



# Meeting Minutes

|         |                                    |   |
|---------|------------------------------------|---|
| Meeting | Trustee Board                      | X |
|         | Management Board                   |   |
|         | Executive Committee                |   |
|         | Finance & Commercial Development   |   |
|         | Appointments & Remuneration        |   |
|         | Compliance, Governance & Risk      |   |
|         | Other: Extraordinary Trustee Board |   |

|                   |   |
|-------------------|---|
| Meeting Date      | 15 <sup>th</sup> January 2026   |
| Meeting Time      | 17:00-19:00   |
| <b>Attendance</b> |   |
| Present           | Xander McDade (President (Chair))<br>Holly Pearce (Vice President Education)<br>Rachel Burn (Chief Executive Officer)<br>Janet Hackel (External Trustee)<br>Neil Stewart (External Trustee)<br>Irene Hynd (External Trustee)<br>Professor Edward Abbott Halpin (External Trustee)<br>Dr Iain Morrison (External Trustee)<br>Victoria Hutchinson (Student Trustee) |
| Apologies         | Ahren Armstrong (Student Trustee)   |
| Non-Attendance    |   |

| SECTION A: RESERVED BUSINESS – Attendees and Observers Do Not Attend |   |
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| Section  | Minutes   |
| <b>1. Welcome and Meeting Management</b>                             |   |
| 1.1 Apologies  | Apologies were received from AA.  |
| 1.2 Declarations of Interest   | None.   |
| 1.3 Minutes from 3 <sup>rd</sup> December 2026                       | [Paper: HTB0126-01]<br><b>DECISIONS:</b><br>Minutes from 3 <sup>rd</sup> December 2026 were <b>approved</b> .   |
| 1.4 Action Log from 3 <sup>rd</sup> December 2026                    | [Paper: HTB0126-02]<br><b>DECISIONS:</b><br>Actions from 3 <sup>rd</sup> December 2026 were <b>approved</b> in-principal of the following updates to the log. |

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|   | <ul style="list-style-type: none"> <li>• Skills matrix – some Trustees weren't sure if they had received this, could we resend then chase for completion</li> <li>• HR and holiday paper – can we please change the ownership to Caroline (Caroline is aware by the way)</li> <li>• Risk register – postpone for a full review to June, to discuss with Colin Munro – Colin will probably want to review the register and decide who is responsible for which items</li> <li>• Remove completed items</li> </ul> <p><b>ACTIONS:</b></p> <ul style="list-style-type: none"> <li>• HL to update Action Log reflecting the points above.</li> </ul>   |
| <p><b>2. Finance</b></p>  |  |
| <p>2.1 Head of Finance Handover, including nance and Audit update</p>                       | <p>[Paper: HTB0126-03]</p> <p><i>N.B. EAH joined the meeting</i></p> <p>Chair and all Trustees recorded their thanks to Wendy for all her wonderful work for HISA over the years.</p> <p>Wendy's handover paper was welcomed and agreed was very comprehensive and reassuring. Rachel will share the document with Colin Munro in the CEO Sharepoint area.</p> <p>It was noted that because of timescales the HISA audit would need to be circulated to FCDC by email before coming to the TB for final approval at the end of March with a filing deadline of end of April.</p> <p>It was approved that Wendy should keep her HISA/UHI email address and equipment until Colin Munro starts (circa 16<sup>th</sup> March 2026) to help with financial matters in the interim period via her personal company.</p> <p>It was noted that the NUS had asked HISA for their management accounts for the first 5 months of this year, which had been provided to them, and we are awaiting their decision on our 25/26 fees.</p> |
| <p><b>3. Staffing &amp; Handovers, VR and Departures</b></p>                                |  |
| <p>3.1 CEO Update and questions including staffing position, departures and VR requests</p> | <p>[Paper: HTB0126-04]</p> <p>The CEO's paper was noted.</p> <p>On savings it was agreed that this would be the main topic of discussion at the next Trustee Board meeting in two weeks' time covering the following agenda items:</p> <ul style="list-style-type: none"> <li>• Review of HISA's reserves level</li> <li>• Financial plan for the next 3 years including what services could be outsourced</li> <li>• Comms to HISA staff on progress to date and next steps</li> </ul> <p>It was agreed that Rachel would ask Caroline for a date by which she was likely to have completed the skills audit to be presented to the TB. This is likely to be the end of February.</p>   |

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|   | <p><b>ACTIONS:</b></p> <ul style="list-style-type: none"> <li>• HL to include 'Review of HISA's reserves level' on the 30<sup>th</sup> January TB agenda.</li> <li>• HL to include 'Financial plan for the next 3 years including what services could be outsourced' on the 30<sup>th</sup> January TB agenda.</li> <li>• HL to include 'Comms to HISA staff on progress to date' on the 30<sup>th</sup> January TB agenda.</li> </ul>                    |
| <p><b>4. Trustee Ratification</b></p>         |   |
| <p>4.1 Janet Hackel</p>                       | <p><b>DECISIONS:</b><br/>Janet Hackel was approved as a HISA Trustee for a 2<sup>nd</sup> term.</p>   |
| <p><b>5. Any Other Competent Business</b></p> |   |
| <p>5.1 Trustee Board Meetings</p>             | <p><b>DECISIONS:</b><br/>It was agreed that the March TB meeting would be online and that a face-to-face meeting would be held once Colin Munro had started in post later in the year, possibly in June.</p> <p>It was agreed that it would be welcome if Colin Munro as the new HISA CEO could attend one of the extraordinary TB meetings to meet those Trustees he had not yet met and get involved early on in decisions about future structures.</p> |

APPROVED