

Board of Governors

Minute of Meeting of the Board of Governors held on 13 December 2016 at 4.30pm in the Barbour Suite.

Present: Alex Linkston (Chair)
Michael Allan
Angela Bell
Sue Cook
Frank Gribben
Cynthia Guthrie
Mhairi Harrington
Graham Hope
Richard Lockhart
Colin Miller
Alan Morton
Moira Niven (to item 16.66)
Norman Ross
Jarmila Slodyczka

In attendance: Joanna Paterson (Secretary to the Board)
Jennifer McLaren (Assistant Principal, Curriculum Support & Finance)
George Hotchkiss (Assistant Principal, Curriculum & Planning)
Jenny Stalker (Head of Quality and Learner Services)
Colin Miller (Head of Essential Skills and Progression)
James Thomson (Scott-Moncrieff, observer)

16.58 Welcome / Apologies

The Chair welcomed everyone to the meeting with a particular welcome to new Board members Richard Lockhart, for whom this was his first full Board meeting, and Moira Niven, whose appointment had been confirmed by the Scottish Government earlier that day.

James Thomson from Scott-Moncrieff, who was attending as part of the externally facilitated self-evaluation exercise, was also welcomed to the meeting.

Members expressed their appreciation for the festive bites that had been prepared by the catering staff for the start of the meeting.

Apologies were received from Morag McKelvie, Iain McIntosh, Simon Ashpool and Frank McGraw.

The Board agreed to consider an additional agenda item on the College Energy Efficiency Pathfinder (CEEP) Project, to be considered as agenda item 16.66 (b).

16.59 Declarations of Interest

Richard Lockhart declared an interest in agenda item 16.66 b, the College Energy Efficiency Pathfinder (CEEP) Project.

There were no other declarations of interest.

16.60 Minute of Meeting of 20 September 2016

The Minute of the meeting of 20 September 2016 was approved as a correct record.

16.61 Matters Arising from Minute of Meeting of 20 September 2016

Members noted the paper detailing actions duly completed following the meeting of 20 September

There were no other matters arising.

16.62 Chief Executive's Report

The Principal gave an update on activities from October to December 2016, highlighting many areas of activity and partnership working, with a particular focus on the consultation exercise that was underway to inform the 2017-2020 Regional Plan and Outcome Agreement. A copy of the draft that was out for consultation was tabled for information.

It was noted that over 1,000 responses had been received to date. A significant number of people had also accessed the draft plan through the website without responding, demonstrating that this was an effective way to raise awareness of the work of the College within the community.

The report identified some of the themes and issues that had emerged from the consultation to date, and work that was underway to explore ways to respond to and incorporate the suggestions received. It was noted that a final report on the outcome of the consultation would be brought to the March Board meeting.

Members noted the final learner results data for 2015-16 and a summary of action that was underway on programme improvements and to address retention and attainment.

Many areas of learner activity and success were highlighted including an impressive presentation to the Senior Team by two students from Assisted Programmes who were working at Jabil as part of the Project Search initiative. It was noted that the 'Childcare Playroom' facility was now open and that Board members should have an opportunity to visit this in the spring.

Board members noted that the College had been short-listed for three awards in the TES Further Education Awards for 2017: Contribution to the Local Community, Employer Engagement and Apprenticeship Programme of the Year and agreed that shortlisting in three categories was a great achievement.

Members commented that this represented one of many impressive achievements at the College. It was agreed that there were significant opportunities to get positive stories out to the media both in West Lothian and beyond and that options for bringing in professional PR support over and above the partnership arrangement with the Council should now be taken forward.

Action 1: Head of Quality and Learner Services

The report covered wider sector developments and members noted the continued review activity in relation to Enterprise and Skills bodies and that the Principal was a member of the review group. In relation to the Apprenticeship Levy, it was noted that information on implementation in Scotland was still to be issued but might be announced as part of the Scottish Budget later in the week.

The Board noted the many positive areas of work across the College and thanked the Principal for the comprehensive report.

16.63 Regional Chair's Feedback

The Chair reported back from meetings and discussions of the regional chairs. The main focus had been in relation to the support staff pay negotiations which had now been successfully concluded.

Members noted that funding arrangements (subject to some further negotiation with SFC) were in place to cover the costs of the settlement this financial year. The settlement would however be a financial pressure that would need to be taken into account in future years.

The Chair highlighted that there were a number of strategic issues going forward that the sector would need to consider, including the Workforce of the Future and the recently issued 'think piece' on the learner journey.

It was hoped that there would be more opportunities for Boards and Board members to engage in debate through Colleges Scotland around these and other strategic issues.

16.64 Student President Report

The Student Association President provided the Board with an update on a wide range of initiatives and activities that had been taken forward in the last quarter.

She reported that over a hundred class representatives had now been appointed including representatives from part-time and evening classes for the first time. The new vice-president structure meant there was now a greater emphasis on learning and teaching issues in the class rep role.

A number of initiatives were highlighted including a major anti-bullying initiative, a trial approach to involve students in the recruitment of lecturers, and improvements to the arrangements for a foodbank collection.

Michael Allan shared the findings from a survey of over one hundred and forty participants in this year's Freshers' Fair. It was noted that the findings were broadly very positive and that the event had helped to raise awareness both of clubs and associations within the College and the role of the Students' Association.

The Board thanked Jarmila and Michael for a very positive report.

16.65 Board Development

The Board Secretary presented an update on Board development work. .

Members noted that an externally facilitated effectiveness review would take place between December and March 2017, in line with requirements of the Code of Good Governance.

It had been agreed to take this forward through Scott-Moncrieff, internal auditors, to take advantage of their existing knowledge of the Board's structure and governance arrangements, and to tie in with an internal audit of governance that was planned for the spring.

It was noted that a survey would be issued to members shortly, and that one to one interviews would take place in January and February.

The first hour of the Board meeting in March would be set aside to discuss the findings of the review and any emerging conclusions and recommendations.

Members' participation in various induction, training and networking events was noted. Frank Gribben reported in addition that he had recently taken part in a networking day for Senior Independent Members across the sector, and had been able to share the approach that had been agreed for the role within West Lothian, including appraisal arrangements.

The Board agreed to note the report.

16.66 College Plan 2016-17 ROA Key Targets Progress

Assistant Principal, Curriculum & Planning introduced a paper on progress towards Regional Outcome Agreement targets and a risk rating of the likelihood of not meeting a target.

It was agreed that this analysis should be re-presented in the context of any proposed internal targets as detailed in the Self Evaluation report (agenda item 16.69 (ii)). If revisions were considered appropriate then the risk rating in relation to the original ROA targets would need to be adjusted accordingly, from medium to high.

Action 2: Assistant Principal, Curriculum & Planning

There was some discussion of the target to increase female enrolments to at least 10% within Foundation Apprenticeship Programmes and the challenges in meeting it. It was recognised that this target was affected by many wider social factors.

The Board noted that the College was pioneering approaches in this area through the STEM programme including hands-on workshops for primary school teachers, female heads of centre in key subject areas and the introduction of a women-only course to encourage girls into STEM.

It was agreed that it would be helpful for the Learning and Teaching Committee to review progress in this area with a view to building on what was in place and working well, learning from examples of best practice in other colleges, understanding potential barriers to participation such as funding issues and childcare costs, and continuing to pioneer the College as centre of excellence in this area.

Action 3: Head of Essential Skills and Progression

16.66(b) College Energy Efficiency Pathfinder (CEEP) Project

Assistant Principal, Curriculum Support & Finance tabled a paper on the College Energy Efficiency Pathfinder (CEEP) Project, advising that the College had recently received notification that the Scottish Government had made grant funding available to the College sector for investment in energy efficiency projects.

Richard Lockhart declared an interest in this item as an employee of Scottish Futures Trust who were involved in the management of the overall project.

Members noted that West Lothian was one of five colleges to have been invited to participate in the project, with an allocation of £424k. It was noted that there was a possibility of being able to bid for additional funding following the withdrawal of one of the five colleges from the scheme.

Members noted the process and timings for the project and that management of any contract would transfer to the College at construction phase. It was noted that payments would only be made once works were complete and that a retention figure would be built in, to be released when the target level of energy efficiencies had been achieved.

It was agreed that the College should participate in the project along the lines set out in the paper and also bid for any additional funds that became available.

It was noted that a paper would be presented to the February 2017 meeting of the Finance and General Purposes Committee for approval of the specific project.

16.67 Update from Chair of the Finance and General Purposes Committee from the draft minute of 24 November 2016.

Frank Gribben on behalf of the Committee Chair gave a report from the meeting of 24 November 2016.

In giving the report he noted that the main item of business had been discussion of the Annual Report and Financial Statements. Members of the Committee had been satisfied regarding the presentation of financial information in the report and also that the College was operating on a financially sound and sustainable basis.

The Committee had asked that the wording of the section on the College as a going concern be strengthened. This change had been incorporated into the version now presented to the Board for approval.

The Committee had also discussed the HR report with a particular focus on the impact of the new occupational health service. The new HR team were settling in well and supporting the work of the Committee with good quality reports.

The Chair expressed his thanks for the report.

16.68 Audit Committee

(i) Update from Chair of the Audit Committee from the draft minute of 1 December 2016

The Chair of the Audit Committee reported on the meeting of 1 December 2016. He noted that the Committee had been at full strength with the membership now increased to five.

The main focus of the meeting had been a detailed discussion of the Annual Report and Financial Statements. Two minor changes in the narrative had been recommended, and these had been incorporated into the final report.

The Committee had noted that the auditors had not identified any issues in the presentation of the accounts, and had agreed to note their appreciation of the work of the Finance Team in preparing the accounts in line with the new requirements.

The Chair thanked the Chair of the Committee for the update.

(ii) Annual Report and Financial Statements 2015-16

The Committee had considered the Annual Report and Financial Statements for 2015-16 and agreed to put them forward for approval.

Assistant Principal, Curriculum Support & Finance provided commentary on some of the key changes that had affected the presentation of the accounts, including the impact of the pension revaluation and the new SORP requirements. It was noted that explanatory notes had been included in the accounts with a view to reassuring potential business partners.

The Board agreed with the recommendation of the Committee that the accounts be based on the Accruals Model.

The Board agreed to approve the Annual Report and Financial Statements for 2015-16.

(iii) Annual Report to the Board of Governors and the Auditor General for Scotland 2015-16

The Committee had discussed the report from the external auditors for the 2015-16. No major control weaknesses were identified and the conclusion of the report was that the accounting systems operated efficiently.

The Board noted the external auditor's report.

(iv) Audit Committee's Report to the Board

The Committee had agreed its report which was now put to the Board. The Board noted the Audit Committee's report.

(v) Letter of Representation

The Committee had considered the Letter of Representation and agreed to recommend that the letter be signed by the Chair of the Board of Governors on behalf of the Board.

The Board agreed the letter of representation

(vi) Health and Safety Quarterly Report

The quarterly report for the period July to September 2016 was noted. The Board noted that a new Health and Safety Officer was now in place and already considering improvements that could be made to the format for the quarterly report.

16.69 Learning and Teaching Committee

(i) Update from Chair of the Learning and Teaching Committee from the draft minute of 30 November 2016

The Chair of the Learning and Teaching Committee reported from the meeting of 30 November 2016.

In her report she highlighted discussion around retention and attainment targets and action that had been taken to deliver improvements in these areas. Some issues had emerged that were affecting school students and these were being taken forward in conjunction with the Council, including timetabling options within the College.

The findings from the national student survey had been discussed although it was hard to draw conclusions given the relatively low numbers who had taken part, the wording of some of the questions, and the lack of obvious read-across to the findings of the College's own student survey mechanism, SOCE.

The Chair expressed his thanks for the update.

(ii) Self Evaluation Report

The Committee had considered the Self Evaluation Report and agreed to recommend it to the Board for approval.

The Board noted the reference to internal targets within the report and agreed, as discussed at Item 16.66, that a further report should be prepared clarifying the relationship between these suggested targets and the ROA targets.

The Board agreed to approve the Report.

(iii) Marketing and Communications Strategy 2016-18

The Committee had considered the Marketing and Communications Strategy for 2016-18 and agreed to recommend it to the Board for approval.

The Board agreed to approve the Strategy.

16.70 Nominations Committee

(i) Update from Chair of the Nominations Committee from the minute of 7 November 2016

The Board Secretary reported from the meeting of 7 November 2016, including an update on the Board member recruitment process which had now concluded with the appointment of Moira Niven.

The Committee had discussed the recommendation of the recruitment panel that consideration be given to co-opting an accountant to join the Finance and General Purposes Committee.

This was being taken forward in the first instance through the mentoring programme that had been discussed at the last Board meeting. Arrangements for the co-option of members would also be formalised.

It was noted that the Committee would meet on a more regular basis in the future and that agendas would include routine monitoring reports on Board member attendance at meetings and participation in required training, as part of the revised role of the Committee.

The Chair expressed his thanks for the update.

(ii) Terms of Reference

The Committee had reviewed its Terms of Reference to ensure the remit was aligned with the governance protocols that had been approved by the Board at the September meeting. The Committee had agreed to put revised Terms of Reference to the Board for approval.

The Board approved the new Terms of Reference.

16.71 Remuneration Committee

(i) Update from Chair of the Nominations Committee from the minute of 7 November 2016

The Vice-Chair reported from the meeting of 7 December.

In her report she highlighted the decision to include the approved minutes of meetings of the Committee within the agenda and papers for the next appropriate Board meeting, as a way to improve transparency. It was noted that this arrangement would take data protection issues into account.

It was noted in discussion that guidance had been issued by the SFC on seeking approval for severance schemes and settlement agreements, including the role of Remuneration Committees. The Guidance had been circulated to members and was available on the Moodle library. This issue was also included in the new compulsory training for members of the Remuneration Committee.

The Chair thanked the Chair of the Committee for the report.

(ii) Terms of Reference

The Committee had reviewed its Terms of Reference to reflect one change that had been identified by the Board at the September meeting.

The Board approved the new Terms of Reference.

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16.72 Any Other Business

There were no other items of business.

16.73 Review of Meeting, Supporting Paper and Training Needs

The Board was content with the meeting and supporting papers presented.

16.74 Date of Next Meeting:

The next meeting would take place on Tuesday 14 March 2017 starting at the earlier time of **4.00pm**.

Note: Richard Lockhart declared an interest in agenda item 16.66 b. There were no other matters discussed during the meeting, during which Members declared any conflict of interest, or the Secretary to the Board was aware from the Register of Interests that discussion could give rise to such a conflict.

Signed
Chair, Board of Governors

Date