EDINBURGH COLLEGE BOARD OF MANAGEMENT

MINUTES OF MEETING OF 22 SEPTEMBER 2015

14:00 Boardroom, Milton Road Campus

Present: Jenni Behan; Kellie Bradford; Annette Bruton; Sandra Cairncross; Alan Johnston; Ian McKay (Chair); Niki McKenzie; Nigel Paul; Robin Stimpson; Jeroen Van Herk; Ian Young.

In attendance: Penny Davis; Ray McCowan; Aileen McKechnie; Pauline MacPherson; Marcus Walker (Clerk); Alan Williamson; Craig Wilson.

1.   **WELCOME AND APOLOGIES**

1.1   Apologies had been received from Colin Arthur, Jan Cutting and Elaine Lee.

1.2   The Board welcomed Aileen McKechnie, the Director of Advanced Learning and Science at Scottish Government, to the meeting.

1.3   The Board NOTED that Non-Executive Member, Guy Hughes, had stepped down from the Board with immediate effect, to pursue other commitments.

1.4   The Board NOTED that following a recent round of non-executive Board recruitment, Scottish Ministers had approved the recruitment panel's recommendation to appoint Fiona Riddoch, Managing Director of COGEN, to the Board. The Board NOTED Ms Riddoch's curriculum vitae, and her strong background within the key curriculum areas of science, engineering and renewables, and AGREED to endorse the candidate's appointment.

2.   **DECLARATIONS OF INTEREST**

2.1   The Support Staff Board Member, Kellie Bradford, declared an interest in Item 14, as the College's Freedom of Information Officer.

2.2   The Board NOTED that its Members should inform the Governance Team of any changes to their interests within one month of any change occurring.

3.   **MINUTES OF PREVIOUS MEETING**

3.1   The Board APPROVED the Minutes from 23 June 2015 as an accurate record of the meeting.

4. MATTERS ARISING

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

4.1.1 AUDIT & RISK ASSURANCE COMMITTEE CO-OPTION

The Board NOTED that the Chair of the Audit & Risk Assurance Committee had met with a suitable candidate, with experience of public sector accounting practices, to discuss co-option to the Committee. The Chair informed the Board that, if appropriate, the co-option would be considered by the Nominations Committee, prior to the next Board meeting.

4.1.2 *Paragraph 4.1.2 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

Niki McKenzie joined the meeting

5. INTRODUCTION TO THE DIRECTOR OF ADVANCED LEARNING & SCIENCE AT SCOTTISH GOVERNMENT

5.1 The Chair introduced the Director of Advanced Learning & Science at Scottish Government, and thanked her for accepting the Board's invitation to attend the meeting.

5.2 The Director of Advanced Learning & Science addressed the Board, highlighting the roles expansive portfolio and the Scottish Government's prioritise within the directorate.

5.3 The Board NOTED that the Scottish Government recognised and valued the college sectors key role in supporting educational attainment, in order to produce a skilled and productive workforce, and a more prosperous and fair society.

5.4 The Director of Advanced Learning & Science acknowledged the 'significant journey of change' the college sector had taken, and the current financial restraints placed on the public sector. Members of the Board NOTED that Scottish Government wished to continue working closely with the college sector to expand on the substantial progress made since regionalisation.

5.5 The Chair, on behalf of the Board, thanked the Director of Advanced Learning & Science for her introduction, and for engaging with the Board in an open dialogue.

6. HEALTH & SAFETY

Stuart Daly, Health & Safety Manager, joined the meeting

6.1 ANNUAL REPORT

6.1.1 The Board NOTED a Health & Safety Annual Report presentation from Stuart Daly, Health & Safety Manager, which highlighted the College's current arrangements and recent changes to legislation.

6.1.2 The Board congratulated the Health & Safety Team, and the wider College, on achieving a Silver Award in the *Healthy Working Lives Award Programme*.

6.1.3 The Board DISCUSSED the Health & Safety Policy 2015/16*,* and the minor changes outlined by the Health & Safety Manager. The Board AGREED that the Health & Safety Policy 2015/16 should be circulated electronically to Members, for review, prior to its signed off by the Principal and the Chair.

6.2 RIDDOR REPORT

6.2.1 The Board NOTED a RIDDOR Report outlining the incident/accidents reported at Edinburgh College between January and September 2015.

Stuart Daly left the meeting

7. EDINBURGH COLLEGE STUDENTS' ASSOCIATION

7.1 ECSA REPORT

7.1.1 The Board NOTED a report on ECSA's recent activities and upcoming projects, introduced by the Student President.

7.1.2 The Board NOTED two 'areas of concern' raised by ECSA related to the application process, and the College's recent introduction of a minimum debit/credit card charge. The Chair asked the Executive to respond to both areas of concern under the current agenda item.

7.1.3 The Board NOTED an update from the Vice Principal Curriculum & Quality on recent applications and enrolments activity. The Vice Principal informed the Board that staffing resources/capacity had limited the application processing rate, and that the Executive had strived to reduce the burden placed on staff – for instance, removing the need for unnecessary student interviews.

The Board NOTED that overall enrolment numbers had been encouraging, although it remained too early to definitively state whether figures reflected higher overall enrolments, a higher rate of processing or both.

The Board DISCUSSED the need to remove uncertainties around the applications and enrolments process, including the following:

<blockquote>
<table>
<tr><td>(i)</td><td>the need to increase 'front-end' activity, in order to reduce the risks faced by the College;</td></tr>
<tr><td>(ii)</td><td>the continued development of management information, to allow for more effective monitoring of applications/enrolments data;</td></tr>
<tr><td>(iii)</td><td>the enhancement of baseline information to understand where further improvements can be made.</td></tr>
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The Board NOTED that, using the RIE recommendations as a guide, the Executive would seek to hone the applications and enrolments process further over the coming year. The Principal informed the Board that this would undoubtedly lead to enhancements in the information provided to the Board and its committees.

7.1.4 The Board NOTED the background to the introduction of a minimum debit/credit card charge across College catering facilities, with the Chief Operating Officer highlighting the significant financial savings made since its implementation.

The Board DISCUSSED the concerns raised by Student Board Members, and AGREED that ECSA and the Executive should endeavour to address the matter outwith the Board meeting.

Aileen McKechnie left the meeting.

7.2 ECSA PLANNING REPORT 2015/16

7.2.1 The Board NOTED that over the coming year ECSA would undertake a period of significant planning with the objective of publishing a long-term strategic plan in June 2016.

7.2.2 The Board NOTED an interim plan for 2015/16, structured around the central themes of the recently published 'Framework for the Development of Strong and Effective College Students' Associations in Scotland', a document developed by Scottish Government, NUS Scotland and the SFC.

7.2.3 The Board NOTED key initiatives such as the Learner Engagement Framework, the new Partnership Agreement and the continued development of a College-wide attainment record. The Board commended ECSA on the proposal to pilot the ECSA Excellence Awards in order to fully recognise outstanding achievement by both staff and students.

7.2.4 The Board DISCUSSED the number of students engaged by ECSA, and emphasised the importance of maintaining data on 'contact time'.

7.2.5 The Board AGREED that the ECSA Operational Plan 2015/16 should be considered at the next meeting of the Academic Council.

8. CLOSED ITEM OF BUSINESS

8.1 CLOSED MINUTES OF THE PREVIOUS MEETING

8.1.1 The Board APPROVED the Closed Minutes from 23 June 2015 as an accurate record of the meeting.

9. COMMITTEE REPORTS

9.1 ACADEMIC COUNCIL

9.1.1 EDUCATION SCOTLAND INTERIM REPORT

The Board NOTED the finding of the Education Scotland Annual Engagement Visit, which took place one year after the external review of the College in April 2014.

The Board NOTED feedback from HMI Inspectors within each of the four broad areas covered by the Education Scotland Framework: Learner Progress and Outcomes; High Quality Learning; Learner Engagement; and, Leadership Quality and Culture. The Vice Principal Curriculum & Quality highlighted to the Board 'Areas of Good Practice' and the 'Main Points for Actions' as illustrated within the Interim Report.

The Board DISCUSSED the progress made since the initial Education Scotland evaluation and the development of an effective action plan. The Vice Principal confirmed that progress on the action plan would be considered at the next meeting of the Academic Council.

9.2 AUDIT & RISK ASSURANCE COMMITTEE

9.2.1 TOP RISK REGISTER

The Board NOTED the Top Risk Register for August 2015, and the commentary provided by the Chief Operating Officer.

The Board DISCUSSED the Top Risk Register and AGREED that a 'refresh' of the Register's content should be considered by the Risk Management Group. The Chair of the Commercial & International Sub-Group asked the Executive to give further consideration to the 'Top Risks' related to commercial income (TR6 & TR7) during the updating process.

9.3 POLICY & RESOURCES COMMITTEE

9.3.1 MINUTES 26.08.15

The Board NOTED the Policy & Resources Committee minutes from the meeting held on 26 August. The Vice Chair informed the Board that the main purpose of the meeting was to consider the College's draft budget (*Minute 9.3.3 refers*).

The Board NOTED that the Committee's remit now included areas previously covered by the Capital & Infrastructure Committee, prior to the recent committee restructure.

9.3.2 MANAGEMENT ACCOUNTS TO JULY 2015

The Board NOTED the Management Accounts to July 2015, and the financial commentary provided by the Chief Operating Officer.

The Board NOTED the additional costs associated with the SSAP 24 enhanced pension provision, and its impact on the College's 16 months deficit. The Board NOTED that under ONS reclassification the College was required to revalue its assets, and the Chief Operating Officer informed the Board of the indicative figures provided by the valuer.

The Board DISCUSSED the College's deficit position over the 12 and 16 month accounting periods, including the following:

(i)   the financial issues faced across the college (and the public) sector in general, and their potential impact on the end of year accounts;
(ii) the presentation of information within the end of year accounts and the guidance provided by the College's External Auditors.
(iii) cost controls, expenditure sign-offs, and the range of achievable saving been progressed across the College.

The Board AGREED that it would welcome a narrative to illustrate that appropriate internal controls on financial forecasting were in-place – notwithstanding the numerous external factors impacting on the College's financial position.

9.3.3 COLLEGE BUDGET 2015/16

The Board NOTED a Draft College Budget for AY2015/16, which had been recast in-light of financial shortfall and potential increases in staffing costs highlighted at the last Board meeting in June.

The Board NOTED that the Policy & Resources Committee had considered three options put forward, by the Executive, to manage the current deficit. The Vice Chair confirmed that the Committee recommended to the Board 'Option Two', an implementation across the board budget reduction of 0.8% to achieve £0.55m savings, with an additional £0.55m saving to be found during the year.

The Board DISCUSSED the Draft College Budget and the recommended option, including the following points:

(i)   the cost pressures of not achieving the required savings within the first semester;
(ii) the College's move to Priority Based Budgeting (PBB) to address current and future deficits;
(iii) the need for the Top Risk Register to highlight the risks associated with the proposed College Budget;
(iv) the need to reposition commercial activities to achieve sustainable growth;
(v)   other 'mitigations' within the sector that may arise in the coming year.

The Board APPROVED the College Budget AY2015/16, as recommended by the Policy & Resources Committee.

10. GOVERNANCE

10.1 GOVERNANCE REPORT

10.1.1 The Board NOTED an update from the Governance Director on Board membership following the confirmation of a new member (*Minute 1.4 refers*), and the recent departure of two Non-Executive Members due to changes in circumstances.

10.1.2 The Board NOTED that the Nominations Committee would consider the implications of recent departures on the skills balance of the Board, and progress a further round of Non-Executive recruitment.

10.1.3 The Board DISCUSSED interim measures to ensure that the Remuneration Committee continues to fulfil its remit following the departure of two members. The Board AGREED that Alan Johnston and Ian Young would join the Committee until new Non-Executive Board Members were appointed.

10.1.4 The Board NOTED that Student Member, Jeroen Van Herk would join the External Engagement Committee, whilst Jenni Behan would serve on the Nominations Committee.

10.1.5 The Board NOTED the topics to be covered at the Board Strategy Day on 20 October. The Board AGREED that the event should focus on the future curriculum and regional coherence, Estates and the Financial Strategy Review.

10.2 SCHEME OF DELEGATION

10.2.1 The Board NOTED a proposed Scheme of Delegation for the Board, which specified the delegation of authority by the Board to the Chair, Vice Chair, Principal, Board Secretariat, and to its committees.

10.2.2 The Board DISCUSSED the Scheme of Delegation and welcomed the Secretariat's efforts to simplify and streamline the document.

10.2.3 The Board APPROVED the Scheme of Delegation. The Governance Director informed the Board that the Scheme would be reviewed formally on an annual basis, although the Board could choose to review and amend the document, as appropriate.

10.3 TERMS OF REFERENCE

10.3.1 The Board NOTED a draft terms of reference for each committee of the Board, following the approval of a new committee structure on 23 June.

10.3.2 The Board NOTED that draft terms of reference had been circulated to members of each committee for initial review and comment, prior to the Board meeting.

10.3.3 The Board NOTED an overview from the Chair of the Academic Council on developments to the Committee's terms of reference, which aimed to

provide greater strategic oversight (on behalf of the Board) in-relation to: Curriculum planning; pedagogy, policy and quality assurance; and, feedback from students. The Board NOTED that the Committee wished to maintain the involvement of staff and students through appropriate working groups, rather than the existing sub-groups based on key academic themes.

10.3.4 The Board DISCUSSED the developments made to each committee's terms of reference, in-order to align with the remits and membership agreed at the previous meeting of the Board.

10.3.5 The Board APPROVED the terms of reference for all six committees of the Board.

The Chair, the Deputy Principal, the Vice Principal Curriculum & Quality and the Chief Operating Officer left the meeting.

10.4   REVIEW OF CHAIR 2014/15

10.4.1 The Board NOTED that, as required by the Code of Good Governance for Scotland's Colleges ('the Code'), the Nominations & Engagement Committee had agreed a procedure for evaluating the effectiveness of the Chair, as led by the Vice Chair.

10.4.2 The Board NOTED feedback from the Vice Chair on the recent evaluation of the Chair, which included a scaled questionnaire and one-to-one meetings between the Vice Chair and other Board members.

10.4.3 The Board DISCUSSED the breadth, volume and complexity of Board business and subsequent comments raised around the time management of Board meetings. In that context, the Vice Chair informed the Board that feedback indicated that Members were keen to ensure that the Board continued to give full and proper consideration to 'big ticket' agenda items, and that appropriate discussion and debate continued to be encouraged.

10.4.4 The Board NOTED that, in conclusion, the comprehensive evaluation exercise conducted by the Vice Chair had demonstrated that the Chair upheld the principles of 'the Code' and was an effective leader.

10.4.5 The Board commended the Vice Chair on the evaluation exercise and his considered report to the Board.

The Chair, the Deputy Principal, the Vice Principal Curriculum & Quality and the Chief Operating Officer returned to the meeting.

Jenni Behan left the meeting.

11.   NATIONAL REPORT

11.1 The Board NOTED an update from the Chair on the ongoing status of the national bargaining pay round.

11.2 The Board NOTED unfolding events at Glasgow Clyde College and Coatbridge College relating to concerns around local governance arrangements. The Chair informed the Board that both events would have repercussions for governance across the sector.

12. THE PRINCIPAL'S REPORT

12.1 The Board NOTED a report from the Principal on business critical aspects of College business, including: Student enrolment (as discussed under *minute 7.1.3*); curriculum; external relations; and, achievement.

12.2 The Board NOTED an update on the College's intention to reduce its provision in Veterinary Nursing, in line with the Curriculum Strategy, and the proposed transfer of provisions to SRUC. The Vice Principal confirmed that the proposal had been encouraged and supported by the SFC, and further to discussions at the last Board meeting, the Funding Council had given reassurances around the potential financial impact to the College of relinquishing these provisions.

13. COLLEGE FUNDING REPORTS

13.1 SFC CREDITS REPORT

13.1.1 The Board NOTED a report outlining the workings of the new SFC Credits system, and its impact on the funding of the College.

13.1.2 The Board DISCUSSED the cost of delivering certain subjects areas, and the subsequent categorisation of programmes across five individual price groups (based on course subject classification). The Board NOTED that the credits for each price group multiplied by the price of that group derived the total credit funding for the College.

13.1.3 The Board AGREED that it would welcome further information on the impact of each 'price group' when viewed against current student numbers, for future planning purposes.

13.2 COLLEGE FUNDING SUMMARY REPORT

13.2.1 The Board NOTED a high-level overview on the workings of the College's finances, as requested by the Board on 23 June.

13.2.2 The Board NOTED commercial income across the College, and AGREED that for comparison purposes it would be useful to receive historical commercial figures from the three legacy colleges.

14. FREEDOM OF INFORMATION ANNUAL MONITORING REPORT

14.1 The Board NOTED an FOI Annual Monitoring Report highlighting the volume of FOI requests received by Edinburgh College between January 2014 and June 2015.

15. BOARD AND COMMITTEE CALENDAR

15.1 The Board NOTED the Board and Committee Business Calendar for AY 2015/16.

16. ANY OTHER COMPETENT BUSINESS

16.1 None.

17. DATE OF NEXT MEETING

17.1 The next meeting would be held at 14:00hrs on 08 December 2015 at the Granton Campus.

18. CLOSED BUSINESS

18.1 The Closed Minutes of the Previous Meeting were considered by the Board as part of its open session (*Minute 8/22.09.15 refers*).

Meeting closed at 17:20

……………………………………………… (Signature of Chair) …………………… (Date)