

## **BOARD OF GOVERNORS MEETING**

### **Minutes of Meeting 17 September 2024**

#### **Present:**

Sue Cook (Chair of the Board of Governors)  
Tony Sharkey (Vice Chair of the Board of Governors)  
Sue Stahly (Non-executive Member and Senior Independent Member)  
Moira Niven (Chair, Finance and General Purposes Committee)  
Elaine Cook (Non-executive Member) (Online attendance)  
Abel Aboh (Non-executive Member)  
Aruna Lopez (Non-executive Member)  
Michael Greenhalgh (Non-executive Member)  
Gavin Hamilton (Non-executive Member)  
Rehela Hussain (Non-executive Member)  
Jackie Galbraith (Principal and Chief Executive)  
Lesley McGiffen (Non-executive member)  
Kevin Hentges (Non-executive member, co-opted)  
Shelagh Fraser (Support Staff Member)  
Laura Murray (Teaching Staff Member)  
Brian Smillie (Unison Trade Union Member)  
Chris Wood (EIS Trade Union Member)  
Joanna Trybura (Student President)  
CJ Airlie (Student President)

#### **In Attendance:**

Simon Earp (Vice Principal, People, Performance and Improvement)  
Hazel Brady (Vice Principal, Learning and Attainment)  
Jennifer McLaren (Vice Principal, Finance and Estates)  
Jenny Stalker (Board Secretary and Governance Advisor)

### **1 Committee Administration**

#### **1.1 Welcome and Apologies**

The Chair welcomed everyone to the meeting. A warm welcome was extended to Lesley McGiffen and Kevin Hentges who were attending their first official meeting.

Apologies were noted from Tom Bates, Chair of Learning and Teaching Committee and Seonaid Crosby, Chair of Audit Committee.

## 1.2 Board Discussion

### Items for future presentations

The Chair indicated that it would be beneficial to include a presentation, on a topic of relevance and interest to members, at future board meetings. Members discussed potential items including artificial intelligence and inputs from external partners such as Colleges Scotland.

Members were asked to submit items of interest to the Board Secretary and Governance Advisor.

It was noted the substantive item for this meeting is the risk register and that this is included in the meeting agenda.

## 1.3 Declarations of Conflicts of Interest

There were no declarations of conflicts of interest that were in conflict with any items under discussion during the meeting.

## 1.4 Minutes of the Previous Meeting of 18 June 2024

The minutes of the meeting of 18 June 2024 were approved as a correct record.

## 1.5 Matters Arising from the Meeting of 18 June 2024

**Action 1** is completed. An update is included in the FFR agenda item.

**Action 2** is completed.

## 2 Regular Reporting

### 2.1 Student Association Report

The Student Association Presidents gave an update on key pieces of work completed to date.

The Board noted that general feedback on student induction has been positive with students reporting they prefer the more informal approach to induction.

The Board heard that 167 students have already visited the Student Association for advice and support. The Student Association has received applications from 46 students for ambassador roles and 7 applications for three executive officer roles. Elections will run until 30 September to elect students to posts. The Board was pleased to note the number and range of students who have applied to be considered for these posts.

The Board noted the Student Association is looking to build communications with students and have now launched social media on TikTok and Instagram. Board members are invited to follow the Student Association's progress. A weekly student newsletter is promoted to students.

The Board advised the Student Association to check that policies are properly updated to reflect the use of social media.

The Student Association strategic plan is currently being worked on and will be presented to the board meeting of 3 December 2024.

The Board thanked the Student Association Presidents for their input and congratulated the Student Association on the amazing work done to date. The Chair of Finance and General Purposes Committee noted that both Presidents had attended a briefing session on the work of the Finance and General Purposes Committee which had given her a terrific insight into the work of the Student Association and the confidence and enthusiasm of the new Presidents.

## 2.2 Chief Executive Report

The Principal highlighted the appointment of an interim Colleges Scotland Chief Executive as the current Chief Executive, Shona Struthers, is retiring.

The future role of Colleges Scotland is being examined and the interim Chief Executive will be working with colleges to explore what that role should be. The Principal suggested it might be beneficial to invite Colleges Scotland to speak to a future board meeting to inform future developments.

The Board was delighted to hear that all student success rates are set to improve this year, despite the disruption of industrial action. It was noted that these are the best results for the college to date. The Board requested that staff teams be informed of the Board's thanks and congratulations.

The Principal noted the Chamber of Commerce is meeting in the college this evening. Members were invited to attend after the meeting.

The Board noted that visits are being planned from Alasdair Allan, Acting Minister for Climate Action and Shirley-Anne Somerville, Minister for Social Justice to learn about the decarbonisation work carried out to Buildings No 3 and 4 and our work on student poverty.

Initial feedback on decarbonisation work from lecturers has been positive and students will be consulted for feedback over the winter when change is more likely to be noticeable.

The Board noted that students in the most deprived categories in this college perform better than in other colleges and that the Principal has been invited to participate in a ministerial roundtable event to discuss this.

The Board also noted the college is shortlisted in six categories at the forthcoming College Development Network awards.

The Board requested all of our awards are posted on the college website to promote the college's success.

**Action 1: Vice Principal, People, Performance and Improvement**  
To arrange to post all awards on the college website.

### 2.3 Regional Chair's Feedback

The Chair noted that all committees had participated in the board governance training events presented by Gordon Hunt from College Development Network. The training has been well received by newer and longer serving members who found the training very useful.

The Chair noted that one to one meetings with members have raised a concern about the volume of papers presented to committee and board meetings. Members agreed that papers currently presented are of high quality but that perhaps some papers are no longer required or could be more succinct. It has been agreed that the Vice-Chair of the Board and the Board Secretary will undertake a review of papers and feed back to the Board.

It was suggested the work of the Board could be enhanced if all board members used a West Lothian College email address and members were able to utilise Moodle more effectively. Members agreed to use a college email address when provided.

**Action 2: Board Secretary and Governance Advisor**  
To submit member email addresses to Digital Infrastructure Team to generate college email addresses.

The Chair asked members to submit thoughts or ideas on improving papers to the Vice-Chair of the Board.

**Action 3: All Board Members**

Submit feedback on papers to the Vice-Chair of the Board of Governors

Members noted the Chair and the Principal had participated in a review of College Employers Scotland.

The Chair informed the board that she would like to introduce a regular coffee morning to provide informal opportunities to build the board as a team and increase board visibility on campus. The first coffee morning will be held on 1 November 2024 and members are invited to come along, meet with fellow board members and talk to staff.

Members noted the Board of Governors meeting on 3 December 2024 will include time for photographs to be taken to update the college website and that the meeting will be followed by a dinner in the Terrace Restaurant.

The Chair confirmed a workshop will be held to review the Strategic Risk Register and that all members are invited to share thoughts on this work. An update from the workshop will be given to the next meeting in December.

#### **2.4 Board Development Plan quarterly update September 2024**

The board approved the live document.

#### **2.5 Strategic Risk Register 2024-25**

The strategic risk register was introduced by the Vice Principal, Finance and Estates.

The Vice Principal, Finance and Estates referred to the strategic risk workshop carried out by Azets Internal Auditors in May 2024.

There was a detailed discussion around the table on the current risk register template and improvements that might be made to the template and the process of reporting. It was noted that members find tolerance difficult to understand and find the register lacks clarity. There was also a discussion on whether the register should be a new register at the start of each academic year or an ongoing register and whether a RAG rating approach would be an improvement on the heat map.

The risk register workshop already highlighted by the Chair will take these points for discussion and may potentially change the structure of the register.

It was suggested the board should participate in a risk workshop more than once per year and that this might be included in the Board Strategy day agenda for January 2025.

It was agreed that, going forward, part of the board meeting should be allocated to a review of the risk register.

**Action 4: Board Secretary and Governance Advisor**

To arrange a risk workshop to progress the action from the Audit Committee meeting of 3 September 2024.

**3 Matters for Approval**

**3.1 Financial Forecast Return (FFR)**

The Vice Principal, Finance and Estates referred to the additional table showing the FFR in management accounts format.

The Board noted that the FFR had been extensively discussed at the Finance and General Purposes Committee. The board noted that actions have been agreed by the Executive Leadership Team which will seek to achieve trading surpluses in 2024-25 and 2025-26 and improve the college's cash position. It was noted that the college continues to exceed its credit target.

The board noted the Finance and General Purposes Committee had approved the FFR presented for recommendation to the Board of Governors. The board noted the college has been proactive in its approach and that, further to discussion at the Finance and General Purposes Committee, a worst-case scenario version of the FFR has been prepared.

The October 2024 management accounts will reflect actions agreed and being taken forward during 2024-25.

The board approved the FFR presented as recommended by the Finance and General Purposes Committee.

**3.2 Revised Committee Remits 2024-25**

The revised committee remits were approved, with the caveat that the Audit Committee remit may require further amendment after the risk register workshop has taken place.

**3.3 Board Attendance 2023-24**

Members were asked to check the attendance record for 2024-25 and flag any errors to the Board Secretary and Governance Advisor.

The Chair requested the addition of a column to record the number of meetings attended and whether attendance was in person or online.

**Action 5: Board Secretary and Governance Advisor**

To review attendance recording for 2024-25.

**4 Committee Matters**

**4.1 Learning and Teaching Committee Update**

Members noted the very positive report from the Education Scotland Annual Engagement visit and noted the credit update, showing the college has again exceeded the credit target.

It was suggested the curriculum planning process should be an item for discussion by the full board and could be a future board meeting agenda item.

The board noted that Mitsubishi will be reducing their workforce by 400 and there might be an impact on the apprenticeship programme.

**4.2 Finance and General Purposes Committee Update**

The board noted the detailed discussion on the Financial Forecast Return.

The board complemented the college on the net zero projects, noting the good job done within available resources.

Members noted the Infrastructure Report, particularly the project to improve the motor vehicle area which is due to be completed on target. Deferral of the professional cookery refurbishment was noted but that planning will still continue to implement the refurbishment project as soon as finances allow.

The board heard that the alternative income report may be of interest to the full board. The work of the Digital Infrastructure and Student Funds Teams were also highlighted at the committee meeting.

**4.3 Audit Committee Update**

The board noted the Audit Committee had found the Board Governance Training very useful.

The board heard the Audit Committee has expressed an interest in learning more about the use of Artificial Intelligence in the college and suggested this might be a presentation topic for a future board meeting.

The board noted the discussion on the risk register that had taken place at the committee meeting and that this action would be progressed through the risk workshop.

The board heard the committee had noted the excellent work done on health and safety and on wellbeing and mental health by a very small team.

**(i) Health and Safety Annual Report**

The board noted the annual report.

**4.4 Chairs Committee Update**

The Chair reported the committee had discussed the recruitment plan to fill the forthcoming vacancy and highlighted potential changes to the structure of committees from March 2025.

The Chair noted we will need to recruit a vice-chair for Audit Committee and a new Senior Independent Member and asked members to submit notes of interest for both roles when these roles are circulated.

**Action 6: Board Secretary and Governance Advisor**

To request notes of interest from board members for the role of Vice Chair, Audit Committee and Senior Independent Member.

**5 Any Other Business**

There was no other business.

**6 Date of Next Meeting**

The date of the next meeting is Tuesday 3 December 2024 commencing at 16.30 pm in rooms G10/G12, No 5 on the Square. The meeting will be followed by a dinner in the Terrace Restaurant.

**Note:** There were no matters discussed during the meeting, during which Members declared any conflict of interest, or the Board Secretary and Governance Advisor



**Action: To Approve**

Agenda Item: 1.3

**West Lothian College**

Paper 1

3 December 2024

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was aware from the Register of Interests that discussion could give rise to such a conflict.

Signed: .....

Chair of the Board of Governors

Date: .....