

West Lothian College

8 March 2022

BOARD OF GOVERNORS

Minute of Meeting of the Board Governors held on **Tuesday 7 December 2021** at 4.30pm via Zoom.

Present: Alex Linkston (Chair)
Sue Cook
Frank Gribben
Jackie Galbraith (Principal & Chief Executive)
Richard Lockhart
Jeanette Dobson
Iain McIntosh
Colin Miller
Elaine Cook
Moira Niven
Neil Sinclair
Julia Simpson
Tom Bates
Sue Stahly
Seonaid Crosby

In Attendance : Simon Earp (Vice Principal, Performance and Improvement)
Sarah-Jane Linton (Vice Principal, Learning and Attainment)
Jennifer McLaren (Vice Principal, Finance & Corporate Services)
Lesley Aitkenhead (Board Governance Advisor)

1. Welcome and Apologies

The Chair welcomed everyone to the meeting and noted the change from face to face meeting to an online meeting due to changes in guidance. Apologies were noted from Lynne Hollis and Kirsti Clark. The Board wished Lynne a speedy recovery.

2. Declarations of Interest

There were no other declarations of interest.

3. Minute of Meeting of 21 September 2021

The Minute of the meeting of the Board of Governors of 21 September 2021 was approved as a correct record, with a small correction to the date on the first line.

4. Matters Arising from Minute

All matters arising were noted as duly completed or on track.

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5. Student Association Report

The Student Association President presented Paper 3 and advised that it had been discussed at the L&T Committee with no material changes to note. The Board commented on the quality of the report and positive work undertaken by the Student Association and the newly appointed Ambassadors, including School Clothing Bags and Foodbank Referrals.

The Student Association Chair acknowledged the support from the Student Association Development Officer, Micole Cochrane, and the enthusiasm and support received from the wider Student Association Team. The board noted the report and thanked the Student Association President.

6. Chief Executive's Report

The Principal presented Paper 4, highlighting the 3 award nominations for the College Development Network 2021 College Awards. The Principal commented on a new advert that has been filmed for the college and has received positive comments online and from the team working with the college.

The Principal also highlighted the positive results from student access results, compared across the sector. The college obtained the highest pass results at 81%, compared to larger colleges and this should be recognised as a significant achievement by staff and students.

The Principal commented on how difficult the 2020-21 AY had been for staff and students and advised the board that staff continue to deliver beyond expectations. The Principal advised that this year was even harder than last year, as there were a number of unknowns, including adapting to mixed methods of teaching and this was very challenging. The board acknowledged the challenges facing staff and asked the Principal to thank the staff on behalf of all the Board Members for their continued efforts during a difficult time.

Members noted the Chief Executive's Report.

7. Regional Chair's Feedback

The Chair updated the board on the work of Colleges Scotland and advised that an updated Statement of Ambition has been published Colleges Scotland and shared by the Education Minister. A copy will be shared with Board Members. Discussions are ongoing in terms of pay awards, with further meetings planned in the next week.

8. Strategic Risk Register

The Vice Chair introduced an open discussion on the Strategic Risk Register and advised that this was the first time the Strategic Risk Register was presented to the board in its entirety, for challenge and discussion. The previous approach was to split the risks across each of the Committees and Board. The change of approach was agreed by the Audit Committee on 2 December 2021 as a means of encouraging greater ownership and a more joined up discussion, with contributions from across all board members.

The board were advised that the approach would be monitored and feedback would be welcomed on whether it is useful or distracting to the board.

The Vice Chair asked each of the board members to review the risks and highlight any areas of challenge and comment. The main areas of feedback were around the level of detail captured in the mitigation column and whether the risk register should be an annual (short-term) assessment reflecting the year ahead or a more strategic risk register that should reflect the longer-term risks that are harder to quantify and mitigate. There was also some discussion on the risk tolerances and some changes were made to the scores. It was also noted that the Strategic Risk Register is a “live” document, and there needed to be some balance to the level of detail included, to ensure it does not become overly burdensome to maintain.

The following specific points were captured:

Risk 1.1 – Mitigation should be expanded to focus more on the levels of engagement with external stakeholders as part of the planning process, including outcome agreement planning, political engagement. Board members agreed that there was evidence the risk was being well managed, but this was not reflected in the controls/mitigation section of the risk register.

Risk 1.2 – Risk is both strategic and operational and should reflect the fact that the college may never be able to meet expectations of region, without more funding. This is a longer-term risk, as opposed to the risk of not meeting the current targets agreed for AY 21-22. The current risk should be updated to reflect the different tolerance, impact and mitigation of the strategic and operational risks. This could be captured as a separate mitigation column or a separate risk.

Risk 2.1 – Risk should be green, as board members comfortable that it is being managed well by the college, and have evidence of strong controls. Agreed that risk tolerance should be increased (12), to reflect the board’s appetite for managing COVID within guidelines, and likelihood on residual risk could potentially be lower (2), but consideration is required for the staff, given the previous comments by the Principal in relation to staff health and well-being, as COVID restrictions continue.

Risk 2.2 – Risk tolerance is too high, as there is a very low tolerance for failing to deliver quality training, which is reflected in the controls in place to manage. Risk tolerance should be reduced (8).

Mitigation should be expanded to include other key controls, including management setting high standards; quality assurance process and monitoring of standards; feedback processes in place; investment in technology and estates; resource management and evidence of consistency in approach to learning; management of underperformance.

Risk 2.3 – Impact should be reduced to 4 on residual risk to be consistent with inherent risk and likelihood should remain as 3. The risk should remain Amber, but reduced and within board tolerance. This is a key risk and should remain as an area of focus for the board.

Risk 2.4 – Board members agreed that the risk tolerance is very low for failing to meet the colleges values on diversity and equality and should be reduced from 8 to 6. The risk description should be updated to explicitly include staff, students and board. Although it is acknowledged that the college is successful in managing equality, diversity and inclusion for students, it has further work to do on staff and the board, and it was therefore agreed to leave the residual risk score at 8, with actions captured on work to improve diversity within staff and the board.

The Vice Chair asked if there were any additional risks that were missing in relation to Learning & Teaching and the committee commented on the levels of uncertainty in terms of SQA approach to assessments, and whether this would impact future strategies of the college.

The Vice Chair and many members of the board agreed that the detailed discussion on the Strategic Risk Register was useful, and highlighted some key changes. The discussion also highlighted some consistency across board members, which is positive and shows a common understanding on the risks. However, it was noted that the discussion took a considerable amount of time, and would be split into sections, with discussions at future board meetings focused on areas of the Strategic risk Register.

Action 1 BGA: Agenda for next Board Meeting to include section of the Strategic Risk Register.

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9. Annual Report and Financial Statement

VP, Finance & Corporate Services presented Paper 6 for approval. The paper was presented to the F&GP and Audit Committees for review and was recommended for approval. The committee noted approval with one small correction on page 22 of the report updated.

The board approved the report, which will be signed by the external auditors, Principal and Chair as the final Annual Report and Financial Statements.

10. Letter of Representation

VP, Finance & Corporate Services presented Paper 7 for approval. The paper was presented to the Audit Committees for review and was recommended for approval. The board approved the letter being signed by the chair of the board of governors on behalf of the board.

11. Financial Forecast Return

The Chair of the Finance & General Purpose Committee presented Paper 8 for approval. The paper was presented to the F&GP Committee for review and was recommended for approval.

The board approved the report.

12. Outcome Agreement 2021-22

The Chair of the Learning & Teaching Committee presented Paper 9 for approval. The paper was presented to the L&T for review and was recommended for approval.

The board approved the report.

The board also took the time to thank the Finance Team for the considerable effort in preparing a high volume of reports and accounts, and the wider Executive Team for their efforts in delivering positive financial results.

Committee Business

13. Learning and Teaching Committee: Update from Chair of the Learning and Teaching Committee from 24 November 2021

The Chair of the Learning & Teaching Committee advised that all the key matters have been covered in the board meeting and no further update was required. Overall the L&T Committee was very positive, celebrating the success of the college.

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14. Finance and General Purposes Committee: Update from the Chair of the Finance & General Purpose Committee from 25 November 2021.

The Chair of the Finance & General Purpose Committee advised that all of the key matters were covered in the board meeting and no further update was required.

15. Audit Committee: Update from the Chair of the Audit Committee from 2 December 2021

The Chair of the Audit Committee advised that all of the key matters were covered in the board meeting and no further update was required. A small point was noted on the Audit Committee Annual Report to the Board in relation to co-opted member, and it was noted that this has been updated in the final version.

16. Chairs Committee: Update from Chair of Chairs Committee from 7 December 2021

The Chair advised that this was the first meeting of the new Chairs Committee, jointly chaired by the Chair and Vice-Chair. The board noted the Board Development Plan and Register of Interests, and board members were asked to raise any comments or changes to either document, as key governance requirements.

An action in relation to access to training was raised and board members were advised that access will be given to new PREVENT training material, and Equality, Diversity and Inclusion Training Material on MOODLE, for access to members who wish to complete as part of their individual development plan.

Action 2 BGA: To share information on use of MOODLE, with access to key training modules for all Board Members.

17. AOB

The Chair advised that this was the last meeting for Staff Member Julia Simpson, who was standing down due to other commitments, and thanked her for her contribution to the F&GP, Audit Committee and Board.

18. Review of Meeting, Supporting Papers, Development Needs

The Board of Governors were comfortable with the meeting and supporting papers presented.

19. Date of Next Meeting

8 March 2022 at 4.30pm at the college, pending confirmation of Scottish Government guidelines.