

**Minute of APUC Board Meeting held at 1p.m. on Wednesday 17 November 2021 at APUC, Stirling.**

**Present**

Jim McGeorge (Chair)	University of Dundee
Pete Smith (PS)	North East Scotland College
Margaret Cook (MC)	Perth College
Fiona Gavine (FG)	Independent
Maureen McCreath (MM)	Independent
Phil McNaul (PM)	Independent (& University of Aberdeen Interim, acting as SUFDG rep)
Angus Warren (AW)	APUC Ltd (Chief Executive)

**Via Teams**

Janet Thomson (JT)	Glasgow Clyde College
Elizabeth McFarlane (EM)	APUC Ltd
Malcolm Beveridge (MB)	Chiene + Tait (Auditors)

**In attendance**

Michael Caithness (Sec)	APUC Ltd
Dawn Mitchell (DM)	APUC Ltd

**Welcome**

1. The Chair thanked everyone for attending and noted that Elizabeth McFarlane and Malcolm Beveridge would be joining by Teams to present the Audit and Finance papers. He also noted that Janet Thomson would be joining via Teams.
2. Chair expressed the Board's sincere thanks to David Beattie who had stepped down from the Board due to change of role outside of the HE/FE sector. He also expressed sincere thanks to Fiona Gavine, who was stepping down after 6 years' service, for her invaluable contributions to the guidance and governance of APUC.
3. Chair noted that agenda items marked with an asterix were for information only, but any questions were welcomed. This was to allow more time to be devoted to the Strategy discussion.

**Minute of the Audit Committee Meeting held on 20 October 2021 (APUC/17/2021)**

4. FG, as chair of the Audit Committee, reported that the audit had led to an unqualified opinion and that the remotely run process had been very smooth. On behalf of the committee, she recommended that the accounts be approved and signed by the Chair and AW.

**Audited Financial Statements 2020/21 (APUC/18/2021)**

5. MB gave a brief overview of the Audit Summary Report noting again that the audit went very smoothly, and he thanked EM and DM for their help in supporting the audit process.

6. He added that there were no material issues and only one very minor matter noted, that being a comment regarding a small number of purchase orders being placed after receipt of invoice and that the result was therefore a clean audit resulting in an unqualified opinion from the auditors.
7. EM invited any questions on the financial statements and the Board were happy to approve them without any further comments.

#### **Risk Register (APUC/19/2021)**

8. This paper was accepted without further discussion.

#### **Financial Management Report (APUC/20/2021)**

9. This paper was accepted without further discussion.
10. At this point, MC, EM and DM left the meeting and it was agreed that the accounts would be signed at the end of the meeting.

#### **Minute of Previous Board Meeting**

11. The minute of the 17 August 2021 Board meeting was approved as an accurate record of the meeting.

#### **Matters Arising: APUC/21/2021**

12. All Matters Arising from the previous Board meeting had been actioned or scheduled as outlined in paper APUC/21/2021.

#### **APUC PRA Procurement Report (APUC/22/2021)**

13. The APUC PRA Procurement Report was approved by the Board for publication.

#### **Summary Report: APUC/23/2021**

14. This paper was accepted without further discussion.

#### **HE/FE Climate Emergency Response – Sector Activity**

15. AW updated the Board on progress of the HE/FE Sectors Supply Chain Climate & Ecological Emergency Strategy which was nearing discussion draft stage.

#### **Workshop – New APUC Corporate Strategy Development (APUC/24/2021)**

16. At the Board Strategy Workshop on 16<sup>th</sup> August, AW was actioned to create a Follow-on Document for exploring taking options forward – this was to take the form of a Discussion Document / Plans by phase that were to set out how the options could be structured, the potential governance arrangements, the phasing and targeted growth by phase options, the potential transition process and a summary of risks of change.

17. The above proposed paper was provided with the Board documents in advance of today's Board meeting. AW offered to talk through the paper section by section.
18. MM asked if the content of the Discussion Document was agreed as the way forward, AW clarified that nothing was agreed but that it was just a Discussion Document at this stage for the Board to explore whether it was appropriate for APUC or not.
19. A discussion on the relative merits of potential change took place.
20. From the discussion, the following was agreed by the Board (**ACTION: AW**):  
AW to develop a document setting out:
  - A simple three-year summary of three potential options: status quo; the current company structure but with a strong focus on IPS style growth; and different company structures
    - It should use comparison with commercial consultancy to identify benefits, particularly for non-procurement aspects
    - These years should focus on procurement and climate professional support at the early stages in line with the Discussion Document, moving into other areas if appropriate
    - The benefits of change to what is currently APUC Group
    - The benefits of change to member institutions
  - Any relevant recruitment aspects / challenges should be included with estimated staffing costs.
21. PM offered to assist in the development of this document, AW confirmed this would be welcome. (**ACTION: AW/PM**)
22. It was suggested that ideally it could be discussed on MS Teams by the Board before the Christmas break. (**ACTION: AW**)
23. It was agreed the target should be to sign off the new strategy at the Board meeting in February 2022.
24. AW noted that the funding consultation process for 2022/23 and 2023/24 for the Core Team (so not directly part of the new options discussion) would need to commence in parallel to this and suggested that the funding proposals be based on the core team strategy objectives contained in relevant part of the Follow-on Document (Annex 2 of the paper) – this was agreed. (**ACTION: AW**)

### **Any Other Business**

25. There being no further business, the Chair thanked FG again for her contribution and closed the meeting.

### **Date of Next Meeting**

26. The next Board meeting will be held on Thursday 17 February 2022