



The James Hutton Institute
BOARD MEETING
Sydney Room, Apex Grassmarket Hotel, Edinburgh
2 October 2019, 09:00h

MINUTES

Chair: James Curran (JC) (Chair)

Board members: Susan Davies (SD) Deborah Keith (DK)
Ian Gambles (IG) George Lawrie (GL)
Archie Gibson (AG) Elizabeth Wade (EW)
Stephen Hall (SH)

Apologies: Joan MacNaughton (JM), Iain Reid (IR), Marian Scott (MS), Alyson Tobin (AT)

Attendees: Colin Campbell (CC)
Alasdair Cox (AC)
Deb Roberts (DR)
Lesley Torrance (LT)
Derek Leslie (DL)
Anne Pack (AP) [Minutes]

Closed session

Opening remarks

The Chair welcomed everyone to the meeting.

1 Apologies

Joan MacNaughton (JM), Iain Reid (IR), Marian Scott (MS), Alyson Tobin (AT)

2 Register of Interests

There were no new declarations

3 Minutes of the meeting held on 5 June and 6/7 August 2019.

The minutes of the meeting held on were approved.

4 Matters arising

All actions were either in progress or complete.

5 Health and Safety

An update paper on Health and Safety was received for information.

The Board representative for H&S provided a verbal update. He is participating in site walk-throughs and has noticed a gradual positive culture change. He is encouraged by staff feedback in the staff survey. There is an increase in H&S issues being reported. H&S meetings are now much more interactive.

6 **GDPR notifications**

The DPO report was received for information.

The report includes a number of security breaches in the period, mainly around HR/email situations which were as a result of human error. The DPO will examine email communications at the Institute in an effort to raise awareness of the risk of human error, to hopefully reduce the number of breaches. None were considered serious enough to report to the ICO.

The DPO and Institute Information Governance Officer have been invited to the December Board meeting.

7 **Strategy Planning and Budget**

7.1 Restructuring update

An update paper was provided for information.

7.2 Capital Plan update

This was received for information.

IBH/APGC projects:

- The Business Cases are to be in final draft by 22nd October.
- It is vital the Board continues to review the Business Cases and be kept informed about governance.
- The Institute is in the process of changing the Chair of IBH.
- **AC to send TCD Business Cases to the Board.**

Craigiebuckler Campus Plan (CCP):

- The Masterplan has been received and will be provided to the Board shortly. The project is split into four phases.

Glensaugh:

- Plans are proceeding to utilise Glensaugh for training programmes.

7.3 Statutory Accounts and Annual Audit Report

Statutory Accounts were provided to the Board. These were approved.

The Annual Audit Report was received. Minor comments were received, and minor changes noted during discussion. Approval was given subject to final changes being made to the document.

- **CC will advise the Management Accountant of changes required to be made to the Annual Audit Report.**

7.4 BioSS six-monthly update

An update paper was received for information. The same paper had been discussed at ACS on 1st October.

7.5 Board tenure cycle

A paper was provided giving background to the current Board recruitment process, and three options for a future recruitment process for the Board to consider. The Board agreed to adopt Option C which will achieve the desired cycle of recruitment.

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8 **Regular reports**

8.1 CEO Report & Operational Plan

The CEO report and Operational Plan were received for information.

8.2 Management Accounts P5

The Management Accounts for P5 to 31 August 2019 were received for information.

A full-year forecast was prepared for the remainder of the year. A further reforecast will take place in December. The Finance Team is preparing for this.

8.3 Risk Register and Brexit Risk Register

The Risk Registers were received for information. They had been reviewed by the Audit & Finance committee the previous day. Only minor amendments have been made to the Risk Register since the last Board meeting.

There are no changes to the Brexit Risk Register.

9 Updates from sub-committee meetings

9.1 ACS

The draft minutes of the meeting held on 4 June were received for information. The Chair provided a verbal update on the meeting held on 1 October 2019. The following items were noted/discussed:

- Six-monthly report from BioSS
- Restructuring of Science Groups
- Science Group Review process
 - ACS are impressed with the way the programme has rolled out.
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9.2 Audit & Finance

Minutes of the A&F meeting held on 4 June were received for information. The A&F Chair provided a verbal update of the meeting held on 1 October. The following items were discussed:

- External Audit report.
- Internal Audit report. It was agreed there should be a new and specific Income Generation Strategy which will go to the next A&F.

9.3 Nominations, Remuneration & Governance

Minutes of the NR&G meeting held on 4 June were received for information. A verbal update of the meeting held on 1 October was provided. The following items were discussed:

- ONS classification of “Public Body” which will have implications for the Institute and for which it is seeking a derogation.
- TCD. This is ongoing and on schedule.
- Workforce Planning.

9.4 James Hutton Ltd

- Minutes of the meeting on 29 May was provided for information. The agenda for the meeting on 25 September was provided for information.

Other Reports

10 10.1 Communications

- The Communications paper was received for information.

10.2 Board Engagement with Staff – log

The log was received for information.

11 Review of meeting & Forward Agenda Planner (FAP)

This was received for information.

Glossary

This was provided for information.

Dates of meetings in 2019:

December 4th, Aberdeen

Dates of meetings in 2020:

5 February, Edinburgh

1 April, Dundee

9/10 June Aberdeen – Strategy Day

16 September, Aberdeen

25 November, Dundee