

**Minutes of the meeting of the Board of Directors held on
Thursday 13 June 2024 on campus**

Present:

Gary Husband	Chair, Board of Directors
David Hamer	Member, Board of Directors
Margaret McLean	Member, Board of Directors
Dorothy Welch	Member, Board of Directors
Stuart Moir	Member, Board of Directors
Gill Hogg	Member, Board of Directors
James Kernaghan	Student Member, Board of Directors
Lauren Smith	Student Member, Board of Directors
Alyson Tobin	Member, Board of Directors
Roddy Henry	Principal

In attendance:

Kirsty Adamson	Depute Principal
Mary Slater	Director of Business Development and Operations
Ingrid Earp	Board Secretary

Apologies:

Aislinn Wood, Katie Baumann, Denise McNulty, Jane Grant, Simon Hault and Colin Pritchard.

Agenda item	
Part A – Opening Business	
1.	<p>Welcome, Apologies and Declaration of Interests</p> <p>The Chair welcomed everyone to the meeting and noted apologies as above. There were no declaration of interests.</p>
2.	<p>Minutes of the previous meeting (paper 1) and Action and Decision (A&D) Log (paper 1a)</p> <p>The minutes of the previous meeting on 21 March were accepted as an accurate record other than an update to the decision note BoD03:B7 to read Board agreed in principle to continue to explore having trade union Board Members and monitor how this progresses in other colleges.</p> <p>The updates to the Action Log were noted accordingly.</p>
3.	<p>Matters Arising</p> <p>Members asked about the impact of the ongoing ASoS and if there would be any students affected by the non-submission of results by teaching staff. The Principal replied that he was hopeful there would be no students affected as a result of this saying the College is at a position where the teaching staff are committed to there being no negative impact on students.</p>

Part B – Items for Approval

4.	<p>Budget 2024/25 and Financial Forecast Review (FFR) (Paper 2)</p> <p>A surplus of nearly £5k is forecast for the year ending July 2025. These figures are based on assumptions given from SFC. Some income targets have been increased and these are viewed as achievable. Non-core funding has been growing and this is especially important in the light of the flat cash award from SFC for core grant funding. Members asked what the biggest threat to the very small surplus would be and were informed that there are sensitivities across all income streams for the College.</p> <p>The vacancy for the Business Development Manager post was noted and the Principal was asked if this would have a significant impact. Board were informed that the absence of someone in this post did slow down activity and progress, however, recruitment is underway.</p> <p>The cash balance is approximately £400k with £150k of that subject to a potential clawback by SFC, despite this it is a healthy amount.</p> <p>Action BoD04:B4 Director of Operations to update figures and narrative for completion of the submission to SFC by extended deadline of 12 July, and circulate to Board for final approval prior to that.</p>
5.	<p>Student Representative Council (SRC) Annual Review (Verbal)</p> <p>There has been widespread participation in the SRC this year with the year proving to be challenging for some students but the SRC able to provide advice and reassurance. The Student President said that the College is a fantastic place which gives everyone the opportunity to participate and encourages everyone to strive to do better.</p> <p>The Board thanked the two student Members for all their efforts and contributions over the year and wished them well for the future.</p> <p>Elections for new student Members will take place at the start of the new academic year.</p>
6.	<p>Strategic Objectives – priorities and KPIs for 2023-24 (Paper 3)</p> <p>The Principal talked through progress against the strategic objective priorities and KPIs for the year about to end. The staff survey is almost ready to be sent out and the draft survey has been shared with Finance and Resources Committee.</p> <p>A Member asked about the figure of 82% of students declaring a disability and was the declaration a self-declaration. A number are self-declared with the number of those declaring a mental health or neuro-diverse disability increasing significantly over the last year or so.</p> <p>The Board commended the figures overall given the various challenges the year has presented.</p>
7.	<p>Strategic Priorities 2024/25 (Paper 4)</p> <p>These are all interdependent and come from the strategic plan. Those proposed to Board for approval for 2024/25 are:</p> <p>Curriculum</p> <ul style="list-style-type: none">• Provide and excellent experience for our learners, evidenced by high retention and attainment.

	<ul style="list-style-type: none"> Grow our curriculum offer to increase access and progression opportunities. <p>Commercial:</p> <ul style="list-style-type: none"> Focus on activities with best return on investment and closest alignment to our purpose and vision. Invest in our accommodation and quality of service. Seek non-recurrent grant funded work that aligns to our purpose and vision. <p>Community and Culture</p> <ul style="list-style-type: none"> Ensure a vibrant, forward-looking community of learners, visitors and staff. Invest in our staff to build a culture of creativity, empowerment and accountability. <p>A question was asked about non-recurrent grant funding and whether it offered the best potential return given the significant inputs before funding is even awarded (if the bid is successful). Members were told that there has been significant learning from previous bids in this area that should increase success rates in the future.</p> <p>Decision: BoD04:B7 The Board approved the strategic priorities for 2024/25.</p>
8.	<p>Review of Scheme of Delegation (Paper 5)</p> <p>The Board Secretary has undertaken a review of the Scheme of Delegation which was last reviewed in 2022. There are no significant changes recommended other than changes in section/paragraph numbers referred to from the Code of Good Governance which has been updated since the Scheme of Delegation.</p> <p>Decision BoD04:B8 the Board approved the Scheme of Delegation as proposed.</p>
9.	<p>Terms of Reference (Paper 6)</p> <p>Committee Terms of Reference (ToR) were reviewed significantly in June 2023 but in line with good governance guidance each Committee reviewed their ToR at their most recent meeting. Each Committee agreed to the change regarding quorum to be amended to the meeting being quorate when there are 50% of Members present, the majority of which should be independent.</p> <p>Decision B0D04:B9 the Board approved the amendments to the ToR for 2024/25.</p>
Part C – For Discussion	
10.	<p>Forecast 2023/24 Outturn (Paper 7)</p> <p>At present the forecast is for a £25.5k credit balance at the year end. It was noted that there will be more potential adjustments with the pay award, pension evaluations and accruals to be completed. £99k has been accrued for the pay award which will be backdated to September 2022 for all staff when it is finally agreed. There were also some staff due back pay outwith the current pay award. Members noted that without this exceptional item the year end figure would be even more positive.</p> <p>A Member asked about the profit on activities such as the Wisconsin contract as opposed to gross income. The Director of Operations replied that this piece of work is a high priority for the coming year.</p> <p>Congratulations were extended to all staff on the excellent performance of the College this year in particular with developing non-core funding.</p>

	<p>The Board were happy to note the forecast year end position.</p>
11.	<p>Curriculum Report (Paper 8)</p> <p>The Depute Director reported a 77.4% success rate for the College against a sector average of 63.6% which the College is pleased with for 2023/24. Figures for the year about to end may not be as high for a number of reasons including students with significant challenges, strike action and staff absences. A Member noted the lower score from a group of eight HNC students. Board was assured that this had been thoroughly reviewed and a number of reasons identified for this, a number of which were one off incidents. The Principal said he was satisfied that everything had been done that could have been with reference to this feedback.</p> <p>Education Scotland visited the previous week and had no main points for action with one minor one being that the College should aim to build on the digital skills of both staff and students.</p> <p>An external verification visit had been held earlier in the day with three examples of good practice highlighted and an overall excellent report.</p> <p>The Board congratulated everyone on the great results and noted the amount of work that had gone into achieving this.</p>
12.	<p>Curriculum Review (Paper 9)</p> <p>This has been discussed at length in the Learning and Teaching Committee. The next steps will be to write an action plan including the enhancement plan. Student centred learning is part of the vision for the curriculum review alongside improving efficiency and effectiveness.</p> <p>Board noted the review and proposed actions and were pleased to see the ethos of the College running through the paper.</p>
13.	<p>Director of Operations Report (Paper 10)</p> <p>Much of the Director's report had been covered elsewhere in the meeting, however it was noted that recruitment of the new Business Development Manager is underway and all Board Members were asked to share the link across their networks if possible. Tours of Newbattle are starting up again too.</p> <p>The EIS-FELA LRPA has seen some slight movement forward with the main sticking point now being a route to Board for dispute resolution.</p> <p>The Board thanked the Director for her report and noted the contents.</p>
14.	<p>Risk Register Update (Paper 11)</p> <p>The Principal talked through the update drawing the attention of the Board to the reduction in risk around organisational culture with the acceptance of the pay award for support staff helping this greatly.</p> <p>A Member commented that they felt the potential impact of the risk related to the failure to maintain high quality student experience and student outcomes was on the low side. The Principal offered to revise the score and this was agreed.</p> <p>Action BoD04: C14 Principal to revise the score of risk four in the Register.</p>

<p>15.</p>	<p>Board Self-Evaluation Questionnaire (Paper 12) Following implementation of the questionnaire last year it was noted that some of the statements do not relate particularly well to the College's unique position.</p> <p>Action BoD04:C15 Chair and Board Secretary to revise as appropriate.</p>
<p>16.</p>	<p>Chair's Report (Verbal) <i>Trustees</i> - The Chair reported that he and the Principal had attended the most recent Trustee's meeting, a request had been made to put papers forward for the agenda and attend the majority of the meeting. Some progress had been made with the Chair and Principal stating that having a different way of working, more open and with a free level of communication between the two Boards would be welcome. Essentially both Board should be working towards the same, or very similar, goals. Trustees have been invited to visit the College and in August their next Board Meeting will be held in the College.</p> <p>Action BoD04:C16 Board Secretary to circulate summary of the position of the Trustees.</p> <p><i>Board Member Recruitment</i> – Despite recent recruitment we still have two vacancies for independent Board Members and another round of recruitment will be carried out in August.</p> <p><i>Appointment of Senior Independent Member (SIM)</i> – as Gill Hogg shortly steps down after serving a full eight years on the Board a new SIM is required to be appointed. The Chair approached Margaret McLean to be SIM and is delighted to say that she has agreed to undertake this role.</p> <p><i>Appointment of Vice Chair</i> – with the appointment of the previous Vice Chair to Chair of the Board this role is currently vacant. The Chair was pleased to announce that Andy McGoff had agreed to take over the role of Vice Chair with immediate effect.</p> <p><i>Departure of Gill Hogg from the Board</i> – after serving a full term of office Gill is stepping down from the Board this month. Thanks were extended to Gill for all the work she has done for the College Board and all the contributions she has made. Best wishes were extended to Gill for the future.</p>
<p>17.</p>	<p>Principal's Report (Paper 13) With this being the last Board Meeting of the academic year the Principal sent his congratulations to all students for the hard work and effort they have put in and said that he was very much looking forward to the Awards Ceremony. He also thanked all staff for their continuing hard work which is undoubtedly an enormous contributing factor to the success of the College, the senior team were also thanked for their commitment and dedication to the College. The Chair of the Board echoed these comments and extended thanks to everyone from the Board.</p>
<p>Part D – For Information</p>	
<p>18.</p>	<p>Approved Committee Minutes (Paper 14) Board noted the minutes.</p>

19.	Any other business There were no other items of business.
20.	Date of next meeting Thursday 10 October 2024 on campus. Light buffet available from 4.00pm