

**Minutes of HEFESTIS Board Meeting held at 11:30 am on Monday 17 August 2020 online via MS Teams.**

**Present**

*Participated by MS Teams*

Brian Henderson (Chair)	University of Aberdeen
Andrew McCreath (AM)	HEFESTIS Ltd.
James Morris (JM)	University of Dundee
Angus Allan (AA)	South Lanarkshire College
Lisa Clark (LC)	Glasgow Kelvin College
Anne Jamieson (AJ)	Independent
Angus Warren (AW)	APUC Ltd. - Observer
Michael Caithness (MC)	Corporate Services, APUC Ltd

**Welcome and Apologies**

- 1 Chair welcomed everyone and thanked them for attending in these challenging times.
- 2 Chair noted that AA had to leave the meeting at 12:30. He also expressed the sincere thanks of the Board for his considerable contribution to the guidance and governance of HEFESTIS during his term of service. AA advised that he was retiring at the end of October but that he would be happy to continue on the board until that time if necessary. There was an apology for absence from Nick Murton.

**COVID-19 Impact**

- 3 AM informed the Board that current remote working arrangement was working well and that members institutions were happy that the service was being efficiently maintained. He added that the steering groups had advise that the status quo was preferred but noted that some institutions were in a controlled back to work situation.
- 4 AM raised the question of how to respond if staff wished to return to an office environment for example for their wellbeing. He added that some guidance should be offered in such circumstances.
- 5 AW offered the use of space in one of APUC's three offices adding that some APUC staff were working occasionally in their office and that appropriate COVID procedures were in place.
- 6 Chair noted that we need to be aware of the risk to mental well-being but that we also need to be respectful of client wishes. He added that the company policy was still to work remotely unless required otherwise and that staff cannot be forced to go on site.
- 7 AM confirmed that there was no pressure on staff to go to an office.

- 8 AA advised that SLC were starting a stage back to work process and LC added that GKC are set up for safe office working and offered space for HEFESTIS staff if required.
- 9 JM reminded the Board that Government guidance was still to 'work from home' and that HEFESTIS' operating model might need further discussion. He added that it should be individual's choice if they wish to return to an office environment.
- 10 Chair suggested the policy needs to be updated and issued. **(ACTION: AM)**
- 11 AM stressed that the best interests of staff is paramount.
- 12 AW advised that APUC was in the process of reviewing core team working and that suitable limited office space in institutions, with easy access from train and bus stations, was being sought for when the current Edinburgh and Glasgow leases expire. He added that no staff members would be forced to go back into an office and that staff were able to take their monitors, keyboards and mice from the office for home working.
- 13 AJ suggested that we need to respect our clients' needs and mirror what the rest of the sector are doing.

### **Minutes of the previous meeting on 1 May 2020**

- 14 The minutes were approved as an accurate record of the meeting.

### **Matters Arising from the previous meetings**

- 15 Chair noted that the actions from the previous meetings had been completed or were in progress as follows:
- Action 9 AM to check with EM regarding claiming of tax relief for working from home. **(ACTION: AM)**
- Action 12 Grant application from CRU in progress and should complete this week.
- Action 46 Finance system is recoverable but back up is necessary and will be investigated with Chiene + Tait. **(ACTION: EM)**
- Action 47 Chair reported that new branding and website are excellent and thanks to AW for the assistance provided by NB,
- Action 53 Chair suggested that the annual review of the Business Code of Conduct and reminder staff should be adopted into policy and the action closed.
- Action 55 Action to check status of letters sent to institutions regarding membership of HEFESTIS. **(ACTION: AM)**

- Action 56      Review of the Business Continuity Plan is ongoing. **(ACTION: JS)**
- Action 28      Meeting with UCISA CEO scheduled for later in the week. **(ACTION: Chair/JM)**
- Action 39      Chair advised that Account Management is on the radar and for future discussion.

### **Strategy Development/Planning Update**

- 16      AM introduced the papers on the strategy planning and the proposals for expansion of the services offered and markets to be targeted.
- 17      Regarding paper 5a, AM suggested the need to explore the markets and engage with institutions south of the border. He added that careful consideration needs to be given to how resource this activity.
- 18      JM noted the assumption that the MD would be doing the marketing but suggested that UCISA might be worthwhile considering for this task given their market penetration. Other possible routes could also be considered.
- 19      Chair agreed that UCISA could be a useful access route to markets and stressed the need for a 'best cost' solution.
- 20      AM suggested that the future MD should have the skill sets to be flexible to get involved in other activities such as this.
- 21      AJ suggested that the MD role should grow as the business grows and that a 'stepped' approach would be best. She asked if the MD role was envisaged as 'fixed term' or permanent,
- 22      Chair asked for views on the argument for a fixed term MD and AJ thought that there was no real advantage and that part-time vs full time would affect recruitment capability.
- 23      AW suggested that a flexible role would be best, and that the MD could also act as a consultant on the change management shared service.
- 24      JM asked what MD commitment would for any engagement with UCISA and suggested that flexibility in the candidate would be desirable.
- 25      AM felt that the current part time requirement is about right for "as is steady state" but would need to be higher than this for an expanding company.
- 26      Chair suggested that the Board needs to decide if the role is 1 day/week and develop it going forward as necessary.
- 27      AM asked if the role could be floated within the sector to see if there were any interested parties and AW added that there could be candidates for starting part-time and growing as required.

- 28 AJ asked what confidence there was in the company expansion happening and if more work needs to be done and AM suggested that we can't be totally confident yet due the current pandemic situation and that feedback from UCISA meeting would be very useful in this regard.
- 29 JM stressed that the Board policy is to go forward with this expansion of services and a decision is needed on the commitment level for the MD. He noted by way of example that there might be possible interest from candidates, with suitable skills, within his institution who were being asked to work less hours due to financial pressures.
- 30 AJ suggested that if we double the number of clients then we will need more staff and more management commitment. She added that we should be able to map this to decide if a full time MD will be required. AM advised that the cost model is very lean and suggested that quadrupling the business would definitely require a full time MD.
- 31 Chair suggested that the MD time commitment should be higher than at present to drive the expansion but needs to be flexible in case the business does not grow.
- 32 LC felt that budget pressures will inevitably release possible candidates from their current roles in the FE/HE sectors.
- 33 AW recommended that 1 day/week should be the starting point with flexibility to expand as required. He added that the leader needs to be responsive to give a good impression to clients and that a full time MD might not be needed to achieve this, as deputies might be able to take on some of the activities.

AA left the meeting at 12:20

- 34 AM suggested that dependability of the candidate should not be a problem if the workload turns out to be more than envisaged, as candidates should be well aware of the nature of the company and its growth ambitions.
- 35 Chair proposed that the advert for the role should be based on 1 day/week with potential to do more. **(ACTION: AM)**

### **Service Status Reports**

- 36 AM advised that CoGC has regrettably decided to leave the service and will be appointing their own DPO. He added that HEFESTIS would continue to provide an emergency reduced level of support to cover urgent matters until such time as their DPO was in post.
- 37 AM noted that HEFESTIS was providing Change Management support to WCS and that EC are also interested in this service.
- 38 Chair noted that DPO's are continuing to be approached by College's to deliver data protection training to commercial clients (e.g. industry) on Temporary Lecturer contracts and asked if this was feasible. AM informed him that the DPO's are 100% committed but he would discuss it at the next steering group meeting. **(ACTION: AM)**

- 39 Chair noted that, following an EU Court of Justice ruling, Privacy Shield does not apply in the USA and asked if anyone was aware of this and the serious implications for our DPOs.
- 40 AW added that Brexit will have similar data security issues and suggested that the DPO community should be asked for their thought on this.
- 41 JM mentioned that the contacts that our DPO's have with the ICO office makes our DPO Share service stand out.

### **Financial Management Report**

- 42 In EM's absence, AM noted that finance was happy with the cash position and noted that the budget for 2020/21 had been revised to exclude income from CoGC.

### **Any Other Business**

- 43 AM suggestion that HEFESTIS Xmas holiday be aligned with APUC's was approved by the Board.
- 44 Chair noted that the venue for the November meeting was yet to be agreed and suggested that, with the exception of the need to sign off the accounts, there was no need for travel.
- 45 Chair reminded the Board of the need to find replacements for Kathy McCabe and Angus Allan and that a formal process was required for appointment of directors.
- 46 AW advised that a 3-year cycles applies for APUC with 1 HE and FE director replaced or re-appointed each year and that principals are asked to nominate candidates.
- 47 Chair asked if new HEFESTIS member institutions could be asked to propose directors and AM added that expansion south of the border should also be considered when considering new directors.
- 48 Chair suggested that UCISA could be offered a role on the board.
- 49 AW suggested that all member institutions should be asked for proposals.
- 50 LC suggested that the use of online meeting should be advised in any recruitment considerations.
- 51 Chair asked AM to draft a letter to members accordingly. **(ACTION: AM)**
- 52 AM suggested that the directors' terms should be amended to permit current directors to extend their term if desired.

**Date of Next Meeting**

- 20 October 2020 – Audit Committee, Edinburgh tbc
- 24 November 2020 – Board, venue tbc

There being no further business, the meeting closed at 13:05