

**Minute of the Board of Management Meeting
Held on Thursday 10 December 2020
By virtual attendance via Zoom**

Present: Willie Mackie (Chair)
Elaine Anderson
Beth Clelland
Scott Cooley
Steven Fegan
Steve Graham
Lauren Howieson
Mary McClung
Fiona McQueen
Janette Moore
Hazel Murphy
Steven Oliver
Sathish Srinivasan
Mike Stewart
Alison Sutherland
Carol Turnbull
Steven Wallace
Matthew Wilson

In attendance: Brendan Ferguson (Board Secretary)
Yvonne Melvin (Board Administrative Officer)
Michael Breen (Vice Principal – Finance)
Anne Campbell (Vice Principal – Curriculum)
Jane McKie (Vice Principal – People)
James Thomson (Director and Finance, Student Funding and Estates)
Candy Munro (External Auditor) - *observer*

1 Welcome and Declarations of Interest

The Chair welcomed everyone to the meeting and introduced Candy Munro, advising that she would be observing the Board meeting as part of the Externally Facilitated Board Effectiveness Review.

There were no declarations of interest.

2 Apologies

There were no apologies.

3 Minutes of the Previous Meeting held on 24 September 2020 (Paper 1) (P)

The minutes of the meeting held on 24 September 2020 were approved as a correct record.

Proposed: M Stewart; **Seconded:** E Anderson

Board of Management Action Tracker (Paper 1A) (P)

There were no outstanding actions to discuss.

4 Matters Arising

There were no matters arising.

5 Student Association Report (*Paper 3*) (*P*)

L Howieson took members through the Student Association Report, highlighting various aspects of the report to the Board. It was noted that the Student Ambassadors model of feedback would be rolled out for the second year and that Ambassadors would be undertaking training to conduct focus groups using Microsoft Teams. It was also noted that the Student Association would be recording a new video for social media to update students on COVID awareness and staying safe on campus in line with the updated Scottish Government guidelines.

L Howieson also highlighted the future activity planned for the Student Association, particularly the introduction of a number of virtual clubs and societies for students to take part in. S Oliver noted that the introduction of an E-Gaming club had gained particularly high interest and member numbers were increasing.

The Report was discussed further and a number of questions were given satisfactory responses. In response to a query, L Howieson advised members that the wearing of face coverings on campus had been accepted and adhered to by students, with no issues to report.

The Board noted and welcomed the above Report.

6 Chair's Report

The Chair reported on the following matters that had occurred since the previous meeting of the Board:

- The restrictions imposed as a result of COVID-19 had impacted this year's Graduation ceremonies, but they had proceeded virtually. The Chair congratulated the Marketing Department on their hard work in producing the inspiring videos and on making this year's virtual Graduation a huge success.
- The CDN Virtual College Awards 2020 took place on Thursday 3 December. The Chair congratulated the College on their success in two categories, the Innovation Award and Judges' Award 2020, and on being highly commended in the Employer Connections Award. This was a great achievement for the College.
- The recruitment process for a new Board Secretary was underway and the Chair advised that two candidates had been shortlisted and would be interviewed soon.
- The Chair was pleased to report that he was invited to and had attended the official signing of the Ayrshire Growth Deal, which took place virtually on Thursday 19 November. The Ayrshire Growth Deal is considered a huge economic development opportunity for Ayrshire, and one which Ayrshire College fully supports and is engaged with.

- The Chair also commended the work of the Principal and the Executive Leadership Team on their ongoing efforts to ensure that the impact of the restrictions imposed by COVID-19 on the student experience was kept to a minimum.

7 Board Responsibilities and Standing Orders – Update V9 (Paper 4) (P)

The Chair introduced Paper 4 and the Board Secretary took members through the paper, reminding members that a revision was approved as V8 of the Board Responsibilities and Standing Orders at the previous Board meeting in September 2020. While it was unusual to bring revisions of the Board Responsibilities and Standing Orders to successive meetings, it had been noted following the approval of V8 that an omission existed in relation to the requirements for the confidentiality of business. Accordingly, Section 2.17, Confidentiality of Information, had been revised to explicitly outline the expectation of confidentiality of all Board and committee business on the part of Observers and Co-optees attending Board and committee meetings. In addition, where Observers and Co-optees were not already covered by a confidentiality requirement by virtue of their employment or other arrangement, they be asked to sign an undertaking to that effect before attending any Board or Committee meeting.

The Board Secretary also informed the Board that the opportunity had been taken to undertake a number of editorial revisions to the document

The Board noted and approved V9 of the Board Responsibilities and Standing Orders.

8 Statutory Financial Statements 2019-20

The Chair reminded members of the importance of the Statutory Financial Statements as the College's final accounts for academic year 2019-20 and provided some additional background information for the new Board members present. The Chair advised that H Murphy, in her capacity as Chair of the Audit and Risk Committee, would introduce those items below considered and recommended to the Board for approval by the Audit and Risk Committee.

The Chair further noted that all Papers contained within the 2019-20 Statutory Financial Statements had been presented to, agreed and recommended for approval by the Business Resource and Infrastructure Committee (BRIC) and Audit and Risk Committee respectively.

Board of Management Report and Financial Statements 2019-20 (Paper 5.1) (P)

H Murphy introduced Paper 5.1. The main Financial Statements comprising the Statement of Comprehensive Income, Statement on Changes in Reserves, Balance and Cash Flow Statement, including detailed notes, were set out in Paper 5.1 from Page 40 onwards and were considered and approved by BRIC on 17 November 2020. The Board of Management Report and Financial Statements were considered and approved by the Audit and Risk Committee on 24 November 2020 and were recommended for approval by the Board.

Further discussions took place during which and number of questions were asked and given satisfactory responses.

Annual Report to the Board of Management and Auditor General (Paper 5.2) (P)

H Murphy introduced Paper 5.2, stating that the Report had been considered by the Audit and Risk Committee on 24 November 2020 and had been recommended to the Board for approval.

The Board welcomed the statements contained within the Annual Report to the Board and Auditor General and prepared by external auditors, Mazars. The Board was pleased to note the unqualified opinions provided by the auditors.

Letter of Representation (Paper 5.3) (P)

H Murphy introduced Paper 5.3 and confirmed that the Audit and Risk Committee had recommended the Letter of Representation to the Board for approval.

BDO Internal Audit Annual Report 2019-20 (Paper 5.4) (P)

H Murphy introduced Paper 5.4 and confirmed that the Report had been considered and approved by the Audit and Risk Committee on 24 November 2020 and had been recommended to the Board for approval. The Board noted and welcomed the Internal Audit Annual Report.

2019-20 Audit Committee Annual Report (Paper 5.5) (P)

H Murphy introduced Paper 5.5, stating that this Report was a summary of the Audit Committee's activities during 2019-20 and included the audit activity presented in the previous papers in which the opinions of both the external and internal Auditors were captured. H Murphy confirmed that the Report had been approved by the Audit Committee at its meeting on 24 November 2020. The Board noted and welcomed the Audit Committee Annual Report.

The Board approved the above Statutory Financial Statements, being Papers 5.1 to 5.5 inclusive, and for signature as appropriate.

9 2019-20 Health, Safety and Wellbeing Annual Report (Paper 6) (P)

S Wallace, in his capacity as Chair of BRIC, introduced Paper 6 and advised members the Paper had been subject to a robust discussion and was well received by the Committee at their meeting in November. It was noted that reportable incidents, benchmarking and the work undertaken to minimise the impact of COVID-19 had been discussed in detail. S Wallace confirmed that the Paper had subsequently been approved by BRIC and commended to the Board for approval.

The 2019-20 Health, Safety and Wellbeing Annual Report was approved by the Board.

10 Annual Procurement Report (Paper 7) (P)

S Wallace, in his capacity as Chair of BRIC, introduced Paper 7, advising members that the Paper had been discussed by the Committee at their meeting in November. S Wallace confirmed that the Paper had subsequently been approved by BRIC and had been commended to the Board for approval.

The Annual Procurement Report was approved by the Board.

11 Extension to Strategic Plan 2017-20 (Paper 17) (P)

C Turnbull introduced Paper 17, advising that the Ayrshire College Strategic Plan 2017-20 was due to come to a finish at the end of July 2020. The Board was reminded that the approach to the new Statement of Ambition had started in January 2020 with a series of interactive workshops with staff, students and stakeholders across all campuses and that a workshop was also held with the Board of Management on 30 January 2020 as part of a Board Development Session. It was originally intended that a draft Statement of Ambition would be developed, based on the feedback received from these workshops, for further consultation and refinement during the period March-May 2020, with final approval being sought from the Board at their meeting in June 2020.

However, as members were aware, the impact of COVID-19 on the local, national and global economy, as well as the potential impact of Brexit and the Ayrshire Growth Deal, would directly affect the College's strategic priorities in terms of supporting the local economy. It was also noted that potential implications from a recently commissioned Scottish Government review of Further and Higher Education, as well as the introduction of a new Outcome and Impact Framework by the Scottish Funding Council, would all help shape the College's Statement of Ambition.

It was, therefore, proposed that in the current and unsettled climate, the College's current Strategic Plan be extended until July 2021. It was noted that the extension, if approved, would provide the Board of Management and the Senior Leadership Team with the opportunity to consider emerging priorities and key strategic objectives in line with the College's key strategic partners, and would also provide the Board and SLT with an opportunity for a development day in April 2021 when key partners would be invited to contribute and assist in shaping the Statement of Ambition from August 2021 onwards.

The Board discussed the proposal in further detail and a number of questions were raised and given satisfactory responses. In response to a query from the Vice Chair, C Turnbull assured the Board that the College continued to be fully engaged with stakeholders and with the Ayrshire Growth Deal.

The proposed extension of the Strategic Plan 2017-20 to July 2021 was approved by the Board.

12 Covid-19 Update (Verbal) (P)

C Turnbull provided a verbal update, advising that a briefing paper was issued to all key stakeholders and Board members on 23 November 2020. The Board was pleased to note that no on campus transfer of COVID-19 had been identified so far thanks to the robust measures in place to minimise the risk of

transmission. C Turnbull assured the Board that the College continued to provide a strong support service to students and that the quality of learning remained very high.

The Board was advised that the Return to Campus Operations Steering Group had agreed, on the basis of current circumstances remaining the same, the arrangements for the Christmas holiday period. It was noted that face to face learning would cease on Friday 18 December 2020 but that learning and teaching support would continue until Wednesday 23 December, when the College would close for the holiday period. C Turnbull also advised that students and staff would return as planned following the Christmas period, subject to the Scottish Government Tier restrictions at that time. The Return to Campus Operations Steering Group also agreed that remote learning would continue on Thursday 7 and Friday 8 January 2021 and that face to face teaching would resume week commencing Monday 11 January. It was noted that a meeting of the Return to Campus Operations Steering Group was scheduled for Thursday 7 January to discuss and review arrangements.

Further discussions took place during which questions were asked and satisfactory responses provided. In response to one query, confirmation was provided that a robust evaluation on the quality of staff learning and teaching had been undertaken, with a focus on what was working well and the challenges experienced in the new blended learning approach. C Turnbull confirmed that this approach also extended to support staff services and their innovative approach to remote working.

The Board thanked C Turnbull for the informative update and commended the College's approach to blended learning, and the innovation displayed by staff in this new approach to service delivery in a very dynamic and complex situation.

13 National Bargaining Update (Verbal) (R)

C Turnbull provided a verbal update. The Board was advised that a 2% pay award for Lecturing and Support Staff had been proposed. It was noted that the proposed pay award had been agreed with EIS-FELA, but that discussions with the support staff trade unions was ongoing.

The Board noted the verbal update and looked forward to receiving further updates in due course.

14 Committee Chairs' Reports (Verbal) (P)

The Committee Chairs provided verbal reports on the matters considered by the Committees since the last meeting of the Board, and not already dealt with under the agenda for this meeting. The agenda and papers would be published on the website and the confirmed minutes of these meetings would be received by the Board at its next meeting.

The Chairs reports were noted by the Board.

15 Confirmed Standing Committee Minutes.

The following confirmed Standing Committee Minutes were received by the Board.

- **Learning and Teaching Committee 3 September 2020** (*Paper 10.1*) (P)
- **Business, Resources & Infrastructure Committee 8 September 2020** (*Paper 10.2*) (P)
- **Audit and Risk Committee 15 September 2020** (*Paper 10.3*) (P)
- **Extraordinary Business, Resources & Infrastructure Committee 24 September 2020** (*Paper 10.4*) (R)

Received for Information

16 SFC Guidance for Interim Outcome Agreements for Colleges and Universities AY 2020-21 (*Paper 11*) (P)

17 Date of Next Meeting: Thursday 25 March 2021

P - Papers will be published on the College Website

R - Papers will not be published for reasons of commercial confidentiality or for reasons associated with data protection legislation

C/P - Confirmed minutes will be published on the College Website

Reserved Items on Next Page