

Meeting: Board of Directors	Venue: Edwin Muir Room	Date: 28 November 2017	Time: 5pm - 6.30pm
Minute Taken By: Janet Nixon	Sederunt: Brian Lister, Ann Southwood, Alistair Sambell (from item 3) Richard Dockrell, Marlene Gill, Dorothy Welch, Jean Urquhart (by video-conference), Tommy Angus (items 1-8), Richard Butt, Gillian Hogg, Duncan Robb, Angus Donaldson, Terry Brotherstone, Stacey Gledhill. In attendance: Marian Docherty, Joyce Clark, Janet Nixon	Apologies: George Archibald, George Currie, Pauline Sutton	Absences: Kieran Munro

No.	Agenda Item	Action	When	By Whom	Status
	Opening Items				
1.	Apologies and Welcome	<ul style="list-style-type: none"> Apologies from George Archibald and George Currie The Board welcomed new members Angus Donaldson and Stacey Gledhill (SRC President) The Chair also welcomed Janet Nixon, the new Secretary to the Board 	28.11.17 28.11.17 28.11.17	AS BL BL	Information Information Information
2.	Minutes of Previous Meeting	The minutes of the Board meeting which took place on 5 October 2017 were approved as a true record.	28.11.17	BOD	Complete
3.	Matters Arising	<p>Pete Smith from Borders College had now been co-opted to the Audit Committee.</p> <p>International Strategy: this would be taken forward over the winter.</p> <p>Appointment of Principal & CEO: The Chair was delighted to report that Marian Docherty had been offered and accepted the role, which she would take up on 1 February 2018. To ensure continuity and manage the transfer of responsibility, Ann Southwood would remain until the end of March 2018 and from 1 February would undertake some specific duties, including the review of the Articles of Association. The college is in the process of recruiting a Depute Principal.</p>	28.11.17 Early 2018 28.11.17	BOD AS/MD BOD	Information Ongoing Information

		There were no other matters arising not otherwise on the agenda.	28.11.17	BOD	Complete
Items for Information					
4.	Principal's Report	The Principal presented her report.	28.11.17	BOD	Information
		The Principal thanked those who had attended the 80 th Anniversary Parliamentary Reception, which had been hosted by Colin Beattie MSP and attended by John Swinney, MSP, Cabinet Secretary for Education and Skills	08.11.17	BOD	Information
		It was noted that an investment of around £500k had been made under the CEEP project and it is expected that significant savings will flow from the project with an anticipated 50% reduction in heating costs (£24k saving per annum).	28.11.17	BOD	Information
		The insurance claim has been authorised in respect of the Riverside Wall and work will commence in spring 2018.	Spring 2018	BOD	Ongoing
		A positive meeting had been held with Midlothian Council regarding the development of the business park. A further meeting, involving Historic Environment Scotland, will be scheduled for December 2017.	December 2017	AS/Board reps.	Ongoing
		It was noted that an estimated 2000 people had attended Christmas at Newbattle which had been a very successful event.	25.11.17	BOD	Complete
		In terms of recognising the role played by volunteers, it was noted that Adult Achievement Award recognition could be offered for new volunteers. This will be considered for 2018-19.	2018-19	JC/MD	Ongoing
Items to Note					
5.	Outcome Agreement Guidance Letter 2018-2019	Members noted the letter from Shirley-Anne Somerville, MSP, Minister for Further Education, Higher Education and Science in which the Minister set out her expectations and ambitions for the 2018/19 Outcome Agreement.	28.11.17	BOD	Information
		It was noted also that a meeting had been held between the Minister	28.11.17	BOD	Information

		<p>and the Principals of Scottish Universities and colleges from which it was apparent that colleges will be held much more accountable for their targets and financial spend.</p> <p>The Board welcomed point 7 of the letter i.e. that colleges are not required to prioritise full-time provision for 16-24s but rather should be responsive to the current needs of learners and the economy. It was felt that, whilst there may be a number of competitors interested in learners over 24 and those returning to learning for up-skilling and re-skilling, the college is in a good position to provide for these groups.</p> <p>It was noted there is a very tight timescale for the Outcome Agreement process, with the initial draft to be submitted to SFC by 15 December. Comment by Board members would, therefore, be sought by correspondence before 15 December, with the issue forming a key agenda item on 23 January.</p> <p>The Chair proposed that a strategic discussion should be held in March or April 2018, outwith usual Board meeting times.</p>	<p>28.11.17</p> <p>15.12.17</p> <p>23.01.18</p> <p>30.04.18</p>	<p>BOD</p> <p>BOD</p> <p>BOD</p> <p>BOD</p>	<p>Information</p> <p>Ongoing</p> <p>Ongoing</p> <p>Ongoing</p>
6.	Chairs' Committee	<p>The Board noted the minutes of the meeting of 14 November 2017.</p> <p>The Depute Principal advised that the college had awarded itself grades of Very Good for the three strands of the Quality Review and, following the endorsement meeting, minor adjustments only had been required, with an amended version submitted 27.11.17. It was suggested that this had been a difficult, but useful process.</p> <p>It was noted also that the college must start to implement the Enhancement Plan; one task relates to increasing the relationship with the student body and it was agreed that student input into the Enhancement Plan is needed.</p> <p>The Board noted the minutes of the Remuneration Committee meeting of 14 November 2017.</p>	<p>28.11.17</p> <p>27.11.17</p> <p>28.11.17</p> <p>28.11.17</p>	<p>BOD</p> <p>MD</p> <p>BOD</p> <p>BOD</p>	<p>Information</p> <p>Ongoing</p> <p>Ongoing</p> <p>Information</p>

		It was noted also that there is an agreed cost of living increase in place, the Remuneration Committee is now responsible for considering all staff pay and the effective date for all staff awards is now 1 April.	28.11.17	BOD	Information
7.	Audit Committee	<p>The Chair of the Audit Committee introduced the relevant papers and advised that the following should be noted:</p> <ul style="list-style-type: none"> • The college has received a “clean bill of health” from the auditor • It is important that the college develops a Fraud policy and a capitalisation policy <p>The Board noted and approved each of the following papers individually:</p> <ul style="list-style-type: none"> • Minute of 16 November 2017 • College Financial Statements 2016-2017 • College Annual Report on External Audit 2016-2017 • Credits Audit Report 2016-2017 • Education Maintenance Allowance Audit Report 2016-2017 • Student Support Funds Audit 2016-2017 • Internal Audit Annual Report 2016-2017 <p>It was noted that the proposal for 2017-18 internal audit programme had not yet been received from the University of Edinburgh.</p> <p>It was noted also that a training session on risk would be held as part of the next Audit Committee meeting and agreed that this would be shared with the Board at its March meeting.</p> <p>It was agreed that the Secretary would establish the requirements in terms of tendering for the external audit service.</p>	28.11.17 March 2018 28.11.17 28.11.17 30.03.18 23.01.18	BOD JC/AS BOD Audit Committee Audit Committee Secretary	Information Ongoing Information Ongoing Ongoing Ongoing
8.	PARC	<p>The Board noted the minutes of the meeting of 15 November 2017.</p> <p>The main items of discussion had been those already covered elsewhere on the agenda (the CEEP project and the business park development), but the Chair of the Committee made a number of</p>	28.11.17 28.11.17	BOD BOD	Information Information

		<p>points, including that George’s stewardship of the CEEP project had been exceptional.</p> <p>The Principal advised that the Trustees had asked the Board to meet with Historic Environment Scotland, as well as Midlothian Council, to discuss the challenges in developing the business park, a key one being that of access.</p> <p>It was noted that the college has had difficulty in securing payment of a significant amount from a key stakeholder and that is hoped this will be received by the end of the following week. Noting that the income from this stakeholder amounts to around 18% of the college’s income, concern was expressed about the risk of such a significant proportion of the income coming from one source. Options will be considered by SMT and PARC</p> <p>Following Angus Donaldson’s comments about the Barclay Review, which had reviewed the rating system in Scotland, it was agreed that the potential impact on the college’s rate relief should be investigated.</p>	<p>December 2017</p> <p>08.12.17</p> <p>December</p>	<p>AS</p> <p>AS</p> <p>GC</p>	<p>Ongoing</p> <p>Ongoing</p> <p>Ongoing</p>
9.	Learning and Teaching	<p>The Board noted the minutes of the meeting of 8 November 2017.</p> <p>The Chair of the Committee stated that Marian Docherty should be acknowledged for her time, effort and patience in dealing with the Effectiveness Review and also the Enhancement Plan. Marian advised that the Enhancement Plan is challenging but achievable and it was agreed that progress against it should be a standing item on the Learning and Teaching Committee agenda.</p> <p>The Board noted the Curriculum Update and, in particular, that:</p> <ul style="list-style-type: none"> • level 2 of the Adult Achievement Awards would be piloted in 2018 • the November 2017 Newbattle Conversations event would be rescheduled for early 2018 and the application to the Heritage Lottery Fund redrafted and resubmitted. 	<p>28.11.17</p> <p>28.11.17</p> <p>28.11.17</p> <p>Early 2018</p> <p>28.11.17</p>	<p>BOD</p> <p>BOD</p> <p>BOD</p> <p>AS/MD</p> <p>BL</p>	<p>Information</p> <p>Information</p> <p>Ongoing</p> <p>Ongoing</p> <p>Information</p>

		<ul style="list-style-type: none"> Mairi Gougeon, the MSP for Angus North and Mearns, had volunteered to be involved in the Newbattle Conversations 			
10.	Health & Safety Committee	The Board noted and approved the minutes of the meeting of 7 November 2017.	28.11.17	BOD	Information
11.	AOCB	The terms of office of three Directors, Richard Dockrell, Terry Brotherstone and George Archibald, had all expired. Noting that the Articles of Association provided for one third of the membership to stand down every second year, the Board agreed to extend by one year the term of each of the three Directors.	28.11.17	BOD	Complete
		In response to a question, Marian Docherty advised that, whilst some students had left some of the courses, the overall picture is positive and agreed that, in future, it would be good to have a report from the student representative on this issue.	28.11.17	BOD	Information
		There were no other items of business.	28.11.17	BOD	Complete
12.	Date of Next Meeting	Tuesday 23 January 2018 at 5pm	23.01.18	BOD	Information