

**West Lothian College
Board of Governors
Tuesday 21 June 2016 at 16.30**

Agenda	Item	Paper
16.19	Welcome and apologies	
16.20	Declarations of interest	
16.21	Minute of Meeting of 15 March 2016	1
16.22	Matters Arising from Minute of Meeting of 15 March 2016	2
	Board Business	
16.23	Chief Executive's Report	3
16.24	Regional Chair's Feedback (verbal)	
16.25	Student President Report	4
16.26	Corporate Governance:	
	i. Report from Board Secretary	5
	ii. Scheme of Delegation – for approval	6
	iii. Financial Regulations – for approval	7
	iv. Consultation on Revised Code of Good Governance	8
16.27	Board Development:	
	i. Report from Board Away Day	9
	ii. Report from Board Secretary	10
16.28	Appointment of Vice-Chair	

Committee Business

16.29	Finance and General Purposes Committee:	
	i. Update from Chair of the Finance and General Purposes Committee from meeting of 16 June 2016	
	ii. Annual Budget 2016-17 – for approval (to follow)	11
	iii. FFR 2016-17 – for approval (to follow)	12
16.30	Audit Committee:	
	i. Update from Chair of the Audit Committee from draft minute of 9 June 2016	13
	ii. Quarterly Health and Safety Report - for information	14
16.31	Learning and Teaching Committee:	
	Update from Chair of the Learning & Teaching Committee from draft minute of 7 June 2016	15
16.32	Nominations Committee:	
	i. Update from Chair of the Nominations Committee from meeting of 21 June 2016	
	ii. Minute of meeting of 18 February 2016 – for information	16
16.33	Remuneration Committee:	
	Update from Chair of the Remuneration Committee from meeting of 21 June 2016	
16.34	Final Regional Outcome Agreement – for information	17
16.35	Calendar of Meetings 2016 - 2017	18
16.36	Any Other Business	
16.37	Review of Meeting, Supporting Papers, Training Needs	
16.38	Date of Next Meeting: Tuesday 20 September at 4.30pm	

West Lothian College

21 June 2016

Board of Governors

Minute of Meeting of the Board of Governors held on 15 March 2016 at 4.00 pm in the Barbour Suite.

Present: Sue Cook (Interim Chair)
Frank Gribben
Cynthia Guthrie
Mhairi Harrington
Graham Hope
Terry Lafferty
Alex Linkston
Morag McKelvie
Iain McIntosh
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)
Scott Gillon (External Auditors) (Item 16.03)

16.01 Welcome / Apologies

The Chair welcomed everyone to the meeting, with a particular welcome to the new Board member, Norman Ross.

Apologies were received from Angela Bell, Hayley Cadden and Frank McGraw.

16.02 Declarations of Interest

There were no declarations of interest.

16.03 Statements of Recommended Practice (SORP) - Presentation

Scott Gillon from Wylie Bisset (External Auditors) delivered a presentation on the new UK Generally Accepted Accounting Practice (GAAP) and the implications for financial reporting within the College.

He highlighted the timetable that was required to make the transition, some potential risks, and actions that were required (and in hand) to achieve conversion.

It was noted that the conversion would place additional demands on the finance team, in particular given the need for detailed calculations in relation to holiday pay, and the need to review lease arrangements across the College.

It was noted that in general the new accounting practice took precedence over the government Finance Reporting Manual (FRoM), but not in relation to the requirement to disclose salary details of individuals with strategic decision making power, which continued to stand.

Members reiterated their concerns about the decision within the sector to apply this disclosure requirement to Assistant Principals, particularly if this was not being applied uniformly across all Colleges.

Alex Linkston put a question which had previously been identified by the Finance and General Purposes Committee, as to whether there was an option to net off the revaluation reserve. Scott advised that he had sought guidance from the institute in relation to this question, and would pass on the definitive answer once it was available.

Scott was thanked for the presentation and responses to the questions and issues which had been raised.

16.04 Minute of Meeting of 8 December 2015

The Minute of the meeting of 8 December 2015 was approved as a correct record.

16.05 Matters Arising from Minute of Meeting of 8 December 2015

Members noted the paper detailing actions duly completed following the meeting of 8 December.

In relation to action 4, delivery of papers, it was noted that Committee papers had been made available on the Virtual Learning Environment Moodle, on a trial basis.

Members had been feeding comments on the ease of use and any technical issues to the Executive secretariat, and should continue to do so.

It was agreed to use Moodle both to issue papers electronically for future meetings and to provide members with access to a library of relevant governance documents.

Action 1: Board Secretary

There were no other matters arising.

16.06 Chief Executive's Report

The Principal gave an update on activities from January to March 2016, which included the period of the Education Scotland review. It was noted that the full report from the review would be made public on the 25th March.

The report would include the overall judgement of 'effectiveness' (the highest possible outcome), the many strengths that had been identified, and recommendations for action for further improvement. Members noted the emphasis in the review on the positive culture and high levels of engagement across the College.

The contribution of the Students Association to the review process had been extremely helpful, and the Vice President's personal contribution to this was noted with appreciation.

Board members expressed their thanks to staff across the College for their engagement and support during the review.

The Principal highlighted many other areas of activity and partnership working, including international activity. It was noted that these initiatives added a great deal to the life of the College, and the 'can do' attitude of staff to help make them happen was much appreciated.

In relation to the college sector, it was noted that guidance on the funding settlement for 2016-17 was not yet available.

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

16.07 Regional Chair's Feedback

The Interim Chair reported back from meetings and discussions of the regional chairs.

The national pay negotiations and prospect of industrial action were clearly major concerns. Further discussions would be taking place later that week, including consideration of an option to create an employers' association, which would offer representation to all the employing bodies (including the Glasgow colleges).

Members highlighted the importance of setting up the employers' association on a sound footing, to ensure that it delivered effectively and could be held to account by participating bodies. There were concerns about the way that negotiations had been supported to date and it would be important to improve things for future rounds of negotiation.

The Chair reported that severance guidance had recently been published by the Funding Council. Board members should be aware of the new requirements and a copy of the guidance would be circulated by the Board secretary, and placed on the virtual library for reference.

Action 2: Board Secretary

In relation to Board development work, there would be a strategic away day in May with the date to be confirmed shortly. This would provide the opportunity to pick up on some of the development issues arising both from the recent Committee self-evaluation and comments raised in the individual self-evaluation forms that members had submitted.

The first of the meetings with individual Board members had now taken place and others would happen shortly. It had been agreed at the December Board that these would be 1:1 meetings with the incoming chair. However, given the transitional arrangements that had subsequently been put in place by the Scottish Government, it had been decided that these conversations would also involve Alex Linkston as incoming chair. It was recognised that this would change the dynamic of the meeting, but the intention was to be able to cover the forward as well as backward looking aspects of the conversations. Members who had participated so far commented that the meetings had been very constructive and productive.

16.08 Corporate Governance

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 key documents were now available for members on the virtual learning environment Moodle. These materials would be maintained and updated by the Board Secretary.

Members noted that the revised Financial Regulations were being checked by the internal auditors and would be brought for approval to the June Board, following consideration by both the Finance and General Purposes and Audit Committees.

It was noted that work was going on within the sector to develop a model Scheme of Delegation and a revised Scheme would be brought for approval following that work, probably to the June Board.

Members noted that two national groups were currently working on governance issues, and that further guidance and requirements could be expected.

A note on the role of the Senior Independent Person was included in the report and it was agreed that this should in turn be added to the virtual reference library.

Action 3: Board Secretary

It was noted that all members were now members of the PVG scheme.

The Board Secretary reminded members that under the terms of the Code of Conduct it was their responsibility to advise of any changes to the register of interests within a month of the change of circumstances.

This could be done by contacting the Board secretary who would then offer more detailed guidance as required.

It was noted that the descriptions of background and interests on the website were perhaps a little out of date, and that the Board Secretary should contact all members with a view to refreshing these.

Action 4: Board Secretary

16.09 Board Development

(i) Update on Development Work

The Board Secretary presented an update on Board development work, including the work on self-evaluation as highlighted in the Chair's report.

Members noted that a first version of the Training and Development Rolling Plan had been created, and was available for members to access on the Moodle site.

Members discussed the national programme of induction training which was now underway. Most members had managed to take part in the day 1 training so far, five at the Colleges Development Network (CDN) offices and five at a regional event that had been held in Sighthill, Edinburgh.

Members commented that there had been a good mixture of people at some of the events, and some very useful and constructive conversations around the issues raised. The case studies had been particularly useful. However, the Sighthill event had been disappointing since a number of key speakers had not been able to attend, without explanation. Concern was expressed at the signal this sent about the value both of the training and of member's time, and created a significant inconsistency in the type and level of training that members had received.

It was agreed that the feedback and specific concerns about the regional event should be fed back to CDN.

Action 5: Board Secretary

(ii) Committee Self-Evaluation

The Board Secretary presented a report detailing the process and outcomes of the recent self-evaluation by Committees. The report highlighted action points that were being taken forward by the Committees and some more general points for discussion that would be picked up in the context of the forthcoming away day.

16.10 Report from the Student Association

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

Board members noted with appreciation the contribution that Jarmila had made during this period in the absence of the Student President.

Members noted the proposed new structure for the Association, which would see the election of seven Vice-Presidents (one of whom would be elected to serve on the Board along with the President) to match the Centre structure of the College, and to provide a more balanced and sustainable model in the long run.

It was noted that the draft strategy which had been circulated would be adjusted to reflect the new structure once it was finalised.

16.11 Update from Chair of the Finance and General Purposes Committee from the draft minute of 25 February 2016

Alex Linkston gave the report on behalf of the Committee.

It was noted that the Committee had again discussed the treatment of the loan and agreed that the incoming Board Chair should raise the possibility of writing-off the loan with the Chief Executive of the SFC. This would be done informally in the first instance.

More detailed analysis would be done including consideration of any risks if there was an indication that this request would be considered favourably.

The Chair expressed her thanks for the report.

16.12 Audit Committee

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

The Chair of the Audit Committee reported on the meeting of 1 March 2016.

In giving his report he highlighted the good progress that was being made in clearing recommendations from previous audit reports, and that there was a sound process in place for setting deadlines and milestones for future actions.

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

(ii) Minutes of the Meeting of 3 December 2015

The minutes of the meeting of 3 December 2015 were noted.

(iii) Health and Safety Quarterly Report

The quarterly report for the period October to December 2015 was noted.

16.13 Verbal update from Chair of the Learning and Teaching Committee from the meeting of 11 March 2016

Iain McIntosh reported on behalf of the Learning and Teaching Committee from the meeting of 11 March 2016.

The Committee had discussed the high level findings from the Education Scotland review, and the work that would be taken forward in response to the recommendations for future actions.

The Committee had received a presentation on the student survey (SOCE) which had again reported high levels of satisfaction. Improvements would be considered in any areas where satisfaction levels had decreased from previous years, or where concerns had been expressed.

It was noted that a national student survey would be undertaken shortly and different methods would be considered to ensure a high level of participation by students at the College.

The Chair expressed her thanks for the update.

16.14 Nominations Committee

(i) Update from Chair of the Nominations Committee from the meeting of 18 February 2016

The Chair reported on the last meeting of the Nominations Committee. Members had agreed to initiate a further round of recruitment for new Board members with the aim of recruiting two new members by the end of June. One of the vacancies would be targeted at people with high-level estates or facilities management experience.

The Committee had noted that there were two vacancies on the Finance and General Purposes Committee and this would need to be considered once the recruitment was complete. More wide-ranging changes to the current membership of Committees might be needed at that time.

The Committee had agreed to appoint Norman Ross to the Audit Committee, and to increase the size of the Committee to five with effect from the end of June, when Sue Cook could return to membership of the Committee. This would also increase the quorum to three.

(ii) Minutes of meeting of 8 December 2015

The minutes of the meeting of 8 December 2015 were noted.

16.15 Verbal Update from Chair of the Remuneration Committee from the meeting of 18 February 2016

The Vice-Chair and Chair of the Remuneration Committee reported on the meeting of 18 February 2016.

It was noted that this had been the first meeting for some considerable time and the Committee had agreed to schedule more regular slots with the next meeting arranged for September 2016.

It was also noted that the minutes of the meetings would be approved within a month (by email), under the terms of the revised Standing Orders.

The Committee had discussed the recommendation from the national management side that colleges award the 2015-16 pay offer, and agreed that this should be put to the Board for approval with the recommendation from the Committee that it be supported.

This had subsequently been done, and agreed in correspondence by the Board.

The Committee had considered the pay award for senior managers and agreed that it should match the final offer which had been made to support and lecturing staff, and that the pay award for the principal should also match this. The Committee had noted that this was within the budget envelope agreed by the Finance and General Purposes Committee.

The Chair expressed her thanks for the update.

16.16 Any Other Business

There were no other items of business.

West Lothian College

21 June 2016

16.17 Review of Meeting, Supporting Paper and Training Needs

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

16.18 Date of Next Meeting:

The next meeting would take place on Tuesday 21 June 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