



EDINBURGH COLLEGE BOARD OF MANAGEMENT

MINUTES OF MEETING OF 04 NOVEMBER 2014

14:00 Boardroom, Granton Campus

Present: Colin Arthur; Kellie Bradford; Maidie Cahill; Jan Cutting; Diane Erasmuson; Moira Frizzell; Alan Johnston; Ian McKay (Chair); Nigel Paul; Robin Stimpson; Ian Young.

In attendance: Philip Bates; Su Breadner; Allan Colquhoun; Penny Davis; Elizabeth Jeffress; Ray McCowan; Julie McCran; Pauline MacPherson; Marcus Walker (Clerk); Alan Williamson; Craig Wilson.

1 WELCOME AND APOLOGIES

- 1.1 Apologies had been received from Sandra Cairncross, Martin Crewe, Mandy Exley, Jane Richardson, David Rutherford and Jeroen Van Herk.
- 1.2 The Chair welcomed ECSA Vice-President (Education), Diane Erasmuson.
- 1.3 The Chair welcomed the Chair and Vice Chair of the Edinburgh College Development Trust, Allan Colquhoun and Philip Bates for agenda Item 2. The Chair and Vice Chair were joined by the Development Trust Officer, Elizabeth Jeffress.

2 DEVELOPMENT TRUST UPDATE

- 2.1 The Board received an update from the Chair and Vice Chair of the Development Trust.
- 2.2 The Board NOTED the progress of the Trust over its first year, and its aim to enhance the college community and support students and former students through industry links.
- 2.3 The Board DISCUSSED areas of the Development Trust's work, including the support provided to students and staff, and its potential involvement in future capital projects.
- 2.4 The Board NOTED cross-links between the Board and the Development Trust, and the importance of sharing access to beneficial networks. The Board AGREED to invite the Development Trust to provide an update to the Board on an annual basis.
- 2.5 The Chair thanked the Chair and Vice Chair of the Development Trust for providing an update to the Board. The Board welcomed the relationship outlined between the College and the Trust and its alignment with the direction of the

College, the views of the Board and the wishes of the community. The Board offered its best wishes for the future work of the Development Trust.

The Chair and Vice Chair of the Development Trust and the Trust Officer left the meeting.

3 DECLARATIONS OF INTEREST

3.1 None

4 MINUTES OF PREVIOUS MEETING

4.1 The Board APPROVED the Minutes from 2 September 2014 as an accurate record of the meeting, with the following amendment:

4.1.1 The Clerk, on behalf of the Student President, requested that minute 7.3 was amended to include reference to ECSA's on-going engagement with the Curriculum Strategy.

5 MATTERS ARISING

5.1 Actions from the previous meeting were complete, overtaken or on the agenda, with the exception of the following item:

5.1.1 PAPERLESS BOARD SYSTEM (minute 6.2.3/02.09.14 refers)

The Board NOTED that the Deputy Principal Strategy & Operations was in the process of reviewing suitable internal and external packages to facilitate paperless meetings. The Deputy Principal confirmed that a chosen package would be reported to the Board at its next meeting.

6 PRINCIPAL AND EXECUTIVE REPORT

6.1 The Board NOTED a number of aspects of College business with which the Executive Team had recently been engaged, including the Fresher's week, Graduations and the launch of Codespace.

The Chair, on behalf of the Board, congratulated those involved in the graduation on an excellent event, which attracted a very positive level of stakeholder engagement.

6.2 STRATEGY AND PLANNING

6.2.1 The Board NOTED an update from the Deputy Principal on the Leadership Operational Plans 2014/15, which had been signed off.

6.2.2 The Board NOTED the current position of the College WSUMs targets and performance. The Deputy Principal informed the Board that the College's activity target for 2014/15 was projected to rest slightly below the SFC target.

The Vice-Principal Education Leadership notified the Board that the WSUMs position was significantly better than at the same point in 2013/14. The Board NOTED that the core process for bringing together WSUMs information had worked efficiently, and that the VP Education Leadership and Heads of Centre continued to review activity.

- 6.2.3 The Board NOTED an update on the 2013-18 Strategic Objectives which had been reviewed by the committees of the Board. The Deputy Principal confirmed that draft objectives reviewed by the Academic Council, Capital & Infrastructure Committee and the Audit Committee had been approved and incorporated into the 2014/15 Monitoring Our Performance reports.

The Board NOTED that both the Commercial & International and Nominations & Engagement Committees had requested further refinement of the objectives. The appropriate Executive Leads and committee chairs were now working together to develop these objectives further.

6.3 FINANCE

- 6.3.1 The Board NOTED the financial performance of the College, as highlighted in the Financial Accounts to September 2014.

6.4 HUMAN RESOURCES AND STAFF ENGAGEMENT

- 6.4.1 The Board NOTED an update on the Voluntary Severance Scheme. The Board NOTED that the Executive anticipated additional VS applications, but confirmed that the rate of submission had slowed and that the Scheme was due to close on 28 November 2014.

- 6.4.2 *Paragraph 6.4.2 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

6.5 PERFORMANCE MANAGEMENT

- 6.5.1 The Board NOTED an update on the Curriculum Review process, and were informed by the Vice-Principal Quality, Performance and the Student Experience that recommendations from the process would be fed back to the Board.

- 6.5.2 The Board DISCUSSED areas of demand highlighted by the Curriculum Review, including the high increase in undeclared disabilities (e.g. dyslexia) and the WSUM requirements to provide appropriate student support.

The Board AGREED that it would welcome a report from the Executive outlining areas of current curricular activity associated with

the Curriculum Review. The report would include an area-by-area breakdown of staff numbers (teaching and support), resource costs, student numbers, WSUMs and income received, for consideration at the next Board meeting.

The Director of Finance, Director of OD & Communication, VP Education Leadership and the VP Quality, Performance and the Student Experience left the meeting.

7 REMUNERATION COMMITTEE

7.1 MINUTES 17.09.14

The minutes of the Remuneration Committee on 17 September 2014 were considered by the Board as part of a closed session (*Closed minute 7.1/04.11.14 refers*).

7.2 TERMS OF REFERENCE

The Terms of Reference of the Remuneration Committee were considered by the Board as part of a closed session (*Closed minute 7.2/04.11.14 refers*).

7.3 UPDATE ON EXTRAORDINARY MEETINGS

An update on extraordinary meetings of the Remuneration Committee were considered by the Board as part of a closed session (*Closed minute 7.3/04.11.14 refers*).

The Director of Finance, Director of OD & Communication, VP Education Leadership and the VP Quality, Performance and the Student Experience joined the meeting.

8 POLICY & RESOURCES COMMITTEE

8.1 MINUTES 22.10.14

8.1.1 The Board NOTED the Policy & Resources Committee minutes from its first meeting held on 22 October 2014.

8.1.2 The Board NOTED that prior to the Committee meeting a Board delegation had met with the SFC to discuss the financial standing of the College, as agreed at the previous meeting of the Board (minute 6.3.3/02.09.14 refers). The Board NOTED that the SFC had demonstrated a willingness to engage with the College in-relation to key areas of curriculum, finance and leadership.

Paragraph presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.

8.1.3 The Board NOTED that the Committee had discussed the appointment of an interim principal. The Board NOTED that communications with stakeholder groups would be particularly challenging in the coming period, therefore the Committee had taken the decision to utilise the services of a Corporate Affairs Advisor to implement a robust communications plan. The Board NOTED that the chosen Advisor had worked effectively with the College throughout the time of merger.

8.1.4 The Board NOTED the APUC process for selecting a recruitment consultant in furtherance of appointing a new Principal. The Board DISCUSSED the composition of the shortlisting and interview panel, which would comprise the Chair, at least one other Board Member, and at least one external panelist. The Vice Chair informed the Board that the advice of recruitment consultants would be sought on a suitable level of engagement for both staff and students.

The Board APPROVED the recruitment process as set out by the Policy & Resources Committee.

8.2 TERMS OF REFERENCE

8.2.1 The Board APPROVED the Terms of Reference recommended by the Policy & Resource Committee.

8.2.2 The Board NOTED that the Vice Chair would act as Chair of the Committee.

9 ***Paragraph 9 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.***

10 EDINBURGH COLLEGE STUDENTS' ASSOCIATION

10.1 The Board NOTED a report on ECSA activities and upcoming projects, introduced by the Vice-President (Education).

10.2 The Board NOTED 'areas of concern' following the first set of Class Rep meetings in October 2014. The Board welcomed feedback from the Class Reps meetings and the Chair highlighted the Board's expectation that the Executive Team, ECSA and EIS-FELA would work together to resolve the matters arising therefrom.

11 COMMITTEE REPORTS

11.1 ACADEMIC COUNCIL

11.1.1 MINUTES 19.09.14

The Board NOTED the Academic Council minutes from the meeting held on 19 September 2014.

The Board NOTED that the Academic Council Sub-Groups had all been refreshed and were now chaired by academic or support staff members.

11.1.2 TERMS OF REFERENCE

The Board NOTED the quorum of Academic Council meeting held on 19 September 2014, and the Committee request to amend its Terms of Reference which were felt to be overly restrictive.

The Board APPROVED a revised quorum for the Academic Council consist of: the Chair; one Non-Executive Board member; one Executive member; two College Staff members; and one representative from ECSA.

11.2 AUDIT COMMITTEE

11.2.1 MINUTES 25.09.14

The Board NOTED the Audit Committee minutes from the meeting held on 25 September 2014.

11.2.2 TOP RISK REGISTER

The Board NOTED the Edinburgh College Top Risk Register for October 2014.

11.2.3 CO-OPTED MEMBERS

The Board AGREED to the appointment of two co-opted members, with expertise and experience relating to public sector work and commercial matters, to the Audit Committee.

11.3 CAPITAL & INFRASTRUCTURE COMMITTEE

11.3.1 MINUTES 02.10.14

The Board NOTED the Capital & Infrastructure Committee minutes from the meeting held on 02 October 2014.

The Board NOTED the on-going appraisal of options relating to potential areas of collaboration with Edinburgh Napier University. The Committee Chair informed members that options for consideration

were driven by the curriculum and would be in Edinburgh College students' interests.

11.4 COMMERCIAL & INTERNATIONAL COMMITTEE

11.4.1 MINUTES 01.10.14

The Board NOTED the Commercial & International Committee minutes from the meeting held on 01 October 2014.

The ECSA Vice-President (Education) asked the Committee Chair about student representation on the Commercial & International Committee. The Board NOTED the Committee was currently in a developmental stage, and that the Committee Chair had agreed to meet with the Student President to discuss matters prior to Committee meetings, as appropriate.

11.4.2 DELEGATED FINANCIAL AUTHORITY

The Board NOTED a proposal recommended by the Commercial & International Committee regarding various degrees of financial delegation in this area.

The Deputy Principal agreed to meeting with ECSA representatives to clarify the mechanisms for delegated authority further.

The Board APPROVED the levels of financial delegation proposed by the Committee. The Board AGREED that a record of instances where delegated authority was exercised would be reported to the Committee and the Board.

11.4.3 COMMERCIAL STRATEGY

The Board NOTED the Commercial Strategy approved by the Commercial & International Committee on 01 October 2014.

11.4.4 INTERNATIONAL STRATEGY

The Board NOTED the International Strategy approved by the Commercial & International Committee on 01 October 2014.

11.5 NOMINATIONS & ENGAGEMENT COMMITTEE

11.5.1 MINUTES 09.10.14

The Board NOTED the Nominations & Engagement Committee minutes from the meeting held on 09 October 2014.

The Board NOTED its concerns that the operational budget for Communications had been significantly reduced, as part of the College's drive to breakeven in 2015/16.

The ECSA Vice-President (Education) left the meeting

12 GOVERNANCE

12.1 GOVERNANCE UPDATE

- 12.1.1 The Board NOTED the commencement of the open recruitment process for Board members. The Governance Director confirmed that interviews would be held over December and January.
- 12.1.2 The Board NOTED an update on the development of the *Edinburgh College Constitution and Articles of Governance*. The Governance Director confirmed that a draft version would be circulated prior to the next Board meeting in December, for approval by the end of the year.
- 12.1.3 The Board NOTED an update on Board training for the 2014/15 academic year.

12.2 CALENDAR OF EVENTS

- 12.2.1 The Board NOTED an update from the Governance Administrator on upcoming Board events for the 2014/15 academic year.

13 NATIONAL REPORT

- 13.1 The Board NOTED an update from the Chair on the progress in appointing the three Colleges Scotland Policy Leads.
- 13.2 The Board NOTED that changes would need to be approved locally to existing RPAs to allow the NJNC to negotiate pay and conditions nationally. The Chair confirmed that the process was on-going, and it was hoped this would be overtaken in time to allow consideration of the 2015-16 Pay Round at national level.

14 ANY OTHER COMPETENT BUSINESS

14.1 HEALTH & SAFETY POLICY

- 14.1.1 The Board NOTED that prior to the Board meeting Stuart Daly, Group Health & Safety Manager, had provided a presentation on the College's Health & Safety arrangements. Members commended Mr Daly on a clear and succinct presentation.
- 14.1.2 The Board AGREED that it would receive a RIDDOR Report at future Board meetings, and that a more substantial report on Health & Safety matters should be provided on an annual basis.
- 14.1.3 The Board APPROVED the *Health & Safety Management System Overview: Policy Arrangements and Organisation* paper.

15 DATE OF NEXT MEETING

The next meeting would be held 14:00hrs on 9 December 2014 at the Milton Road Campus.

16 CLOSED BUSINESS

Three items of business were considered by the Board as part of a closed session. Closed items are recorded under a separate minute (*Closed minute 7/04.11.14 refers*).

The meeting closed at 17:00 hrs.

..... (Signature of Chair) (Date)