

**EDINBURGH COLLEGE BOARD OF MANAGEMENT
MINUTES OF MEETING OF 5 FEBRUARY 2013
1.00 PM, BOARD ROOM, MILTON ROAD CAMPUS**

Present: C Arthur; M Crewe; J Donaldson; M Exley; M Frizzell; A Johnston;
I McKay (Chair); K McPhillips; N Paul; J Richardson; D Rutherford;
R Stimpson; A Johnston; I Young

In attendance: P Davis; A Hood; M Kelso; A Williamson (part of meeting)

1 APOLOGIES

Apologies had been received from M Cahill and J Martin.

2 DECLARATIONS OF INTEREST

There were no new declarations of interest. With reference to any discussion concerning Anderson Strathern, R Stimpson's recent position as Partner in that firm was noted.

3 MINUTES OF PREVIOUS MEETING

Decision: The minutes of the meeting held on 11 December 2012 were approved.

4 MATTERS ARISING

There were no formal matters arising.

5 COMMITTEE REPORTS

5.1 Nomination Committee

I Young gave an update.

5.1.1 J Donaldson had communicated his intention to stand down at the end of March giving rise to a second vacancy on the Board. The Nomination Committee would progress recruitment and report back to the March Board.

5.1.2 Following a request from ECSA, it was agreed that consideration would be given to the possibility of a second student attending Board meetings as an observer once forthcoming legislation in this area was clearer.

5.1.3 **Decision:** The Board approved revised Committee Terms of Reference.

5.1.4 **Development Trust**

5.1.4.1 Following consideration at its meeting on 30 January 2013, the Committee recommended the establishment of a discrete Development Trust.

5.1.4.2 **Decision:** The Board approved the creation of a Development Trust, noting the need for set-up funding. Progress would be reported to the March Board.

5.1.4.3 There would be further consideration of the Thomas Telford Trust at the June Board.

5.2 **Audit Committee**

A Williamson joined the meeting for this item.

D Rutherford explained that the Audit Committee would meet on 20 February 2013 and an update would be given to the March Board.

5.2.1 **Risk Management Update**

5.2.1.1 A Williamson introduced the Risk Register and outlined key and emerging risks. It was agreed that future reports should include a traffic light system and arrows to indicate movement of risks.

5.2.1.2 A paper on business continuity would also be brought to the March Board.

5.2.2 **Management Accounts**

5.2.2.2 A Williamson introduced the accounts to 31 December 2012.

5.2.2.3 Work was ongoing to address differences in forecasting income from commercial and international contracts due to differences in the three merged colleges' reporting systems. A paper would be brought to the March Board clarifying the College's position in this regard.

5.3 **Academic Council**

5.3.1 J Donaldson reported that Academic Council had held its first meeting on 31 January to consider its remit and success measures in relation to the Regional Outcome Agreement (ROA). Five staff members had now been appointed as co-optees.

5.3.2 The Board asked that a report on students be brought to its March meeting.

5.4 **Remuneration Committee**

The minutes of the Remuneration Committee meeting on 12 December 2012 were noted.

5.5 **Estates Working Group**

As Chair of the Working Group, R Stimpson gave a verbal update on the meeting held on 29 January. A key theme of discussions was the need for better space utilisation. The Committee had also discussed:

5.5.1 The relocation of trades to Forthside and Midlothian campus, creating a Centre of Excellence in Engineering at Midlothian;

5.5.2 Options for the Granton residences;

5.5.3 The need to decide on the strategic locus of IT, which was driven by academic considerations but was also an estates matter. An Executive Team decision on this would be reported to the March Board;

5.5.4 The need to decide whether a permanent Estates Committee should be established. The Working Group would make a recommendation to the March Board in this regard.

6 **STUDENT ASSOCIATION UPDATE**

6.1 In the absence of the Student President, the Chair reported that a meeting had taken place with the Students' Association on 28 January and arrangements were in place to support completion of the ECSA Constitution and associated documents in the next few weeks.

6.2 Future funding and staffing had also been discussed and proposals were being drawn up for ECSA operating in conjunction with Student Services.

7 **EXECUTIVE REPORT**

7.1 **Operation & Integration Update**

The Principal gave an update, highlighting the following items.

7.1.1 **Leadership Team** – Leadership team interviews would conclude the following week. Restructuring of the rest of the organisation was planned for completion by end June 2013.

7.1.2 **Union Relations** – Good progress had been made with Unison and the Recognition Agreement was due to be signed off. The Principal alerted the Board to a delay in progressing dialogue with the EIS,

however. The Board agreed that staff must be kept fully informed of the current position and any progress made.

7.1.3 **Policies** – These were awaiting Union approval. Publication was now two months behind schedule. The Principal confirmed that policies complied with ACAS regulations and were fit for publication.

8 STRATEGY UPDATE

8.1 Feedback from the recent Strategy Day was being collated. Strategy would be developed in accord with the ROA. There were thirteen measures in the Balanced Score Card against the ROA, with twenty-nine indicators.

8.2 A date would be identified for a follow-up strategy session.

9 LEGAL UPDATE

9.1 The Chair reported on progress with the current legal proceedings, reaffirming that the basis for pursuing the case had been not only professional negligence but the duty on the Board to protect public money. In that connection, the Principal confirmed that the SFC had been kept informed of progress throughout.

10 BOARD DEVELOPMENT

10.1 **Decision:** The Board approved an outline plan for continuing professional development.

10.2 A series of sessions focused on College operations would be led by Executive Team members over the coming months, and a more detailed development programme would be drawn up for 2013-14.

11 ANY OTHER BUSINESS

11.1 Post-16 Education (Scotland) Bill

Written evidence had been submitted to the Education & Culture Committee on 18 January, and the Principal had given oral evidence to the Committee that morning, 5 February.

12 DATE OF NEXT MEETING

19 March 2013, 2.00 pm, Milton Road Campus