

## West Lothian College

20 September 2016

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### Board of Governors

Minute of Meeting of the Board of Governors held on 21 June 2016 at 4.30 pm in the Barbour Suite.

Present: Sue Cook (Interim Chair)  
Michael Allan  
Frank Gribben  
Cynthia Guthrie  
Mhairi Harrington  
Graham Hope  
Alex Linkston  
Morag McKelvie  
Iain McIntosh (to item 16.26)  
Colin Miller  
Alan Morton  
Norman Ross  
Jarmila Slodyczka

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

### 16.19 Welcome / Apologies

The Chair welcomed everyone to the meeting, with a particular welcome to Jarmila Slodyczka who was returning as a Board member in her capacity as newly elected Student President and Michael Allan one of the seven newly elected Student Vice Presidents and nominated student member of the Board.

The Chair congratulated Mhairi Harrington on behalf of the Board on the award of an OBE in the Birthday Honours List.

Apologies were received from Angela Bell and Frank McGraw.

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The Chair advised the Board that Terry Lafferty had submitted his resignation as a Board member. Members expressed their appreciation for the contribution he had made since joining the Board in 2008.

### **16.20 Declarations of Interest**

There were no declarations of interest.

### **16.21 Minute of Meeting of 15 June 2016**

The Minute of the meeting of 15 June 2016 was approved as a correct record.

### **16.22 Matters Arising from Minute of Meeting of 15 March 2016**

Members noted the paper detailing actions duly completed following the meeting of 15 March.

There were no other matters arising.

### **16.23 Chief Executive's Report**

The Principal gave an update on activities from April to June 2016, highlighting many areas of activity and partnership working, including a series of workshops engaging over 200 staff to take forward the findings from the Education Scotland review.

Many areas of learner activity and success were highlighted including an exhibition in Edinburgh of the work of the HNC Art students.

Members noted the continuing activity and success of the volunteer programme. It was agreed that it might be useful to seek the Investing in Volunteers quality standard.

The report also covered wider sector developments including an update on national pay bargaining. The Board noted that the new Employers' Association sat within the Colleges Scotland 'family' but now included all employer colleges. Clear reporting lines had been established.

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

There was some discussion of the importance of maximising PR and marketing opportunities from the many good news stories associated with the College.

This should be discussed further with the marketing team within the Council (who lead on marketing as part of Shared Services) with a view to increasing national coverage.

**Action 1: Head of Quality and Learner Services**

**16.24 Regional Chair's Feedback**

The Chair reported back from meetings and discussions of the regional chairs. Business had been dominated by national pay bargaining, which was covered in other reports. It was noted that Colleges Scotland had agreed to dismantle its committee structure (with the exception of Audit) and move to a system of working groups.

It was noted that Audit Scotland were carrying out a sector wide review that would report in late August. They had raised an issue about the publication of agendas, minutes and committee papers on College websites. It was noted that the College's current practice was to publish agendas and minutes but not committee papers.

It was agreed that it would be prudent to develop a publication scheme which should be based upon the presumption to publish. There may be models of existing practice in the FE or HE sector that could be used as a basis for such a scheme.

**Action 2: Board Secretary**

Members noted that the SVQ Awards ceremony had been extremely successful and passed on their thanks and appreciation to all those involved. Members were asked to note that the date for the College Graduation ceremony this year was 29 October.

The Chair advised that correspondence had been received from the EIS-FELA branch in relation to concerns about the impact of the proposed budget. Although the Board was aware that the correspondence had not gone through the normal communication route of prior discussion at the JNCC it was agreed that the points should be raised as part of that agenda item.

In relation to Board business, the Chair advised that the order of future agendas would be changed to allow earlier consideration of the Student President report, to reinforce the importance of the learner voice. Options would also be explored to make use of the half hour slot before the meeting for Board members to get out into the College and learn more about aspects of its work.

**Action 3: Board Secretary (future agendas)**

It was noted that the self-evaluation and appraisal meetings with individual Board members had now been completed.

Finally, the Chair thanked everyone for their support during her period as interim Regional Chair.

### **16.25 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.

It was noted that SPARQS (Student Partnerships in Quality Scotland) would be highlighting the new model of student representation at West Lothian in a future briefing. It was noted that the lecturing staff had been very supportive in encouraging participation and engagement in the recent election, which now included the election of seven Vice-Presidents.

Members noted the higher levels of engagement in the national student survey. The findings of the survey would be reported at the next Board meeting.

The Board noted that the Student Association had been shortlisted for the NUS Further Education Students' Association Award. The Student President had not received the invitation to attend the ceremony with enough time to register and the Board asked officials to explore if anything could be done to allow her to attend.

#### **Action 4: Head of Quality and Learner Services**

The Board thanked the Student President for the report and the continuing high levels of engagement that were being taken forward.

### **16.26 Update from Chair of the Learning and Teaching Committee from the draft minute of the meeting of 7 June 2016**

Iain McIntosh reported on behalf of the Learning and Teaching Committee from the meeting of 7 June 2016. It was agreed to take this item early to allow Iain to attend a meeting of the City Deal.

In his report he highlighted the increased level of participation in the national student survey (from 12% to 33%) and it was agreed that all efforts should continue to keep driving this level of engagement up.

There had been a discussion about the applications process and checks that were in place to ensure applicants received information in good time.

It was noted that there had been some discussion about the challenges within the budget, for discussion later on the Board agenda.

The Chair expressed her thanks for the update.

## **16.27 Corporate Governance**

### **(i) Update on Governance Framework**

The Board Secretary presented an update on work to bring the governance framework up to date and further developments on governance within the sector.

It was noted that there were some remaining processes that needed to be formalised and that these would be drafted over the summer for consideration by the Chair and Committee Chairs, and brought to the Board for approval in September.

The Board agreed to note the progress on updating the governance framework.

### **(ii) Scheme of Delegation**

The Board Secretary introduced the proposed revised Scheme of Delegation. This was based on the previously agreed Scheme, updated to take account of changes in legislation and new governance requirements.

It was noted that further changes may be required for example in response to an anticipated sector-wide template or in the context of changes to local powers as a result of national pay bargaining. It was agreed however that it was prudent to have an agreed and updated Scheme of Delegation in place.

The Board agreed to approve the Scheme of Delegation.

### **(iii) Financial Regulations**

Assistant Principal, Curriculum Support & Finance, introduced the draft Financial Regulations. The Regulations had been updated to ensure compliance with the new Financial Memorandum (FM) with the Scottish Funding Council and the Scottish Public Finance Manual (SPFM).

The Regulations had been considered by both the Audit Committee and the Finance and General Purposes Committee.

During discussion at those meetings concerns had been raised about the level of centralisation the regulations represented, the increase in workload and administration and the risks of curtailing entrepreneurial activity.

Members agreed that these concerns and the wider risks of moving to a compliance culture should continue to be raised as a sector to the Funding Council, Scottish Government, and Scottish Parliament.

It was recognised however that the Regulations as presented were a requirement. It was agreed to approve the Regulations.

**(iv) Consultation on the Revised Code of Good Governance**

The Board Secretary introduced the paper highlighting the background and timetable for the consultation on a revised Code of Good Governance. Initial comments had been circulated by email to members and Board members had also had been invited to send in comments and reflections in advance of the meeting. It was agreed to submit these and other specific points raised in discussion at the meeting as part of the consultation response.

The Board had a lengthy discussion about the proposed revisions to the Code and expressed concern both about the language used (and in particular the large number of items that Boards and members 'must' do) and the level of detail included in the Code that cut across the stated emphasis on the strategic role of Board members.

Given these fundamental concerns about the language and emphasis of the Code, the Board did not feel it could agree with the statements in the consultation survey. It was agreed that in submitting the response the Board should include an invitation to members of the Good Governance Group to join the Board for a further discussion.

**Action 5: Board Secretary**

**16.28 Board Development**

**(i) Report from Board Away Day**

The Board Secretary introduced the report from the Away Day held on 25 May.

It was agreed that this was a helpful report and the contents were noted.

**(ii) Update on Development Work**

The Board Secretary presented an update on Board development work.

It was noted that all members will be expected to have completed the induction training by the end of the next round. It was hoped that dates would be announced shortly.

It was agreed that it would be important for the College to avoid arranging conflicting meetings to ensure members had the opportunity to attend.

The Board agreed to note the update on board development work.

**16.29 Appointment of Vice-Chair**

The Board Secretary advised that Morag McKelvie had agreed to stand in as Vice Chair until such times as the new Chair took up post. The appointment of a Vice Chair was therefore required from 27 June onwards.

Sue Cook was nominated for this position by Graham Hope. This appointment was unanimously agreed.

**16.30 Finance and General Purposes Committee**

**(i) Verbal update from Chair of the Finance and General Purposes Committee from the meeting of 16 June 2016**

Alex Linkston gave the report on behalf of the Committee.

He highlighted that a conversation had taken place with the SFC in relation to the treatment of the loan and that this would be followed up with further correspondence from the Chair of the Board.

There had been some discussion of issues associated with the contract with the Children's Hearing Scotland Training Unit (CHSTU). Members noted that it was hoped to include a presentation on the contract and the work of the Unit at a future Board meeting.

The Committee had discussed the Finance Regulations, FFR and budget, all of which were covered elsewhere on the agenda.

There had been discussion of ways to highlight the impact of the NEC ten year Legacy Award and possibly using this as a way to encourage other major employers to consider a similar investment.

The Chair expressed her thanks for the report.

**(ii) Annual Budget 2016-17**

Assistant Principal, Curriculum Support & Finance introduced the proposed budget for 2016-17 and highlighted the key assumptions that were built into it.

The Principal advised that this had been a challenging budget process given the increased costs of delivering the curriculum as a result of moving to the new credits model. A reduction of teaching hours of 7,000 hours was required to achieve a break-even position.

The late receipt of the budget allocation had meant there had not been as much time as was needed to discuss this thoroughly with teams and this had led to some disquiet amongst college staff and concerns about the potential impact of these reductions, in particular if there was an impact on the most vulnerable learners. The correspondence from the EIS-FELA branch (as mentioned in the Chair's report) was noted in this context.

It was recognised that these were potentially challenging issues and that there were very real budget pressures. However, there was also a need for constructive dialogue about the benefits for teaching and learning of more efficient models of delivery.

It was agreed that there should be further discussions with staff in the College to give the opportunity to share concerns and develop an understanding of the way forward.

**Action 6: Principal**

It was agreed to write back to the EIS-FELA to advise that although the concerns raised had not gone through the normal communication route of prior discussion at the JNCC the points had been noted as part of the discussion.

**Action 7: Board Secretary**

Members discussed a number of areas in the funding model that might be creating an unintended disadvantage for the College, including the higher than average percentage of disadvantaged learners and the low price band.

It was agreed that evidence should be gathered to demonstrate ways in which the average distribution was disadvantaging the College and a case made to the SFC for an adjustment to the budget allocation.

**Action 8: Principal**

The Board agreed to approve the budget.

**(iii) FFR 2016-17**

Assistant Principal, Curriculum Support & Finance presented the Financial Forecast Return. It was noted that this had been considered and approved by the Finance and General Purposes Committee.

It was noted that in relation to a possible Brexit vote the working assumption was that all existing European contracts would be paid out in full but that no future bids could be made.

The Board agreed to approve the FFR.

**16.31 Audit Committee**

**(i) Update from Chair of the Audit Committee from the draft minute of 9 June 2016**

The Chair of the Audit Committee reported on the meeting of 9 June 2016.

In giving his report he highlighted the discussion in relation to the reviews of strategic and operational planning, and business development. The Financial Regulations had been discussed in some depth, as highlighted in the earlier item. In relation to Health and Safety, members had noted the move to include a dashboard reporting system and progress in dealing with training in relation to display screen equipment.

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

**(ii) Health and Safety Quarterly Report**

The quarterly report for the period January to March 2016 was noted.

**16.32 Nominations Committee**

**(i) Verbal update from Chair of the Nominations Committee from the meeting of 21 June 2016**

The Chair reported on the last meeting of the Nominations Committee.

The Committee had received an update on the recruitment of new members and the recommendations that had been put to Scottish Ministers, as previously advised to Board members in correspondence.

The Committee had agreed to start recruitment for a Board member to replace Terry Lafferty with advertising probably starting mid-August. The importance of gender diversity on the Board would continue to be factored into all parts of the recruitment process.

It would be very helpful if all Board members could make use of their networks to draw attention to the vacancy.

The Committee had also considered the membership of Committees and agreed on actions both to fill the vacancies in Finance and General Purposes and make appropriate placements for the new Board members.

**(ii) Minutes of meeting of 18 February 2016**

The minutes of the meeting of 18 February 2016 were noted.

**16.33 Verbal Update from Chair of the Remuneration Committee from the meeting of 21 June 2016**

The Vice-Chair and Chair of the Remuneration Committee advised that since the outcome of the meeting was still to be communicated to those affected the report would be carried forward to the next Board meeting.

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**16.34 Regional Outcome Agreement**

The Board noted the report summarising the final Regional Outcome Agreement and the priority outputs for 2016-17.

**16.35 Calendar of Meetings 2016-17**

The Board noted the calendar of meetings to the end of 2017.

**16.36 Any Other Business**

The Board expressed their thanks and appreciation to Sue Cook for the contribution she had made during her period as Interim Regional Chair.

There were no other items of business.

**16.37 Review of Meeting, Supporting Paper and Training Needs**

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

**16.38 Date of Next Meeting:**

The next meeting would take place on Tuesday 20 September at 4.30pm.

**Note:** There were no 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 .....