



For the future you want

EDINBURGH COLLEGE BOARD OF MANAGEMENT

MINUTES OF MEETING OF 19 MARCH 2019

14:00 Boardroom, Milton Road Campus

Present: Beth Anderson; Bruce Cassidy; Audrey Cumberland; Ian Diamond (Chair); Lesley Drummond; Sarah Hay; Sam Hogrefe; Niki McKenzie; Nigel Paul; Gwen Raez; Fiona Riddoch; Azra Sharif-Qayyum; Judith Sischy; Jeanette Stevenson

In attendance: Jon Buglass; Nick Croft; Michael Jeffrey; Will McLeish (Colleges Scotland); Jonny Pearson; Shona Struthers (Colleges Scotland); Lindsay Towns; Marcus Walker (Clerk)

1. WELCOME AND APOLOGIES

- 1.1 Apologies were received from Ross Laird and Ann Landels.
- 1.2 The Chair welcomed Gwen Raez to the Board, as a Non-Executive Member, following confirmation of her appointment by Scottish Ministers on 08 March. The Chair advised the Board that due to a prior commitment Ross Laird, a new Non-Executive Member following his appointment by Scottish Ministers, could not be in attendance at the meeting.
- 1.3 The Chair, on behalf of the Board, welcomed Shona Struthers (Chief Executive) and Will McLeish (Head of Communications & Public Affairs) from Colleges Scotland to the meeting for Item 6.
- 1.4 The Committee NOTED that Allan Colquhoun, Chair of the Development Trust, and Sheena Stone, Development Trust Manager, would be invited to join the meeting for Item 8.

2. DECLARATIONS OF INTEREST

- 2.1 No declarations of interest were recorded.

3. BOARD MEMBERSHIP & TENURES

- 3.1 The Board NOTED an update on the membership and tenure of Board members following recent appointments to the Edinburgh College Board of Management. The Chair advised the Board that in addition to the appointments highlighted under Paragraphs 1.2, Scottish Ministers had approved the reappointment of non-executive members Ann Landels and Azra Sharif-Qayyum on 09 February.
- 3.2 The Board NOTED that the current gender balance of its membership (including all 17 current members) was 65% female / 35% male.

4. MINUTES OF PREVIOUS MEETINGS

- 4.1 The Board APPROVED the minutes from 11 December 2018 as an accurate record of the meeting.

5. MATTERS ARISING

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

6. COLLEGES SCOTLAND: STATEMENT OF AMBITION

- 6.1 The Board NOTED a Colleges Scotland Statement of Ambition which was launched on 05 December 2018 by Richard Lochhead MSP, Minister for Further Education, Higher Education and Science. The Chief Executive of Colleges Scotland informed the Board that the purpose of the Statement was to set out the vision, mission and values of the college sector for the next five years (2018-23).
- 6.2 The Board NOTED the communications and engagement strategy of Colleges Scotland, and the recent attendance of 20 MSPs at its Parliamentary Reception on 25 September 2018. The Head of Communications and Public Affairs highlighted how Colleges Scotland could help the sector through representation, training, and advice. Further to this, the Head of Communications and Public Affairs informed the Board that engagement was a 'two-way process', with Colleges Scotland and individual colleges needing to effectively utilise sector expertise, connections and stakeholder relationships.
- 6.3 The Chair thanked Colleges Scotland for its presentation and welcomed the opportunity to hold a conversation on how the sector could raise the profile of colleges. In relation to this the Board DISCUSSED the following points:
 - (i) The significant achievements of colleges around widening access and the need to ensure that stakeholders are aware of the breadth of work done by the college sector;
 - (ii) the measures of success against the Statement of Ambition and its three main pillars around championing the sector by leading and influencing policy, maintaining strong partnerships and demonstrating the positive impact of the sector;

- (iii) the priorities of financial sustainability and national bargaining, and the pressures placed on Colleges Scotland within other areas of service it provides;
- (iv) the changes between the sector now and in 2023, and how the college sector could continue to make the case for sustainable funding;
- (v) the expectations of Colleges Scotland around the ‘two way process’ of engaging with stakeholders;
- (vi) the need for continued evidence building by Colleges Scotland to provide data on how colleges are having a positive impact on the economy of Scotland;
- (vii) the role of the Employers’ Association and its continued engagement with EIS-FELA and UNISON.

6.4 The Board NOTED that it would continue to support efforts to raise the profile of Colleges Scotland going forward. Further to this, the Board NOTED that the College encouraged a continued two-way conversation between the Employers’ Association and recognised trade unions. The Chair thanked Colleges Scotland representatives for presenting their Statement of Ambition and engaging openly with the Board in discussions.

The Colleges Scotland Chief Executive and Head of Communications & Public Affairs left the meeting.

7. EDINBURGH COLLEGE STUDENTS’ ASSOCIATION REPORT

7.1 The Board NOTED a report from ECSA covering a range of activities at the College since the last Board meeting.

7.2 The Board NOTED that ECSA had held its student elections to elect its full-time officers for the academic year 2019/20, with online voting taking place on the week commencing 04 March 2019. The Student President informed the Board of the outcome of the election, as follows:

- (i) Carla Ford, ECSA Student President
- (ii) Shannon Young, Vice President (Sports & Activities)
- (iii) Seoras Hearton, Vice President (Welfare)

7.3 The Board NOTED that newly appointed officer would come into post on 01 July 2019. Further to this, the Board NOTED that Clara Ford and Seoras Hearton had been nominated as Student Board Members, to join the Board from 01 July 2019 to 30 June 2020. The Chair, on behalf of the Board, congratulated the newly appointed officers and invited all incoming sabbatical officers to attend the next meeting of the Board, as observers.

7.4 The Board NOTED that the annual Learning and Teaching ECSA-Illence Awards would take place on 16 May, and all members of the Board had been formally invited to attend. The Student President advised the Board that students were in the process of submitting nominations for staff and Class Reps to receive awards for their hard work over the academic year.

8. EDINBURGH COLLEGE DEVELOPMENT TRUST: BUSINESS CASE 2019-2029

The Chair of the Edinburgh College Development Trust and the Development Trust Manager joined the meeting

- 8.1 The Board NOTED a business case produced by the Edinburgh College Development Trust for financial support from the College, to help it deliver a new 10 year business plan. The Chair of the Development Trust advised the Board that, following its relaunch in 2017, the Trust had generated over £285,000 of external funding to facilitate activities to benefit over 650 students.
- 8.2 The Board NOTED the proposal and the recommendations outlined by the Development Trust, and DISCUSSED the following:
- (i) The need for the Trust to focus on specific goals which aligned with College targets;
 - (ii) the potential for the Trust to support its activities through volunteers;
 - (iii) the engagement of the Trust with ECSA and the benefits this partnership had produced;
 - (iv) the support available for the Trust over the short-term, and the need to ensure that it became self-sustaining going forward;
 - (v) the need for a clearer indication of what success looks like, and a clear indication of how success has been reached.
- 8.3 The Board AGREED that it supported the continued funding of the Edinburgh College Development Trust in the short-term, however, it was NOTED that a planned approach to achieving sustainability going forward was required.
- 8.4 The Board AGREED that the Chair of the Development Trust and the Principal should consider the Business Case further to ensure that a self-sustaining funding model, with coherent milestones, was developed. Further to this, the Board AGREED a revised proposal should be brought forward to the Policy & Resources Committee on 21 May - for approval.

The Chair of the Edinburgh College Development Trust and the Development Trust Manager left the meeting

9. REGIONAL OUTCOME AGREEMENT 2019/20

The Head of Finance joined the meeting

- 9.1 The Board NOTED a draft of the Edinburgh College Regional Outcome Agreement (ROA) for 2019/20. The Assistant Principal (Curriculum Design and Development) provided an overview of the document, highlighting key areas of consideration and governance.
- 9.2 The Board NOTED the proposed funding that the College would receive from the SFC for the academic year 2019/20 to plan and deliver further and higher education in the region.

- 9.3 The Board DISCUSSED the following matters relating to the ROA 2019/20:
- (i) The overachievement of the College of its credits target for a third year, and the potential for future growth going forward;
 - (ii) the purpose of an annual ROA, and the potential benefits of a three year outcome agreement to support long-term planning;
 - (iii) the impact of the decrease in full-time students and the significant increase in part-time students;
 - (iv) Widening Access students and the need to ensure that the significant work of colleges in this area is highlighted nationally.
- 9.4 The Board NOTED that the ROA 2019/20 was a joint document between the College and the SFC. The Chair advised the Board that the SFC Strategic Dialogue meeting on 24 April would provide an important opportunity to discuss the future growth of the College with the Funding Council, and highlight how current funding models could be flexed to further support the college sector.
- 9.5 The Board APPROVED the ROA 2019/20 in principle, subject to its finalisation with the SFC.

10. GOVERNANCE REPORT

10.1 GOOD COLLEGE GOVERNANCE CONSULTATION UPDATE

- 10.1.1 The Board NOTED that on 18 February, Richard Lochhead MSP, Minister for Further Education, Higher Education and Science, had written to the Convenor of the Scottish Parliament's Education and Skills Committee outlining his decisions following the Good Governance Consultation in April 2017.
- 10.1.2 The Board NOTED that that there was currently no timescale for the implementation of the proposed actions. The Head of Corporate Development advised the Board that the Good Governance Steering Group (GGSG) would work closely with the Scottish Government to implement these changes, and members of the Board would be updated as developments unfolded.
- 10.1.3 The Board NOTED that to enhance partnership working Scottish Ministers had agreed to the introduction of two trade union nominees to the boards of incorporated colleges, bringing the college sector into line with changes made in universities by the Higher Education Governance Act 2016. The Chair advised the Board that, although no timescale for the implementation of this action had been agreed, as a gesture of goodwill he proposed that two trade union nominees from EIS-FELA and UNSION be invited to future Board meetings as observers.
- 10.1.4 The Board DISCUSSED the introduction of trade union nominees and AGREED that until the GGSG had formally implemented the changes, EIS-FELA and UNISON representatives would be invited to attend Board meetings as observers. The Chair confirmed that a letter inviting both trade unions to put forward a nominee to observe future Board meetings would be sent out in due course.

10.1.5 The Board NOTED other actions arising from the Good Governance Consultation relating to the appointment, induction, development and training of Board members. The Head of Corporate Development advised the Board that matters relating to these actions would be considered by the Nominations Committee, once changes to the Code of Good Governance had been implemented and guidance confirmed.

10.2 GOVERNANCE UPDATE

10.2.1 The Board NOTED that a procurement exercise to recruit an external reviewer to undertake the 'Edinburgh College Governance Review' had commenced. The Head of Corporate Development advised the Board that the College's invitation to tender for an external reviewer, which had followed its own procurement procedures and have been overseen by a Governance Review Working Group, had received one response.

10.2.2 The Board DISCUSSED the procurement process and the receipt of a single offer of tender. The Board AGREED that two of its non-executive members, Lesley Drummond and Judith Sischy, would consider the procurement process and rationale for selecting the single tender with the Head of Corporate Governance - prior to its approval.

10.2.3 The Board NOTED that it would undertake its Annual Board Self-Evaluation in May/June 2019, which would include a Board survey, one-to-one meetings with the Chair and Vice Chair and committee self-evaluations. The Board DISCUSSED the self-evaluation process and AGREED that, to help evaluate the Board-Executive relationship, the Executive Team should be provided with an opportunity to complete the Board survey - as appropriate.

10.3 BOARD DEVELOPMENT DAY 30.04.19

10.3.1 The Board NOTED that the focus of its Board Development Day on 30 April would centre on the three 'future proofed college' themes included within the College's Strategic Blueprint. The Principal advised the Board that an itinerary for the Board Development Day would be confirmed in due course.

11. COMMITTEE REPORTS

11.1 POLICY & RESOURCES COMMITTEE

11.1.1 MINUTES 19.02.19

The Board NOTED the Policy & Resources Committee minutes from the meeting held on 19 February.

The Board NOTED that the Committee had considered the future flexible workforce, especially with regards to the continued development of the College's commercial offering and future cost of living increases. The Board NOTED that the Committee would receive an update on the Career Transition Policy (which the

Board had agreed to progress towards implementation at its meeting on 20 June 2017), at its next scheduled meeting.

The Board NOTED that the Committee would consider a strategic review of the Waterfront Nursery, to allow an open discussion on how the College deals with childcare and associated barriers to learning, at its next meeting - to allow members to consider the best business model for the nursery going forward.

11.1.2 RECRUITMENT & RETENTION DASHBOARD

The Board NOTED an update from the Assistant Principal, Recruitment and Retention, on the performance of the College against its 2018/19 recruitment and retention targets. The Assistant Principal informed the Board that the SFC had set the College an activity target of 187,969 for current academic year.

The Board NOTED that, in spite of a 7.9% reduction in the number of full-time FE students and a 29% increase in the number of PT students, the College was projected to reach its 2018/19 credits target. The Chair, on behalf of the Board, welcomed the assurances provided by the Assistant Principal that the College would achieve this important milestone.

11.1.3 MANAGEMENT ACCOUNTS TO JANUARY 2019

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

The Board NOTED that as a result of the required interim three years valuation of Land and Buildings in the 2018 Annual Accounts (which resulted in an increase of 15% in the value of Buildings) recurring depreciation had increased by £0.5m from 2018/19. The Head of Finance informed the Board that the increase had been incorporated into the current year Income and Expenditure forecast. The Board NOTED that recurring depreciation would not affect the underlying operating position, the new basis of reporting required by the SFC and Audit Scotland.

The Board DISCUSSED the College's financial position and AGREED that, if appropriate, a portion of the Board Development Day should be made available to consider the financial position of the College going forward. The Principal advised the Board that, although the current financial position was tight, the Executive Team were confident that they would achieve their end of year targets.

The Board NOTED that the Draft 2019/20 College Budget would be presented to its next meeting on 18 June for consideration, along with a three year financial forecast.

The Head of Finance left the meeting

11.2 AUDIT & RISK ASSURANCE COMMITTEE

11.2.1 *MINUTES 27.02.19*

The Board NOTED the Audit & Risk Assurance Committee minutes from the meeting held on 27 February.

The Board NOTED that the Committee had considered the Scotland's Colleges 2018 Report published by Audit Scotland in June 2018. The Chair of the Audit & Risk Assurance Committee advised the Board that Audit Scotland were now in the process of deciphering key messages for their Scotland's Colleges 2019 Report.

The Board NOTED that the internal auditors had conducted a review of corporate governance at the College. The Head of Corporate Development advised the Board that 'substantial assurance' had been received in relation to the design and operational effectiveness of the controls in place regarding corporate governance at the College.

11.2.2 *RISK MANAGEMENT UPDATE*

The Board NOTED the Summary Top Risk Register (TRR) to March 2019, and the changes in top level risks since the last meeting of the Board on 11 December 2018.

11.3 ACADEMIC COUNCIL

11.3.1 *MINUTES 22.02.19*

The Board NOTED the Academic Council minutes from the meeting held on 22 February.

The Board NOTED that progress against the key areas of improvement within the Edinburgh College Enhancement Plan 2018-23, as reviewed by the Academic Council. The Chair of the Academic Council advised the Board that significant progress had been made towards the delivery of 'Future Proof 2025' (Core, Essential & Digital Skills), a project to develop and roll-out vocationally relevant Moodle-based products, in line with the 'Industry 4.0' initiative. Further to this, the Board DISCUSSED developments around meta-skills and AGREED that it may be an area the Board wish to consider in further detail at a future meeting.

11.4 EXTERNAL ENGAGEMENT COMMITTEE

11.4.1 *MINUTES 26.02.19*

The Board NOTED the External Engagement Committee minutes from the meeting held on 26 February.

The Board NOTED the overall year-to-date commercial and international performance of the College, and welcomed early indications that the Commercial Team were expected to meet their 2018/19 targets. The Acting Chair of the

External Engagement Committee advised the Board that, although scheduled courses had underachieved to date, both Flexible Workforce Development Fund and International activities had performed strongly and commended the Commercial Team's continued efforts in these areas

The Board NOTED that the Committee had received an update on progress relating to the City Region Deal, and the expected funding through the two targeted skills gateway projects which sit within the Integrated Regional Employability Skills (IRES) programme. The Acting Chair of the External Engagement Committee advised the Board that the Committee had considered the process by which the College would receive funding from the City Region Deal, and the means by which such funds would be effectively implemented.

11.5 NOMINATIONS COMMITTEE

11.5.1 *VERBAL UPDATE 19.03.19*

The Board NOTED a verbal update from the Chair on proceeding at the Nomination Committee on 19 March. The Chair informed the Board that the draft minutes of the meeting would be presented to the Board at its next meeting on 18 June.

The Board NOTED a proposal endorsed by the Nominations Committee to nominate Ian Young, a former Vice Chair of the Board, for the Edinburgh College Ambassador Award - which was to be presented at the Graduation Ceremony in September 2019. The Chair advised the Board that Mr Young had acted as a Non-Executive Member of the Board and its Vice Chair from October 2013 until March 2019, and prior to that had served as Chair of a legacy college. Further to this, Mr Young was also an active member of the Edinburgh College Development Trust.

The Board welcomed Mr Young's nomination for the Edinburgh College Ambassador Award and unanimously AGREED to endorse the proposal.

11.5.2 *COMMITTEE MEMBERSHIP*

The Committee NOTED a proposal put forward by the Chair of the Board, and endorsed by the Nomination Committee, on committee memberships going forward.

The Board DISCUSSED committee membership and APPROVED the proposal put forward by the Nominations Committee.

The Board NOTED that the Nominations Committee had consider the attendance of Student and Staff Board Members at future meetings of the Remuneration Committee as observers. The Board AGREED that this proposal should be considered further by the Chair of the Board and the Chair of the Remuneration Committee.

12. PRINCIPAL & CHIEF EXECUTIVE REPORT

- 12.1 The Board NOTED a report from the Principal covering a range of activities at the College since the last Board meeting.
- 12.2 The Board NOTED that national negotiations with EIS in relation to pay had been ongoing and an agreement had yet to be reached. The Principal informed the Board that as a result of this, three days of industrial action had taken place in January, February and March. The Board NOTED that the College had remained open on each of these days, however, all classes had been cancelled.
- 12.3 The Board NOTED a Horizon Scanning Report, which outlined major political, economic, social, technological, legal and/or environmental developments that could impact on the five strategic plan aims of the College.

13. NATIONAL REPORT

- 13.1 The Board NOTED that the Chair of the Board had been invited to convene an Independent Commission on the College of the Future, which had been established by the Four Nations College Alliance. The Chair informed the Committee that the first meeting of the Commission would take place on 22 March.

14. RIDDOR REPORT

- 14.1 The Board NOTED RIDDOR reportable incidents in Quarter 2 of the 2018/19 academic year.

15. ANY OTHER COMPETENT BUSINESS

15.1 PUBLIC MEETING OF THE BOARD OF MANAGEMENT

- 15.1.1 The Board NOTED a proposal by the Chair of the Board to hold a public meeting in the near future. The Chair informed the Board that he would work with the Clerk to ensure that appropriate arrangements were in place prior to a public meeting taking place.

16. DATE OF NEXT MEETING

- 16.1 The next meeting would be held at 14:00hrs on 18 June 2019 at the Granton Campus.

Meeting closed at 17:10