

## MINUTES

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Minutes of the Board Meeting held on Thursday, 31 March 2022 at 4.30pm on College Campus.

**Present:** Brian Lister (Chair), Andy McGoff, David Hamer, Dorothy Welch, Duncan Robb, Gary Husband, Gill Hogg, Jan Polley, Majella Sweeney, Marlene Gill, Neil Hargraves, Pete Smith, Roddy Henry (Principal), and Tommy Angus.

**In Attendance:** Janet Campbell (HMI), Joyce Clark (Business & Resource Manager), Kate Melvin (taking minutes), Lisa Angus (Depute Principal) and Ron Hill (observer)

1.	<p><b>Welcome, Apologies and Declaration of Interests</b></p> <p>The Chair welcomed the Board to the meeting.</p> <p>Apologies were received from Richard Dockrell, Stuart Capperault and Stuart Moir.</p> <p>Majella Sweeney joined the Board from Queen Margaret University.</p>
2.	<p><b>Progress Visit Report by Janet Campbell HMI, Education Scotland</b></p> <p>Janet Campbell presented her report to the Board. She stated that the report was satisfactory and highlighted that the college is strong in promoting self-confidence, self-esteem, and self-worth in our students; she added the college is known for its inclusion and access provision.</p> <p>Response to the report was positive, and tributes were paid to the earlier work done by Sandra Grieve and Marian Docherty.</p>
<b>Action</b>	<p>All Colleges will have a visit with reference to "Safe-guarding and Child Protection".</p>
3.	<p><b>Minute of the Previous Meeting</b></p> <p>The Minute of the Meeting held on 25 November 2021 was approved as an accurate record.</p>
4.	<p><b>Matters Arising/Actions Outstanding</b></p> <p><b>(a) Energy crisis</b></p> <p>It was acknowledged that most of our energy contracts are within the APUC Framework with Agreements for Gas, Electricity and Water in place which gives the college the best protection of prices.</p> <p>There was discussion about the role of APUC and length of contracts.</p>
5.	<p><b>Risk Appetite Workshop</b></p> <p>The Chair of the Audit Committee reported back on the meeting with BDO who carried out the internal audit on Health and Safety and the following was noted:</p>

	<ul style="list-style-type: none"> <li>• The report will be updated following discussion.</li> <li>• The specification needs to be clear.</li> <li>• BDO have given a proposal for a workshop. The expense and benefits are to be further discussed before a decision is reached on the way forward. It was suggested that the college's insurer may be able to help with the risk register.</li> <li>• A risk appetite statement will be generated. <b>I think by Logie?</b></li> </ul>
6.	<p><b>Constitutional Arrangements</b></p> <p><b>Code of Conduct</b> Jan Polley asked the Board to adopt the Code of Conduct. The Board agreed to accept the code of conduct if point 5:8 was clarified. Jan Polley agreed to look at this point further.</p> <p><b>Scheme of Delegation</b> This is based on a framework of delegation scheme used elsewhere in the sector but adapted to the needs of the college. The Board is given the minutes of meetings for information. The role of the sub-committee was discussed, can they report a decision, or does the decision need approval? If a decision is needed, an item should be added to the agenda for a Board meeting. Gill asked for a clarification of sub-committee roles.</p> <p>The Scheme of Delegation was agreed subject to clarification of this point.</p> <p>There should be an independent review every 3 years.</p> <p><b>Succession Planning</b> Regarding the maximum tenure of members of the Board; it was agreed that two, 4-year terms should be accepted with the possibility of extending the period by 1 or 2 years to allow for succession planning.</p> <p>It was agreed that there should be some short-term changes to committee membership. (Point 2)</p> <p>Regarding Point 4C, there was discussion about the wording of this clause, with reference to the word 'expected'. It was agreed that there are advantages in 'visiting' other committees to appreciate what that committee does, rather than serving a term. There needs to be a balance to allow some movement of Board members within committees, but this must be managed.</p> <p><b>Action:</b> The Board agreed to let Jackie and Jan clarify this issue without bringing it back to the Board.</p> <p>The Board was content with the proposed new committee membership.</p> <p>It was agreed to set the size of the committee between 15-18 people, with 2 student representatives.</p>

<p><b>Action:</b></p>	<p>It was agreed that the Chairs' Committee should move forward with the appointment of new Board members using open recruitment, with the option of nominated members, although not specifying who can make nominations. It was agreed to shorten the list of nominating bodies. The Board agreed to seek legal advice about removing nominating bodies or persons to allow for more open recruitment. The Chairs Committee will have further discussion at their meeting on 5<sup>th</sup> May 2022.</p> <p>A new Chair will be required as Brian will chair his last meeting in June 2022.</p> <p>The Board will seek to simplify the constitution to make the appointment process easier to understand and implement.</p>
	<p><b>Principal's Report</b></p> <p>The Principal informed the Board about the recent fire in the Business Park. It started in Unit 10A1, which was destroyed. Although the fire then spread, the damage was not as bad as previously feared. Most of the tools and workshop areas of the Rural Skills Building are intact. The college is waiting for a clear assessment of the damage and costs. Rural Skills students will be accommodated elsewhere until the Easter Holiday.</p> <p>There have been no additional covid-related demands currently.</p>
<p>8.</p>	<p><b>Finance Plan (Business &amp; Resource Manager)</b></p> <p>The spending review has been submitted to the Funding Council. If this is discussed by the Board, we will need to submit minutes. Joyce explained that <b>interest</b> payments were greater than forecast because of irrecoverable VAT payments for Capital Funding Works.</p>
<p>9.</p> <p><b>Action:</b></p>	<p><b>Curriculum and Student Activity (Depute Principal)</b></p> <p>There was agreement that effective marketing will be required to ensure maximum uptake of places and retention of students.</p> <p>The Depute Principal presented the Curriculum and Student Activity Report. The College has combined some classes to provide staff extra time to offer support to students. Figures provided a picture of numbers of applicants, numbers of students enrolled, and numbers of students who have withdrawn.</p> <p>Discussion followed around reasons for withdrawal and the action the College has taken to retain students. Reasons for withdrawal included the effect of Covid-19 and students being in college, communication of timetables, and mental health issues. The College has suggested early intervention and increased levels of support.</p> <p>A gender breakdown for the presented figures was requested.</p>
<p>10.</p>	<p><b>Strategic Plan</b></p>

	<p>The Principal presented an update on the Strategic Plan 2022 – 2026. He explained that we have Purpose and Vision statements and are now working on our Values.</p> <p>The Board noted that there were clear objectives and staff were engaged in the process. It was suggested that partnerships didn't stand out as much as some expected and that there was a need to reflect on AAA and FOLAs. The sustainability of student numbers was raised as was the use of the word 'commercial'. The commercial nature of the college was discussed.</p> <p><b>Action:</b> The Board were pleased with the direction of travel and wanted to know how success would be measured. The Committee will agree on measures.</p>
11.	<p><b>Risk Register</b> The Business &amp; Resource Manager updated the Report. It showed that the risks are coming down in terms of IT and Commercial activity.</p>
12.	<p><b>Student Association Report</b> Mike sent his apologies. They meet every 2 weeks.</p>
<b>FOR INFORMATION</b>	
13-16	<p>Due to time constraints none of these reports were discussed but were noted for information.</p> <p>Chairs' Committee Minute from meeting held on 15 &amp; 24 February 2022 (Chair).</p> <p>Learning &amp; Teaching Committee Minute from meeting held on 16 February 2022 (Chair of Learning and Teaching Committee).</p> <p>Planning &amp; Resource Committee Minute from meeting held on 14 February 2022 (Chair of PARC).</p> <p>Health &amp; Safety Committee Minute from the meeting held on 6 January 2022 (Principal).</p>
17.	<p><b>Audit Committee draft minute from the meeting held on 17 February 2022 (Chair of Audit)</b></p> <p>Gill reported on Health and Safety Audit. The Board will get the minutes from the Health and Safety Committee. There were 3 main recommendations in a revised report which the Health and Safety Committee will see at their next meeting. The level of risk is now appropriate. It was noted that the scope of the audit should be clearly agreed in writing and how the audit should be carried out should also be noted. Was the audit checklist appropriate? BDO need to understand the College as we are different from the majority of colleges.</p> <p>The water safety policy should not just include Legionella and should be known as the Water Safety Policy going forward.</p>

	<p>There is a new Health and Safety Consultant.</p> <p>The Chair of the Audit Committee recommended that the Board should be content with our current situation. She is happy to support the management response.</p>
18.	<p><b>AOCB</b></p> <p>The Chair recorded the Board's thanks to Duncan Robb for his many years of service as he now steps down.</p>
19.	<p><b>Date of Next Meeting</b></p> <p>Date of Next Meeting Thursday, 16 June 2022 at 4.30pm</p>