



EDINBURGH COLLEGE BOARD OF MANAGEMENT

MINUTES OF MEETING OF 09 FEBRUARY 2016

14:00 Boardroom, Milton Road Campus

Present: Colin Arthur; Kellie Bradford; Annette Bruton; Sandra Cairncross; Bob Downie; Stephen Dunn; Alan Johnston; Ann Landels; Elaine Lee; Ian McKay (Chair); Niki McKenzie; Nigel Paul; Azra Sharif-Qayyum; Robin Stimpson; Jeroen Van Herk; Ian Young

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

1. WELCOME AND APOLOGIES

- 1.1 Apologies were received from Jenni Behan and Fiona Riddoch.
- 1.2 The Chair welcomed four newly appointed Non-Executive Members, Bob Downie, Stephen Dunn, Ann Landels and Azra Sharif-Qayyum, to the Board.
- 1.3 The Chair welcomed Associate Principals, Jon Buglass and Jonny Pearson, who had been seconded to the Executive to progress matters related to curriculum planning and student recruitment/enrolment (respectively).

2. DECLARATIONS OF INTEREST

- 2.1 The Chair declared an interest in Items 5.1.4 and 5.1.5, with reference to his role as Chair of the National Joint Negotiating Committee (NJNC), and the Vice Chair agreed to act in the role of Chair for both items. Interests in Items 5.1.4 and 5.1.5 were also declared by Colin Arthur and Kellie Bradford, as members of College staff, and Elaine Lee, whose husband is a member of the College's teaching staff.
- 2.2 Stephen Dunn informed the Board that he was currently studying at the College as a full-time Professional Photography student.

3. MINUTES OF PREVIOUS MEETING

- 3.1 The Board APPROVED the Minutes from 08 December 2016 as an accurate record of the meeting.

4. MATTERS ARISING

4.1 Actions from the previous meeting were complete, overtaken or on the agenda.

5. COMMITTEE REPORTS

5.1 POLICY & RESOURCES COMMITTEE

5.1.1 MINUTES 18.01.16

The Board NOTED Policy & Resources Committee minutes for the meeting held on 18 January. The Vice Chair informed the Board that the Committee had considered the minutes and governance arrangements for the Business Transformation Plan Working Group which had met on 11 January, and highlighted that a further update would be provided by the Principal under Item 5.1.2.

The Board NOTED that the Committee had considered the 2016/17 tuition fees, as put forward by the Executive, and approved a 4% increase in part-time course fees. The Vice Chair highlighted the process of reviewing tuition fees and notified the Board that in future tuition fee proposals would be presented to the Committee in November/December, to allow appropriate time for consideration. The Committee DISCUSSED the involvement of ECSA in the fee setting consultation process, and AGREED that the Academic Council would be provided with an opportunity to consider future tuition fee proposals.

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

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

The Board NOTED the Committee had agreed that the Executive would progress, to an outline business case stage, a recommended proposal to develop an Edinburgh College Engineering Centre. The Vice Chair clarified the ongoing appraisal process to the Board and confirmed that once the process was complete, an endorsed option would be presented to the Board for approval.

5.1.2 BUSINESS TRANSFORMATION PLAN

The Board NOTED a paper outlining the 15 key elements of the Business Transformation Plan, and the actions taken since the Principal's updated the Board on 08 December. The Principal informed the Board that the transformation plan had been circulated to all students and staff, and the scope of the plan refined further following meetings of the Business Transformation Plan Working Group, the Executive Team and the Senior Management Group.

The Board NOTED that the Working Group would aim to provide the SFC and Scottish Government with a transformational plan proposal by the end of March 2016, with a view to reshaping the College towards a financial breakeven position over the next three years. The Chair of the Working Group informed the Board that an initial meeting of the working group, which contained representatives from the

SFC, the Board and the Executive, had been positive and two further meetings were planned on 18 February and 21 March.

The Board NOTED that particular focus had been given to two key strands, the curriculum planning process and student recruitment/retention, which were currently underway. The Associate Principal, Jonny Pearson, updated the Board on 2016/17 recruitment and the process undertaken by external and internal applicants. Jon Buglass, the Associate Principal overseeing curriculum development, updated the Board on short and long-term planning since the 'curriculum healthcheck' was considered in October 2015. The Board NOTED that a third key strand, priority based budgeting (PBB), was currently been progressed by the Chief Operating Officer.

The Board DISCUSSED the following key aspects of the transformation plan and the progress made on the strands highlighted:

- (i) the presentation of projects within four programmes, which would be overseen by the Deputy Principal;
- (ii) the progress made towards obtaining a 'true idea' of the future size and shape of the College;
- (iii) the need to integrate members of the Human Resources Team into the planning process, to effectively support the College as it transitions;
- (iv) the potential for an external gateway review to support the successful delivery of the transformation plan;
- (v) the College's management of public relations, and the need to counter any inaccurate reporting or communications.

The Board AGREED that the Executive should consider incorporating the points highlighted within its discussions, and request that the Communications Team develop a transformation plan narrative for Board members as a point of reference.

Robin Stimpson joined the meeting

5.1.3 MANAGEMENT ACCOUNTS TO DECEMBER 2015

The Board NOTED the financial performance of the College, as highlighted in the financial Accounts to December 2015.

The Chief Operating Officer informed the Board that staff cost savings across the College had been largely negated by further student withdrawals from FE/HE courses, and low student intake across a range of bespoke commercial courses. The Board DISCUSSED the following points related to student retention:

- (i) the areas within the College where student withdrawals were most prevalent;
- (ii) the wider issues surrounding student retention within the sector;
- (iii) the multiple factors that can cause a student to withdraw;
- (iv) the College's student complaints register, and 'themes' behind withdrawals;
- (v) the impact of courses moving between campuses on student retention.

The Board AGREED that the Executive should bring forward a report to the Academic Council, which analysed the areas within the College where student withdrawals were most prevalent.

The Board NOTED the complexities of funding within the sector, and AGREED that an optional finance briefing session would be held for Board members

explaining the College's finances and its funding mechanisms. The Board also AGREED that to assist Board members' analysis of the financial accounts that a 'dashboard', highlighting the key details such as working days of cash, should be adopted in the next academic year.

5.1.4 PAY AWARD 2015/16: COLLEGE SUPPORT STAFF

The Vice Chair acted in the role of Chair (Item 2.1 refers)

The Board NOTED a NJNC management side revised pay offer for support staff, as accepted by the support staff trade unions on 27 January 2016, and a briefing note on the implementation of the pay award. The Chief Operating Officer informed the Board of the cost implications of a 1% uplift to Edinburgh College.

5.1.5 PAY AWARD 2015/16: COLLEGE TEACHING STAFF

The Board NOTED that in the absence of a formal agreement, the NJNC management side had recommended a pay award of 1% for lecturing staff in line with the award agreed for support staff and public sector policy. The Vice Chair informed the Board the NJNC management side 'strongly recommended' that all colleges award the proposed pay offer to lecturing staff, and that this recommendation had been endorsed by the Colleges Scotland board.

The Board DISCUSSED the following matters in-relation to the pay offer to teaching staff:

- (i) the cost implications of a 1% uplift to Edinburgh College;
- (ii) the process of national bargaining;
- (iii) the content of a clarification note from the NJNC Management Side Secretary;
- (iv) the impact of the Board agreeing or not agreeing to the proposed pay offer.

The Board AGREED that it would implement the recommend 2015/16 pay award to lecturing staff of 1% consolidated or £300 consolidated (whichever is the greater) effective from 01 April 2015. The Vice Chair advised the Board that the NJNC Management Side Secretary would be informed of the College's decision.

The Chair resumed the role of Chair.

5.2 ACADEMIC COUNCIL

Sarah-Jane Linton, Head of Performance & Planning, joined the meeting

5.2.1 MINUTES 22.01.16

The Board NOTED the Academic Council minutes from the meeting held on 22 January. The Chair of the Academic Council informed the Board of the contribution made by co-opted members from the six curriculum areas, especially on developments relating to the Business Transformation Plan.

The Board NOTED the considerations of the Academic Council with regards to six of the refreshed Regional Outcome Agreement (ROA) priority measures. The Chair of the Academic Council informed members that these considerations had been feedback to the Head of Performance & Planning and included in the Draft Regional Outcome Agreement 2016/17, as considered under minute 5.2.2.

5.2.2 DRAFT REGIONAL OUTCOME AGREEMENT 2016/17

The Board NOTED a Draft Regional Outcome Agreement 2016/17 for its consideration, prior to the submission of an initial draft for review by the SFC. The Head of Performance & Planning outlined changes to five 'priority measures' within the Draft ROA 2016/17, which had changed following earlier consultation with the Board and its committees. The Board NOTED that strategic outputs of the Business Transformation Plan and their significant positive impact on the priority measure starting in 2016/17, and moving forward to 2018/19.

The Board DISCUSSED the following matters relating to the Draft ROA 2016/17:

- (i) the refreshed ROA's coincidence with the transformation plan and the college's reshaping;
- (ii) the College's reduced credit target for 2016/17, and the planning for future activity with the SFC;
- (iii) the inclusion of information on positive destinations within the ROA narrative;
- (iv) the need to develop measures which clearly illustrate improvements, and the wider benchmarking across the sector.

The Board AGREED that the Draft Regional Outcome Agreement 2016/17 should be submitted to the SFC for further consideration, prior to a final draft coming forward for approval by the Board on 19 April.

Sarah-Jane Linton left the meeting

5.3 AUDIT & RISK ASSURANCE COMMITTEE

5.3.1 TOP RISK REGISTER

The Board NOTED the Top Risk Register (TRR) for January 2016, and the commentary provided by the Executive. The Chief Operating Officer informed the Board that a half-day session with the Senior Management Group had been organised to review the top risks and their ongoing relevancy. The Board NOTED that it would be consulted with to establish a list of 3-5 top risks, which would be aligned with the TRR in due course.

The Board welcomed the proposed review of the TRR, and AGREED that a summary document of risks, rather than the 'full' TRR, would be presented to the Board as part of future Audit & Risk Assurance Committee reports.

5.3.2 SFC LETTER OF GUIDANCE PAPER

The Board NOTED a ministerial letter of guidance to the SFC, from the Cabinet Secretary for Education and Lifelong Learning, Angela Constance MSP. The Chief Operating Officer highlighted to the Board that although college resource funding across the sector had been protected at 2015/16 levels, there was currently no indication of how funding would be divided amongst colleges.

5.3.3 AUDIT SCOTLAND: SCOTLAND'S COLLEGES 2016

The Board NOTED the scope and impact of the proposed Audit Scotland 2016 audit of Scotland's colleges. The Principal highlighted to the Board that Audit

Scotland would publish its report in the summer of 2016, hence it was expected that the audit process would commence shortly.

5.4 EXTERNAL ENGAGEMENT COMMITTEE

5.4.1 MINUTES 19.01.16

The Board NOTED the External Engagement Committee minutes from the meeting held on 19 January. The Acting Chair of the External Engagement Committee informed the Board that he was pleased with the progress around brand development over the past months, and encouraged the Executive to continue to working towards clarifying the College's sub-brands and centre names.

The Board NOTED that the Committee had considered the provisions in place at the College for communicating with key stakeholder groups during a crisis situation. Further to this, the Acting Chair of the Committee highlighted to the Board that a timescale for the development of a Crisis Communications Plan would be presented to the next meeting of the Committee.

5.5 NOMINATIONS COMMITTEE

5.5.1 MINUTES 18.01.16

The Board NOTED the Nominations Committee minutes from the meeting held on 18 January. The Chair informed the members that the Committee, with the approval of the Board, had reviewed the membership of all the Board's committees following the appointment of four new Non-Executive Members (minute 5.5.2 refers).

The Board NOTED that the Committee would incorporate a review of induction activities into its review and succession planning processes. The Board AGREED that in addition to a finance briefing session (minutes 5.1.3 refers) the Board induction should include an introductory session on the College's curriculum.

5.5.2 COMMITTEE MEMBERSHIP REPORT

The Board NOTED the name, position, date of appointment and tenure for each of its members. The Chair highlighted that the Board's membership at its maximum capacity, and was pleased to announce that its gender balance remained at 50:50.

The Board NOTED the committee membership recommended by the Nominations Committee, and AGREED to endorse its proposal.

Elaine Lee left the meeting to attend to a prior engagement

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

6. CLOSED ITEM OF BUSINESS

6.1 REMUNERATION COMMITTEE

6.1.1 MINUTES 14.12.15

The Remuneration Committee minutes were considered by the Board as part of a closed session (closed minute 6.1/09.02.16 refers).

6.2 CREDIT TARGETS/Frameworks AND MULIPLE ENROLMENT INVESTIGATIVE REPORT

6.2.1 The Investigative Report was considered by the Board as part of a closed session (closed minute 6.2/09.02.16 refers).

7. PRINCIPAL & CHIEF EXECUTIVE REPORT

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

7.1 The Board NOTED a report from the Principal on business critical aspects of College business, including: Student enrolment; curriculum; external relations; and, achievement. The Principal informed the Board that a number of staff and MP/MSP briefings had taken place which outlined the transformational plan, the current financial position and a number of initiatives taking place across the College.

7.2 The Principal informed the Board that the College had now published its performance indicators for 2014/15 to coincide with the formal publication date of the SFC's statistical publication, College Performance Indicators 2014/15. The Board NOTED a context commentary, produced by the College, to go alongside the performance indicators pro-forma.

Elaine Lee returned to the meeting

7.3 *Paragraph 7.3 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

7.4 *Paragraph 7.4 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

7.5 *Paragraph 7.5 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

7.6 *Paragraph 7.6 presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 30, Prejudice to the Effective Conduct of Public Affairs.*

8. EDINBURGH COLLEGE STUDENTS' ASSOCIATION REPORT

- 8.1 The Board NOTED a report on ECSA's recent activities and upcoming projects, introduced by the Student President.
- 8.2 The Board NOTED that Al Wilson had been appointed as Interim Associate Director of ECSA for a period of six months. The Student President informed the Board that Mr Wilson would ensure that the Students' Association continues to operate effectively in its daily business, and oversee the election process for a new sabbatical team.
- 8.3 The Board NOTED that ECSA has appointed a new external trustee, Amanda Pringle, to its Board. The Student President informed the Board that ECSA were currently in the process of recruiting and appointing student trustees to finalise its Trustee Board by the end of February 2016.
- 8.4 The Board NOTED that ECSA were in the process of preparing their funding bid for 2016/17. The Student President advised the Board that ECSA would present its bid, and its annual review documentation, to the next meeting of the Board on 19 April.

9. GOVERNANCE REPORT

9.1 GOVERNANCE REPORT

- 9.1.1 The Board NOTED that the College Development Network (CDN) had launched its new induction programme for College Board members with a series of sessions in Stirling. The Governance Director advised the Board that two additional sessions (on 01 March and 05 May) had been arranged at the Sighthill Campus, and an invitation extended to members of neighbouring college boards. Further to this, two briefing sessions on 'data protection/freedom of information' and 'the role of a College Board Member as Charity Trustee' were planned in March and May.
- 9.1.2 The Board NOTED that as part of the annual evaluation process, there will be an externally-facilitated review of the Board's performance in June 2016. The Governance Director informed the Board that guidance on the annual evaluation process was currently been developed by the Good Governance Steering Group, and would be structured around the principles of the Code of Good Governance.
- 9.1.3 The Board NOTED that the Public Audit Committee had published its report on remuneration matters at Coatbridge College on 11 January. The Governance Director highlighted that the key finds of the Committee and their recommendations, and informed the Board that the Scottish Government's task group on college governance would ensure appropriate changes were implemented. The Board NOTED the clear implications for college governance in general and, in particular, for remuneration committees. The Chair informed the Board that a detailed report would be presented to the Remuneration Committee at its next meeting on 17 May.

9.2 GOVERNANCE PLANNING STATUS REPORT

- 9.2.1 The Board NOTED an update on governance planning activities at the College, which focused on: (i) the management of compliance in a growing regulatory environment; (ii) improving information monitoring and reporting structures

between the Board and the Executive; and, (iii) embracing the new role of the reconstituted regional Board.

9.2.2 The Board NOTED areas of activity which were currently under review, with the Business Transformation Plan providing an opportunity to review the role of governance internally and its relationship to other areas of the College's operation. Further to this, the Governance Director informed the Board that the development of national structures and approaches, to reform the sector in response to emergent Government policy directions, would also influence the ongoing review.

9.2.2 The Board NOTED that from drawing together various strands of the College's governance activity a strategy paper would be brought to the Board in April. The Chair advised the Board that ongoing governance planning and strategy, and the impact of internal and external governance and compliance developments, were of significant importance to the Board.

9.3 CALENDAR OF EVENTS

9.3.1 The Board NOTED an update on the process for developing the Board calendar 2016/17. The Governance Administrator advised the Board that a final version of the Board calendar would be reviewed be presented to the Board by the end of April.

9.3.2 The Board NOTED that visits to a selection of centre/departments within the College had been arranged, starting with visits to the Centre of Engineering and the Department of Communications & Marketing.

9.3.3 The Board NOTED a diverse range of internal and external events taking place over the remainder of the academic year, to which all Board members were invited. The Chair advised the Board that the attendance of members at such events was important for building relationships with key stakeholders, but recognised that attendance was optional and dependant on Board members' own interests.

10. NATIONAL REPORT

10.1 The Board NOTED an update from the Chair on the broad range of business been dealt with by Colleges Scotland.

10.2 The Chair informed the Board that Colleges Scotland recognised the need for greater engagement with executive and non-executive post holders across the sector, to fully utilise their considerable knowledge and experience at a policy level.

11. RIDDOR REPORT

11.1 The Board NOTED an update on incidents/accidents reported at the College under the Reporting of Injuries, Diseases and Dangerous Occurrences Regulations (RIDDOR), between 01 January 2015 and 31 December 2015. The Chief Operating Officer informed the Board that two specified injuries had been reported during this time period.

11.2 The Board DISCUSSED the RIDDOR and its role in the wider annual review of Health & Safety. The Chief Operating Officer confirmed that the Board would receive its annual report on Health & Safety in September 2016.

12. ANY OTHER COMPETENT BUSINESS

12.1 None.

13. DATE OF NEXT MEETING

13.1 The next meeting would be held at 14:00hrs on 19 April 2016 at the Granton Campus

14. CLOSED BUSINESS

14.1 Items of business were considered by the Board as part of a closed session. Closed Items were recorded under a separate minutes (*Closed minutes 6/09.02.16 refers*).

Meeting closed at 17:10

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