learning, Teaching and Research Committee which had taken place on 6<sup>th</sup> September, had not been circulated to the Committee at this time.

The Board noted the position.

**Action – Governance Professional to produce minutes of the Learning, Teaching and Research Committee for circulation to the Board.**

#### **20. Board Meetings on Campus**

The Board agreed on the recommendation of the Chair that Board meetings take place in person as follows:

8<sup>th</sup> November – Dornoch and Alness;

28<sup>th</sup> February – Fort William; and

1<sup>st</sup> May – Stornoway

It was intended that the members would meet on Campus on the Wednesday afternoons, the Board meeting would take place at 4.15 pm followed by dinner, an overnight stay, and there would be presentations or a campus visit the following morning. Members would meet staff, students and stakeholders as appropriate during each visit. The Board so agreed.

**Action – Governance Professional to arrange accommodation for Board members at each campus.**

#### **21. ICRD Fort William Campus Development**

There had been circulated report BM0923/22 by the Estates Client Manager (WH) providing the Board with an update on the bid for funds to the Inverness City Region Deal, and the completed application to Highland Council. The matter had been considered in detail by the Finance and General Purposes Committee who had agreed to support the project. The Board had been invited to note the terms of the report and to discuss the current position.

The Board noted that following an underspend of ICRD funds, there had been a call for projects to express an interest in the funds. A bid for funding to purchase a site and develop a STEM centre and a student resident building had been submitted through UHI, and this bid was now through to the next stage of the application process. There was no commitment, and it would be necessary to find match funding later. The Board noted the position, agreed to support the project, and wished the project team well as they go forward.

## **22. Meeting Cycle 2023-24 and staff workload**

This item had been placed on the Agenda at the request of the Principal.

The Board Chair explained that the current arrangement of six Board meetings per year was an interim arrangement and spoke of the difficulties for the ELT of getting Board and Committee reports prepared in time for agendas, and the issue of members receiving such voluminous agendas so close to a meeting time. A number of key issues were to be flagged in a report by the Principal for the next Board meeting. He advised that he hoped that the number of meetings would reduce to four times per year, and as workloads settle down, that agendas can be issued sooner. He advised that reports for Board and Committee should be no more than three or four pages long. Business cases should not be attached to the agenda, but can be provided for background reading as appropriate.

Members commented that there was a balance to be struck, welcoming the idea of shorter reports with an executive summary, links to external documents as necessary, and clear recommendations, but at the same time members stressed the importance of reports on the financial situation being issued in full so that when making decisions, members are fully informed.

The Governance Professional referred to the late issue of reports for this meeting, and advised that it was not acceptable to breach Standing Orders and the Code of Good Governance in this way. She referred to the statement in the HISA Board of Management report to the effect that it was important that papers be issued timeously to ensure that student members had sufficient time to consider reports before a Board meeting. She also advised that the Admincontrol and Sharepoint systems were not compatible. Members indicated that they found the use of Admincontrol and the issue of Admincontrol Boardbooks helpful.

In relation to members asking questions on reports before a meeting, the Vice Principal Operations suggested that all member questions about Board and Committee reports should be filtered through the Governance Professional, and that there should be a 48-hour turnaround permitted for officers to respond. Ian MacEachern suggested that the starring system where there are financial implications from a report, resulted in an abrogation of Board responsibility. However, where reports have received Committee scrutiny, this would not apply.

The Principal advised that it takes much longer to summarise matters into a short report rather than prepare a long report, and that the ELT were short of time. She advised that when possible, it would be appropriate to step back from six rounds of Board and Committee meetings to four in a year, as the enhanced cycle scheduled for the current year is difficult to service. She advised that she was concerned about the workload of the ELT, and the impact on staff, and suggested that a more sustainable way of working was required.

In conclusion, the Board agreed that the agenda for the November meeting of the Board would be narrowed down, and will not include all the routine items. In addition a meeting of the Committee and Board Chairs and the Executive Leadership Team would take place to discuss the agenda.

**Action – Governance Professional to arrange meeting of Committee Chairs and ELT, and to ensure the November meeting of the Board has a reduced agenda.**

There being no further business the Chair closed the meeting at 6.45 pm.

Chair

