



**NWH Board of Management Meeting**

**Wed 26 June 2024, 17:15**

**NWH UHI via MS Teams**

**Chair – Neil Hope for Derek Lewis**

**Present:**

**Board members:**

Alex Macdonald, Independent Non-Executive Board Member

Anne Frater, EIS Board Member

Carl Haberl, Support Staff Member

Cassandra Greenford, UNISON Board Member

Chris Alliston, Independent Non-Executive Board Member

Derek Lewis, Chairman of the Board of Management UHI NWH

Ian MacEachern, Independent Non-Executive Board Member

Lydia Rohmer, Principal and Chief Executive Officer UHI NWH

Michael Foxley, Independent Non-Executive Board Member

Neil Hope, Vice Chairman UHI NWH & Independent Non-Executive Board Member

Rupert Marshall, Independent Non-Executive Board Member

Sarah Fraser, Independent Non-Executive Board Member

Shannon MacCallum, West Highland HISA nominee

Shona MacDougall, Senior Independent Non-Executive Board Member

Struan Mackie, Independent Non-Executive Board Member

Vicky Ferguson, Director of HR & Organisational Development

William Macdonald, Vice Chairman UHI NWH & Independent Non-Executive Board Member

**In Attendance:**

Debbie Miller, Vice Principal Operations & SRO North Highland

Derek Bond, Director of Finance

Elizabeth Shevlin, SFC

Ellen Maclean, Secretary to the Board of Management

Fiona Grant, SRO, Director of AA West

[Withheld], Interim Project Support Officer

Giles Huby, Programme Director, Merger

Hannah Ritchie-Muir, Vice Principal (Academic) and SRO Outer Hebrides

Helen Aird, Head of Marketing & Communications

Joe McPhee, Director of External Engagement

[Withheld], Observing HISA rep

Roger Sendall, Director of Corporate Governance

**Apologies:**

Diana Macleod, Academic Staff Member

1. Welcome and apologies for absence – Chair

**This meeting was Chaired throughout by Neil Hope, Vice Chairman.**

Welcome to Cassandra Greenford & [Withheld]

2. Declaration of Interests – Chair

None.

3. Requests to Star Un-starred Agenda Items – Chair

Michael Foxley – item 12 LT&R minutes

Lydia Rohmer - Item 10 should be starred – Stornoway roof.

Anne Frater – item 8

4. Minutes of the meeting held on 1st May 2024 for Approval – Chair

Struan to be noted as present. No other changes. Minutes agreed.

5. Actions arising since the Meeting of 1st May 2024 for Noting – Chair

Three items (all with reference to UHI Website) from LT&R require agreement at Board – Sarah & Michael spoke on flawed and cumbersome processes of website. Shannon agreed on behalf of students' that the website is unclear.

## 6. Gaelic Language Plan Consultation Update - Joe MacPhee (JM)

JM seeking approval of his paper previously circulated to this Board due to need to be approved by Bòrd na Gàidhlig by 1<sup>st</sup> July, we will then be legally responsible for the plan.

NWH Board asked for Action points to be included in each area and a definition of who is responsible for each area.

This Board also voiced the plan is very well set & thought out. Question raised if it is realistic & achievable?

HRM – Yes, the original plan was approved, this is a request to approve the changes. A Gaelic officer is funded within this assurance through to Bòrd na Gàidhlig.

In the proposed new structure, there will be a Gaelic Officer (budgeted for/ vacant) separate to the Gaelic language's teaching plan in the new structure.

JM will take this Board's comments for consideration and revision.

**Board Approve the revisions for taking forward to Bòrd na Gàidhlig.**

## 7. Policy Endorsement

### 7.1. NWH Malpractice Policy for endorsement, Hannah Ritchie Muir (HRM)

Presented and discussed at LT&R – it is a compliance requirement for our FE students. For compliance, SQA have approved.

Malpractice is to do with assessment and must be SQA compliant. Carl approved, agreed by Board.

**Board Endorse NWH Malpractice Policy.**

## 8. Minutes from Committee Meetings, Committee Vice Chair for Noting – Chair

Anne Frater- referring to OH NWH annual leave dates, currently 15 days total don't match with school holidays through CNES planning. College Students with caring responsibilities may face attendance challenges.

Principal advised this matter is still subject to ongoing discussion with LJC. A final decision has been delayed to early August. There is recognition of discrepancy of local delivery. UHI Calander is built around HE & FE study. Since merger we have had to look at a new curriculum plan. Currently we have agreed 5 flex days for OH staff, and are trying to secure similar for next year, consultation is ongoing.

Chair – the subject currently remains open.

Section 5.2 of the F&GP minutes needs revised.

## 9. Committee and Board Arrangements for Approval – Chair

Referring to attached paper from Derek Lewis on proposed new meeting structure.

**Board Approved and adopted as new framework.**

**Action - Board Secretary to circulate any significant points to committees.**

#### 10. Stornoway Roof

Spend of upper limit [Withheld] endorsed at F&GP. DB – funding for this will come from Capital Grants

Budget. An independent specialist has been approached for assurance if interim fix to roof will hold until completion of work. Further reports will be coming to F&GP.

**Board Approve the spend**

#### 11. Restructuring Reports

Principal – both items refer to consultation papers. Both reports come with recommendation to approve.

Referred to letter from both unions disputing consultation & process (information requested/ stress risk assessment etc) All these areas have been discussed weekly at TU meetings. We take the letter seriously and are currently seeking formal advice. Procedures will be followed. We are pursuing all areas in the letter. Given the letter received from Tus, approval of the two papers was not sought at this time.

**Action: Letter from TUs to go on share point for all Board to see. There will be a Special Board meeting after legal consultation. No timescale is set for the special Board meeting at present and it will take place when deemed appropriate.**

Permission requested to continue for noting.

**Board agreed.**

##### 11.1 Consultation Feedback for Noting - Giles Huby (GH)

Ppt presentation based on collated feedback throughout consultation given by GH. Summary ppt is same as report. (attach link for ppt for minutes) Recommended changes from original structure.

Question raised of how curriculum will grow and be delivered with less teaching staff.

- A. The new structure is based on staffing v headcount v delivery. Budget constraints are considered. Across ERI & centre for tourism have protentional to teach and grow PHDs, we need funding and resource grants to do that. Curriculum is based on next year's plan; we will have appropriate staff to deliver.

Question raised if the business case was more important than the people.

- A. On the question of pastoral care / student services being supported going forward, HRM – advised identification of where previously there were gaps geographically that action to fill in the support gaps is being taken. There is currently work ongoing aligning systems and stopping duplication.

Principal – a priority is growth; we are committed to vision of the merger business case. VSS was apparent from outset, [board noted large operating deficit]. This Board has a legal duty

to address the debts including legacy debts. We had to borrow from UHI to provide a good VSS. We are doing what is necessary to get out of what is a very tight spot. We have acted in the interest of our communities & students; we have protected curriculum delivery. The Board has a responsibility to our sustainability mission and vision for the college, the evidence is there for the proposed structure.

The financial position of 3 colleges is now combined into 1 college. The organisation structure was based on what was required to run the college. The finance was separate (savings that had to be made) The financial plan did not drive the organisational plan.

Addressing MF funding gap of £800k less than we asked for. If we had not made the cost cutting that we had, we would have to be in a very dire position.

Principal – there is no transition fund available. Real term cut of 7.8% +4 % this year deficit. We are required by law to break even every year or suffer the implication of section 22. We cannot allow the college to be in that position. The 3-year finance plan was approved through UHI and SFC.

We have tried to be as fair as possible to the largest number of persons with VSS. We must move out of deficit to invest and grow.

We need to remember this a 3-year plan through 2023/24/25 to support organisational structure. We must pay back the loan that we all applied for as a Board. We have a financial statutory responsibility.

## 11.2 Executive Team Restructure for Noting - Lydia Rohmer

**Noted**

## 12. Regular Reports for Noting

**Noted**

### 12.1 Chair's Update - Oral, for Noting – Chair

**Noted with reference to end of this meeting comments by Derek Lewis.**

### 12.2 Principal & Chief Executive Update for Noting - Lydia Rohmer

**Noted**

### 12.3 HISA Election Report for Noting

**Noted**

## 13. Financial Update - Derek Bond, Finance Director

Shona gave update as per last 2 F&GP committee papers.

### 13.1 Financial Regulations and Terms of Reference for 2024/2025

For Approval Derek Bond, Finance Director & Kevin Mallett, Interim Financial Controller

Ref: Page 240 increased delegated authority

Iain ref 5.1 of the paper “all decisions” 5.2 heading on the paper (refer to Ian’s email for wording at this section)

Extract from email received from Ian; -

## 5. Accountability

On behalf of the Board of Management the duties of the Committee shall be to:

1. Approve all key decisions taken in relation to the College Estate, Facilities and Financial matters.
2. Allocate the Estates capital formula funding on an annual basis against which projects can be prioritised;
3. Approve capital projects and co-ordinate the Estates Strategy.

Hi – lighted text would be better changed to;

Make recommendations to the Board on key decisions in relation to the College Estate, Facilities and Financial matters.

Make recommendations to the Board about capital projects and co-ordinate the Estates Strategy.

5.2 capex is a Board expenditure “to make recommendations “

**Approved by Board with wording Changes.**

**Action – Board Secretary to amend document with revised wording.**

13.2 Audited Accounts for 2023 - Derek Bond, Director of Finance

13.3 Projected Out turn including cash flow for 2023/24 for Noting - Bond Derek

Page 249 – we have made cost savings, biggest problem has been the delay of organisation structure, projecting just under £800k funding gap. EIS pay settlement will go into next year, UNISON payment in July 2024. £1.2m looks healthy though we must recognise £1.6m will be used for staff payments. £800k will be the figure going forward to FRR and I request approval.

### **Board Approve**

Page 251 VSS, some outstanding applications, gap should be closed by August 2024.

Page 259 23/24 – project £652k better off than forecast.

13.4 First Draft Budget 2024/25 and FFR Return - Derek Bond

Heavily caveated in some areas. Organisational and consultation process is still a work in progress.

Page 297 – table shows budget operating deficit of [Withheld] – also shows staff pay harmonisation. Have also highlighted impact of capital grants, £780k required.

Michael Foxley - would like to see income generation as well as cost savings. We should consider potential opportunities to rent out vacant space where/if this is appropriate.

Shona – supported DB planned papers.

### **Board Approved DB paper**

14. NWH Risk Register for Noting - Neil Hope/ Derek Bond

**Noted**

15. A.O.B. Chair

Principal report was noted and would like to reference the attachment by Helen Aird highlighting all the achievements of the past year re capital investment including the £2.4m new campus transformation in Stornoway, Green Engineering in Thurso, the individual & team student awards, this was a significant achievement alongside what was a difficult year. I would like to acknowledge the high student satisfaction rates, HISA award nominations & student successes.

Derek Lewis gave apologies for joining late, endorsed what Lydia has said, we are emerging at the end of a challenging year, gaining increased credibility within UHI, SFC, we have built a good base in difficult times, allowing us to grow and develop as was set out in the original business case.

The new operating model UHI Business case will be presented at this Friday's meeting, all Board members and partners are invited to join via MS Teams.

Thanks to Neil and Shona for stepping in at relatively short notice today.

Board all acknowledge support and are aware of the very hard work put in to get the University to this point.

As was her last meeting, Shannon thanked the Board for the opportunity to be a member and wished the University every success for the future. The Board in turn thanked Shannon for her contribution and wished her well in her new venture.

MF endorsed all the hard work done by the Executive Team.

AF – student accommodation SSN anyone been in touch? They are looking for legacy of what they build, nothing solid at this time.

Debbie – yes, we are in discussion as recently as last Friday.

16. Date of Next Meeting 10 September 2024

**Meeting closed at 1858**