



For the future you want

EDINBURGH COLLEGE BOARD OF MANAGEMENT

APPROVED MINUTES OF MEETING OF 18 JUNE 2019

14:00 Boardroom, Granton Campus

Present: Bruce Cassidy; Audrey Cumberland; Ian Diamond*; Lesley Drummond; Sarah Hay; Sam Hogrefe; Ross Laird; Ann Landels (Chair); Niki McKenzie; Gwen Raez*; Judith Sischy; Jeanette Stevenson

In attendance: Jon Buglass; Nick Croft; Jonny Pearson; Marcus Walker (Clerk); Alan Williamson

Observers: Don Gluckstein; Seoras Hearnton; Peter Sharma

*[*Joined the meeting by conference call]*

1. WELCOME AND APOLOGIES

- 1.1 Apologies were received from Nigel Paul, Fiona Riddoch and Azra Sharif-Qayyum.
- 1.2 The Board NOTED that, as the Chair of the Board was present at the meeting via conference call, the Vice Chair of the Board would assume the role of Chair.
- 1.3 The Vice Chair welcomed Ross Laird to the Board, as a Non-Executive Member, following confirmation of his appointment by Scottish Ministers on 08 March.
- 1.4 The Vice Chair informed the Board that Beth Anderson (ECSA Vice President and Board Member) as of 31 May 2019, had stepped down from the Board to take up a new post at the University of Edinburgh. The Board welcomed the incoming ECSA Vice President (Welfare), Seoras Hearnton, to the meeting as an observer. The Vice Chair informed the Board that the new ECSA sabbatical officers would take up their posts on 01 July 2019.
- 1.5 The Board NOTED that following an update on the Good College Governance Consultation at its last meeting, representatives from EIS-FELA and UNISON had been invited to attend meetings of the Board as observers. The Vice Chair welcomed Don Gluckstein and Peter Sharma to the meeting as observers.

- 1.6 The Board NOTED that it had received a presentation from the Edinburgh College Men's Football Team and the Sports & Physical Activity Coordinator, Ryan Mahoney, on the wider range of sporting achievements achieved by the College in 2018/19. The Principal advised the Board that the men's football team were the first ever college team to win the Queen's Park Shield in the 92-year history of the competition, which originally only included Scotland's four ancient universities. The Vice Chair, on behalf of the Board, congratulated College students and staff on their significant sporting achievements during the academic year.

2. DECLARATIONS OF INTEREST

- 2.1 The Board NOTED declarations of interest from the Vice Chair in relation to Item 8.8.1, in light of their position as a members of the Edinburgh College Development Trust.
- 2.2 The Board NOTED that the Chair of the Board would leave the meeting for Item 11; Evaluation of the Chair of the Board 2018/19, if required.

3. MINUTES OF PREVIOUS MEETINGS

- 3.1 The Board APPROVED the minutes from 19 March 2019 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. BOARD DEVELOPMENT DAY 30.04.19 REPORT

- 5.1 The Board NOTED an overview of matters considered at the Board Development Day on 30 April, and actions arising from the discussions held. The Vice Chair highlighted that the purpose of the day was to explore opportunities for digital change within the education sector to ensure that Edinburgh College was ready to define its response.
- 5.2 The Board NOTED its thanks to Craig Paterson, an expert in data and digital strategy development and execution, for leading the Board Development Day session. The Vice Principal Innovation, Planning and Performance advised the Board that following the session he, as Digital lead for the College, had begun working with the Senior Management Team to develop an Edinburgh College Digital Strategy.
- 5.3 The Board DISCUSSED the key points raised at the Board Development Day and AGREED that a draft Edinburgh College Digital Strategy should be brought forward to its December 2019 meeting for consideration. Further to this, the Board AGREED that (on its behalf) the Chair and Principal should continue to raise its concerns regarding the lack of funding for investment in Digital to the Scottish Government and the SFC.

6. STRATEGIC DISCUSSION: EQUALITY OUTCOME AND MAINSTREAMING PROGRESS REPORT

6.1 The Board NOTED a report highlighting the work conducted by Edinburgh College from April 2017 to date, and its plans going forward, in meeting priorities within the Public Sector Equality Duty. The Vice Principal Innovation, Planning and Performance informed the Board that the College was committed to equality of opportunity and to a culture that respected difference, whilst also working to provide an inclusive ethos and environment to ensure everyone felt welcome, supported and respected.

Ian Diamond and Gwen Raez left the meeting

6.2 The Board NOTED challenge questions regarding how an organisation could improve its equalities outcome across the six themes outlined by the College. In response to the questions posed by the Vice Principal the Board DISCUSSED the following:

- (i) The framing of language used by the College to support potential SIMD10 students, and ensure that their ambitions are appropriately recognised;
- (ii) the work done by the College to address concerns regarding personal characteristic data monitoring;
- (iii) the alignment of the College with schools and universities to ensure that equality outcomes are achieved;
- (iv) increased engagement with local community groups and other agencies to encourage underrepresented groups to enter (or return) to the College.

6.3 The Board NOTED that points raised through its strategic discussion would be feedback to the Equalities and Diversity Team for further consideration.

6.4 The Board DISCUSSED the report outlining the College's response to meeting priorities within the Public Sector Equality Duty, and NOTED the following points:

- (i) The percentage of black and ethnic minority (BME) staff currently in post in comparison to the wider Edinburgh and the Lothians region;
- (ii) the need to double check tables relating to BME and LGBT groups, and equalities and disabilities, to ensure the information provided was accurate;
- (iii) information relating to the gender pay gap and the need to check male/female average hourly pay figures;
- (iv) the potential inclusion of a reference to the 'Nightline service' in the document, with regards to wider health and wellbeing initiatives.

6.5 The Board APPROVED the Equality Outcome and Mainstreaming Progress Report, subject to the checking of potential amendments outlined under Paragraph 6.4. The Board AGREED that a final version of the report should be reviewed by Non-Executive Members of the Academic Council, prior to its publication on the College website.

7. EDINBURGH COLLEGE STUDENTS' ASSOCIATION (ECSA)

The ECSA Director joined the meeting

7.1 ECSA END OF YEAR REPORT 2018/19

7.1.1 The Board NOTED an overview of activities conducted by ECSA in 2018/19, including an update on the Students' Association's progress against measures outlined in its Operational Plan 2018/19. The Student President provided a presentation to the Board highlighting ECSA's achievements over the year, including winning the NUS Scotland Diversity Award for the Students' Associations work with student parents and carers.

7.1.2 The Board welcomed the detailed end of year report provided by ECSA, and DISCUSSED its successes and future strategic aims. The outgoing Student President, Sarah Hay, advised the Board that ECSA would continue to engage with the College going forward to tackle key challenges, including those faced by parents accessing further education.

7.2 ECSA STRATEGIC PLANNING & FUNDING 2019/20

7.2.1 The Board NOTED a 2019/20 ECSA Funding Bid, which included an overview of the Students' Association's strategic aims for the coming academic year.

7.2.2 The Board NOTED its thanks to the entire ECSA Team for delivering an extensive programme of work to benefit all students at Edinburgh College, and wished the incoming team well in achieving their 2019/20 targets.

Ian Diamond and Gwen Raez returned to the meeting

The ECSA Director left the meeting

8. COMMITTEE REPORTS

8.1 POLICY & RESOURCES COMMITTEE

8.1.1 MINUTES 21.05.19

The Board NOTED the Policy & Resources Committee minutes from the meeting held on 21 May.

The Board NOTED that, as part of its annual operational review, the Committee continued to consider its role as a strategic forum and the Vice Chair would meet with the Principal and Chief Operating Officer over the summer period to discuss how to develop further the strategic focus of the Committee.

The Board NOTED that the Committee had received a funding support update on the Edinburgh College Development Trust, following further discussions between

the Principal and the Chair of the Development Trust to develop a long term, self-sustaining funding model.

The Board NOTED that since these discussions had taken place the Development Trust Manager, independently of ongoing considerations, had submitted her resignation to the College. Further to this, the Principal informed the Board that discussions between the College and the Trust would continue. The Board NOTED that any further developments would be feedback to the Board at its next meeting in September.

8.1.2 RECRUITMENT & RETENTION DASHBOARD

The Board NOTED an update from the Vice Principal Education and Skills on the performance of the College against its 2018/19 recruitment and retention targets. The Vice Principal informed the Board that the College had achieved its core credits target and exceeded its additional early years and ESF credits targets. The Vice Chair, on behalf of the Board, congratulated the College on its achievement of the 2018/19 credit target.

The Board NOTED that as of 18 June 2019, full-time applications for 2019/20 had increased by 6% since last year, however, there had been a 7% decrease in the number of offers made and accepted. The Vice Principal advised the Board that recent industrial action had caused a delay in the number of offers being made and accepted, although it was expected that the current position would improve significantly over the coming weeks.

8.1.3 MANAGEMENT ACCOUNTS TO APRIL 2019

The Board NOTED the financial performance of the College as outlined in the Management Accounts to April 2019.

8.1.4 INDICATIVE COLLEGE BUDGET 2019/20

The Board NOTED an Indicative College Budget 2018/19, and a supporting presentation by the Chief Operating Officer, which outlined the budgeting process, budgeting pressures, additional costs, budget reductions, savings, impact on cash-flow, risks and mitigations, and sensitivity analysis.

The Board NOTED that Edinburgh College had made significant progress to achieving a position of financial sustainability over the period of the recent Business Transformation Plan. The Chief Operating Officer advised the Committee that the College had removed £6.5m cash from its cost base since 2015/16 (approximately £1.1m above target) through the identification of budget reductions, efficiency savings, and appropriate operational changes.

The Board NOTED that the 2019/20 Indicative College Budget showed a £0.6m underlying deficit. This outlined position was mainly due to the additional costs related to cost of living (£1.2m), pensions (£0.6m), and removal of debt servicing support (£0.8m). The Chief Operating Officer informed the Committee that to address the underlying deficit a number of meetings were taking place with Heads of Department/Faculties to identify opportunities for further savings.

The Board DISCUSSED the following matters related to the 2019/20 Indicative College Budget:

- (i) The importance of managing staff costs to achieve financial forecasts;
- (ii) the growth of the commercial budget through the development of the College's commercial and international offering;
- (iii) the previous challenges around forecasting sales, and the enhancements made by the Commercial Team in this area;
- (iv) the efficiency of provision relating to course delivery, and the need to ensure that quality and student satisfaction were assured.

The Board APPROVED the 2019/20 Indicative College Budget, subject to the current gap in the deficit underlying operation position being closed. The Board AGREED that a final College Budget 2019/20 should be circulated to members for their endorsement prior to its implementation.

The Board AGREED that, as part of Board members ongoing development and understanding of the College's management accounts and budgeting process, a finance workshop should be held in advance of the next Board meeting.

8.1.5 FINANCIAL FORECAST 2018/19 TO 2022/23

The Board NOTED a five year financial forecast aligned with the 2019/20 Indicative College Budget, to help members assess the future financial position of the College. The Chief Operating Officer advised the Board that the financial forecast was based against assumptions outlined by the SFC, in order to achieve a break-even underlying operating position.

The Board DISCUSSED the following points in relation to the financial forecast:

- (i) The repayment of £2.9m to the SFC for advanced voluntary severance funding from 2018/19 to 2020/21, given the changes in assumptions since 2015/16;
- (ii) the significant saving made by the College over recent years, in comparison with other large institutions in the sector;
- (iii) the underlying operating surplus for the years 2019/20 to 2022/23, future cost reductions required to achieve this, and the forecast levels of cash flow;
- (iv) the need to share financial forecasting with the SFC, and outline a business case to lessen the financial impact of the loan repayment and removal of debt servicing support.

The Board NOTED that the Principal would provide a further update on ongoing discussions with the SFC at its next meeting in September. The Vice Chair, on behalf of the Board, thanked the Chief Operating Officer for the opportunity to review the financial forecast information and sensitivity analysis provided.

Ian Diamond left the meeting

8.2 AUDIT & RISK ASSURANCE COMMITTEE

8.2.1 *MINUTES 29.05.19*

The Board NOTED the Audit & Risk Assurance Committee minutes from the meeting held on 29 May.

The Board NOTED that the Committee had received an internal audit report on business planning and performance management at Edinburgh College, which outlined the 'moderate assurance' provided in relation to the design and operational effectiveness of the controls in place. The Board DISCUSSED the management of staff performance and the arrangement in place as part of the annual review cycle.

The Board AGREED that the Academic Council should consider, at its next meeting, the current arrangements in place for academic staff performance reviews - in response to points raised through the internal audit function.

8.2.2 SUMMARY TOP RISK REGISTER

The Board NOTED the Summary Top Level Risk Register (TRR) to May 2019, and the changes in top level risks since the last meeting of the Board on 19 March 2019.

The Board DISCUSSED the 'Impacts of Brexit on College Business' and the actions taken by senior management to mitigate key risks.

8.3 ACADEMIC COUNCIL

8.3.1 *MINUTES 24.05.19*

The Board NOTED the Academic Council minutes from the meeting held on 24 May.

The Board NOTED that, following a review of the student counselling service, the College had decided to explore alternative ways to deliver a counselling and wellbeing service. The Board DISCUSSED the importance of effective services and initiatives, capable of promoting the wellbeing of the student body, and those students who had declared mental health concerns.

The Board NOTED that the Committee had received a report on the results of the College Leaver Destination Survey carried out during February 2019. Jeanette Stevenson, a Non-Executive Member of the Academic Council, informed the Board that the number of positive destinations remained high at 96%, providing an indication of the impact of the College in preparing students for their next steps.

8.4 EXTERNAL ENGAGEMENT COMMITTEE

8.4.1 *MINUTES 28.05.19*

The Board NOTED the External Engagement Committee minutes from the meeting held on 28 May.

The Board NOTED that the Committee had considered an update on recent developments within the Corporate Development function, and endorsed a change in its title to become the 'Corporate Development Committee'. The Board DISCUSSED and APPROVED the proposed change in Committee title.

The Board NOTED that the Committee had agreed that senior representatives from all three Community Planning Partnerships (CPPs) would be invited to its meetings in 2019/20, to discuss partnership performance and what the College could do to support further CPP performance improvements.

8.5 NOMINATIONS COMMITTEE

8.5.1 *MINUTES 19.03.19*

The Board NOTED the approved Nominations Committee minutes from the meeting held on 19 March.

8.5.2 *MINUTES 04.06.19*

The Board NOTED the Nominations Committee minutes from the meeting held on 04 June. The Vice Chair informed the Board that the Committee had conducted its annual review of membership and attendance, and reviewed its operation within the current academic year.

8.6 REMUNERATION COMMITTEE

8.6.1 *MEETING HELD ON 19.03.19 - VERBAL UPDATE*

The Board NOTED a verbal update from the Remuneration Committee held on 11 June. The Chair of the Remuneration Committee advised the Board that the draft minutes from the meeting would be circulated to the Board, once finalised, and noted at its next meeting in September.

The Board NOTED that the Committee had received an update on the realignment of the Executive Team and associated remits. The Chair of the Remuneration Committee advised the Board that structurally there were no changes to the Executive Team, however, key strategic responsibilities had been realigned and a number of direct reports between senior management and the Executive had been changed.

The Board NOTED that the Executive Team was now structured around four key pillars: (i) Operations; (ii) Corporate Development; (iii) Education & Skills; and, (iv) Innovation, Planning and Performance. The Principal advised the Board that the title of Assistant Principal had been replaced with Vice Principal, to reflect the

executive level of the posts and to ensure parity with other colleges and externally facing stakeholders. The Board NOTED that there were no financial implications to the realignment and readjustment of role titles outlined.

The Board NOTED that the Committee had reviewed the 2018/19 Principal & Chief Executive Annual Appraisal Form, agreed by the Chair of the Board and the Principal. The Chair of the Remuneration Committee informed the Board that, in line with the Code of Good Governance for Scotland's Colleges, a draft of the annual appraisal form had been circulated to Committee Chairs, Staff and Student Board Members for comment prior to the Chair holding a one-to-one meeting with the Principal on 21 May.

The Board NOTED that the Committee had welcomed the opportunity to review the 2018/19 Annual Appraisal of the Principal & Chief Executive. The Chair of the Remuneration Committee advised the Board that the Committee had endorsed the contents of the report and the process for monitoring the performance of the Principal and the wider Executive Team going forward.

The Board NOTED that the Remuneration Committee had considered the attendance of Student and Staff Board Members as observers at its future meetings. The Chair of the Remuneration Committee informed the Board that members had agreed that given the potential conflict of interests Student and Staff Board Members should not sit in attendance at meetings. The Board NOTED that the Committee would continue to monitor this matter going forward, and if required would review its position following the 2019 External Governance Review.

9. PRINCIPAL & CHIEF EXECUTIVE REPORT

- 9.1 The Board NOTED a report from the Principal covering a range of activities at the College since the last Board meeting.
- 9.2 The Board NOTED that national negotiations between Employers and EIS, in relation to pay, had been agreed. The Principal informed the Board that the EIS ballot closed on 10 June and its members had accepted the offer.
- 9.3 The Board NOTED that, prior to an agreement with EIS, two days of industrial action had taken place during May, whilst continued action short of strike had taken place throughout May and June. The Vice Chair, on behalf of the Board, thanked college staff for working proactively to mitigate any negative impact on students and, where possible, ensuring that results were processed.

10. GOVERNANCE REPORT

- 10.1 The Board NOTED that at its last meeting members had been informed that a procurement exercise to recruit an external reviewer to undertake the 'Edinburgh College Governance Review' had been completed. The Board Secretary advised the Board that, in line with its request for further assurance, two of its non-executive members and an external party had reviewed the single tender received and were satisfied with the appointment of Advanced HE as external reviewers.

10.2 The Board NOTED that the schedule for the Board and its committees in 2019/20 had been consulted on with the Executive Team and the Board. The Clerk to the Board advised members that 20 meetings of the Board and its committees had been scheduled, along with two Board Development Days. The Board APPROVED the 2019/20 Board and committee schedule, subject to a revised date for the Board Development Day on 29 October being proposed.

11. EVALUATION OF THE CHAIR OF THE BOARD 2018/19

11.1 The Board NOTED that in accordance with good practice, and as part of the overall evaluation of the Board, an in-depth evaluation of the Chair was conducted by the Vice Chair. The Vice Chair outlined to the Board the methodology used and a summary of the results.

11.2 The Board DISCUSSED the written report provided by the Vice Chair and were content with its positive and constructive findings. The Board welcomed the formal, and thorough process of evaluation conducted by the Vice Chair, which was considered in line with best practice.

12. NATIONAL REPORT

12.1 The Board NOTED that a written update on the Independent Commission on the College of the Future, Chaired by Sir Ian Diamond, would be provided to the next meeting of the Board.

13. RIDDOR REPORT

13.1 The Board NOTED RIDDOR reportable incidents in Quarter 3 of the 2018/19 academic year.

14. ANY OTHER COMPETENT BUSINESS

14.1 DEPARTURE OF STUDENT BOARD MEMBERS

14.1.1 The Board NOTED that the tenure of ECSA Student President and Student Board Member, Sarah Hay, would end on 30 June, following a year as a sabbatical officer. The Vice Chair, on behalf of the Board, thanked Ms Hay for her significant contribution to the development of key aspects of the student experience during her tenure as Student President, and the considerable work she (and the ECSA team) had done to raise the profile of the College and the Students' Association nationally.

14.1.2 The Board NOTED that the ECSA Vice President (Welfare) and Student Board Member, Beth Anderson, had stepped down from her role following two years as a sabbatical officer. The Vice Chair, on behalf of the Board,

thanked Ms Anderson for her significant contribution to the College over this period.

15. DATE OF NEXT MEETING

15.1 The next meeting would be held at 14:00hrs on 24 September 2019 at the Milton Road Campus.

Meeting closed at 16:45