

**Minute of the Board of Management Meeting  
Held by Hybrid Attendance at Kilmarnock Campus and  
via Video Conference Using Zoom  
on Thursday 22 September 2022**

**Present:**

Fiona McQueen	Chair (Interim)
Steven Wallace	Non-Executive Board Member (Vice Chair, Interim)
Norman Bone	Non-Executive Board Member
Beth Clelland	Non-Executive Board Member
Steve Graham	Non-Executive Board Member
Sharon Morrow	Non-Executive Board Member
Mike Stewart	Non-Executive Board Member/SIM
Alison Sutherland	Non-Executive Board Member
Ellie Jamieson	Elected Student President
Robert Kean	Elected Student Vice President
Janette Moore	Elected Member, Curriculum Staff
Lisa Keggans	Elected Member, Support/Service Staff
Angela Cox	Principal, Ex-Officio

**In attendance:**

Pauline Donald	Board Governance Advisor (Minutes)
Yvonne Melvin	Board Administrative Officer
Michael Breen	Vice Principal – Finance
Anne Campbell	Vice Principal – Curriculum
David Davidson	Assistant Principal – HR&OD
James Thomson	Assistant Principal – Finance, Student Funding & Estates
Charlotte Mitchell	Student Association Advisor (agenda item 7)

**1. Welcome and Declarations of Interest**

The Chair welcomed all present to the meeting.

The Chair welcomed the following to their first meeting of the Board and introductions were undertaken:

- Angela Cox, Principal
- Lisa Keggans, Elected Member Support Staff
- Robert Kean, Vice President, Student Association

The Chair advised of the following Board Member resignations:

- Elaine Anderson, Non-Executive Board Member
- Mary McClung, Non-Executive Board Member
- Steven Fegan, Elected Member Support Staff

The Chair extended the thanks of the Board to the above for their services to the Board and to the College. The Board noted that the Search and Nominations Committee will meet on 30 September 2022 to consider if a Board Member recruitment process should be commenced.

The Chair also advised that Michael Breen, VP, Finance will leave the College at the end of October to take up post with the Golden Jubilee. The Chair extended the thanks of the Board to Michael for his service to the College, the Board and its committees; advising also this would be Michael's last Board meeting.

There were no declarations of interest.

## **2. Apologies**

Apologies were received from Matthew Wilson, Non-Executive Board Member.

The meeting was confirmed as quorate.

## **3. Minutes of the Previous Meeting held on 16 June 2022 (Paper 1) (P)**

The minutes were approved as a correct record.

**Proposed:** Alison Sutherland                      **Seconded:** Ellie Jamieson

## **Board of Management Action & Decision Log (Paper 1a) (P)**

All actions were noted as complete, included as a substantive agenda item or an update provided on progress.

## **4. Matters Arising**

There were no outstanding matters arising from the minutes.

## **5. Student Association Report (Paper 2) (P)**

E Jamieson introduced Paper 2 as presented and provided a summary of the activity undertaken by the Students' Association. In particular, the Board noted the success of Fresher's events and the return of students on campus and acknowledged the actions being taken to respond to the feedback from the recent Education Scotland Progress visits including the approach to improve the Class Ambassador framework.

The following points were confirmed in response to Board review:

- Feedback from students is that they are happy to have returned to campus and that the events that have been arranged and are planned have been welcomed. E Jamieson commented that the aim will be to create more social events to support and positively impact on student mental health and well-being, particularly through the current economic climate.
- The timeline to implement the Class Ambassador Model has been completed and will be circulated in the next week to all students. Implementation will be monitored closely to identify progress and opportunities for continued learning and improvement. It is anticipated that Class Ambassadors will be in place and training completed by the end of October/early November.
- The Chair of LTQ, Alison Sutherland, commented that the Joy Works Laughter workshops had raised interest at the recent LTQ meeting and suggested also that this may be a development opportunity for the Board. The Chair of LTQ

commended the extent of the activities introduced and the efforts taken to raise the visibility of the Student Association.

**The Board noted the report as presented.**

## **6. Ayrshire College Student Association Constitution (Paper 3) (P)**

C Mitchell introduced Paper 3 as presented

C Mitchell provided a presentation on the process taken as well as a summary of the key changes related to the revision of the Ayrshire College Student Association Constitution.

The Board noted that the constitution had been considered by the LTQ Committee on 1 September 2022 following which amendments had been received and were reflected in the current draft. On this basis, the LTQ Committee Chair confirmed that the committee was content to recommend the constitution for approval by the Board. No further points were raised by the Board.

**Decision: BoM39 D01: The Board approved the Ayrshire College Student Association Constitution.**

*Charlotte Mitchell left the meeting at this point.*

## **7. Chair's Report (Verbal) (P)**

The Chair provided a verbal report to the Board on the following key issues:

### **Meetings/Events**

- Willie Mackie Future Skills Hub – Ground-breaking Ceremony
- Investors in People Interview
- Leadership Breakfast Event – hosted by the College
- Colleges Scotland, Strategy Day with Principals and Chairs. The topic was to 'think the unthinkable' – a summary update is included in Principal's report.

### **Ayrshire College Graduation Ceremonies**

Ayrshire College Graduation Ceremonies would take place in October. Invitations had been circulated to all Board Members who were encouraged to attend if they were available. Dates were noted as follows:

- Kilwinning – 6 October
- Ayr – 13 October
- Kilmarnock – 27 October

### **Trade Union Nominees on Boards**

The Board noted that the sector had recommended to fully implement Trade Union Nominees on Boards by August 2023; two TU nominated members (one support staff unions/one teaching staff union). Discussions on the implementation approach will be considered and the Board will be updated in due course.

### **Chair Recruitment**

An announcement from the Scottish Government is awaited.

### **Board Member Performance Review meetings**

Board Member annual performance review meetings had been conducted over July/August. The Chair thanked all Board Members for their time and contributions which will inform the future workings of the Board.

### **Board and Committee Structures/Committee Membership**

The Chair advised that reviews of structure and membership is under consideration, will be informed by the feedback received from the performance review meetings and will be presented to the Board in due course.

## **8. Principal's Report (Paper 4) (P)**

The Principal introduced Paper 4 as presented.

The Board noted that the purpose of the paper is to update Board Members on key activities and developments not covered elsewhere in the board papers.

- The Principal directed the Board to the current performance information as detailed in the paper; commenting that she would welcome a conversation with the Board on the format for future performance reporting.
- The Principal provided further context on the discussions from the Colleges Scotland strategy day with Principals and Chairs. The Chair commented that further discussions will be incorporated into future Board development sessions.

**The Board noted the report as presented.**

## **9. Statement of Ambition and Strategic Objectives: Annual Review (Paper 5) (P)**

A Campbell introduced Paper 5 as presented.

The Board noted:

- This is the first report providing an update on the progress made against the College's strategic objectives for AY 2021-22 as detailed in the Ayrshire College Statement of Ambition 2030 and Refresh and Renew Plan 2021-24.
- Progress is presented in a RAG status and identifies two from seven strategic objectives as being on track to be delivered within timeline.
- The next iteration will be informed by the current review of Team Operating and Enhancement Plans (TOEP) and thereafter through the College Operating and Enhancement Plan (CEOP) and will consider the requirements to deliver the key challenges as detailed in the report.

The Board was asked to provide their view on the content and format of the report and the outcomes in terms of performance and the following was noted:

- It was considered that information on attainment and student success was a gap and A Campbell advised that it would be considered how the regional outcome agreement targets will feed into this report.
- To further inform and compliment the qualitative reporting format as presented, A Campbell advised that a dashboard reporting format was being explored to

provide a more quantitative reporting format. This approach was supported by the Board.

- The recommendation to the Executive to explore approaches that provides evidence of performance from 'Student to Board' and identifies 'where we need to go, what we are doing to get there, how we will know we are there, how quickly we will get there and what difference it will make' will be explored.

The Chair thanked A Campbell and the team for the work in developing the first iteration of this report and commented that the Board looked forward to seeing how the report can be further refined to provide the required level of evidence and assurance to the Board going forward.

**The Board noted the report as presented.**

## **10. People Strategy (2022-25) (Paper 6) (P)**

The Board noted that the People Strategy reflects the 2030 Statement of Ambition and Refresh and Renew Plan 2021-2024. The Strategy is comprised of four interdependent aims, with associated actions which also align with the Investors in People and Fair Work frameworks.

M Stewart, Chair of BRIC, advised that the strategy had been considered by BRIC and that the committee had a constructive discussion specifically in relation to the performance measures as detailed. D Davidson also provided a summary of the key points from the paper.

The Board noted:

- the strategy had been positively received by the BRIC Committee and recommended to the Board for approval, subject to future updates on the measures of success, following receipt of the final IIP accreditation report.
- indications are that the College will achieve gold accreditation, following the recent IIP review, 3 years ahead of the 2025 timeline goal that is proposed in the People Strategy.

The Board also queried the measures of success specifically in terms of whether they were sufficiently aspirational. D Davidson clarified that the baseline positions as detailed will be updated based on the final IIP report which will thereafter subsequently update the 2025 position.

Assurance was provided to the Board that the updated position would be reported and monitored through BRIC. The suggestion was put forward to report near misses separately, to identify and encourage a culture of reporting and learning with the aim to achieve a corresponding increase from baseline.

The Board commended the work undertaken by the Assistant Principal, HR & OD and his team to achieve IIP Gold Level Accreditation, 3 years ahead of timeline.

**Action: BoM39 A01: Following receipt of the final IIP report, updated measures of success will be reviewed at a future BRIC meeting.**

**Decision: BoM39 D02: The Board approved the People Strategy (2022-25) subject to updated measures of success.**

## **11. Health, Safety and Wellbeing Policy (Update 2022) (Paper 7) (P)**

The Board noted that the above policy sets out the College's obligations, commitments and arrangements in relation to health and safety, including the duties and responsibilities of all office bearers and staff of the College.

M Stewart, Chair of BRIC, advised that the BRIC Committee recommended the above policy for Board approval subject to several minor recommendations. D Davidson confirmed that the BRIC recommendations had been incorporated into the version submitted to the Board.

**Decision: BoM39 D03: The Board approved the Health, Safety and Wellbeing Policy (Update 2022)**

## **12. 2021-22 Business Growth Annual; Review (Paper 8) (P)**

M Stewart, Chair of BRIC provided a summary report on BRIC discussion of Paper 8 as presented.

M Stewart commented that the committee had acknowledged the growth of this agenda since its introduction and commended the achievements to date under volatile market conditions; commenting that the BRIC committee looked forward to future update reports on how this area of business will progress.

**The Board noted the report as presented.**

## **13. 2022-23 Board Terms of Reference and Workplan (Paper 9) (P)**

P Donald introduced Paper 9 as presented.

The Board reviewed the Board of Management Terms of Reference and corresponding work plan as well as the Committee Terms of Reference and corresponding work plans, noting that these had been reviewed by all Committees. The Board noted:

- there may be a need for a further review of all the Terms of Reference should there be any changes to the Committee structure going forward.
- the Board Responsibilities and Standing Orders will need to be updated to reflect the revised Terms of Reference and the updated Code of Conduct. It is suggested that this is actioned following confirmation of any further changes related to the Committee structure.

**Decision: BoM39 D04: The Board approved the 2022/23 Board and Standing Committee Terms of Reference and corresponding Work Plans**

## **14. 2022-23 Ayrshire College Risk Register as at August 2022 (Paper 10) (R)**

S Wallace, Chair of ARC provided a summary report on ARC discussion of Paper 10 as presented and confirmed that the ARC recommended the risk register for Board approval.

The Board noted the following from committee reviews of the risks related to their areas of responsibility:

- the LTQ Committee had put forward the recommendation to include a summary heading for each risk to easily identify what the risk is referring to. The Board noted that this has been reflected in the registers presented.
- On review of BoM6, the Audit and Risk Committee recommended amendment to the likelihood from 3 to 4 with impact of 4; resulting in this risk assessed as out with the risk appetite, reflecting the current uncertainties across both the economic climate and the country as a whole. The Board noted that this been reflected in the registers presented.

The Board confirmed that they were content with the structure and content of the risk registers as presented, noting that the registers are agile documents and that controls will be continually updated as actions are progressed.

The Board commented, specifically in relation to BRIC8 and BRIC3, that future updates should reflect achievements as well as progression. M Breen confirmed that this will be taken forward.

**Decision: BoM39 D05: The Board approved the 2022-23 Ayrshire College Risk Register as at August 2022,**

#### **15. Risk Management Policy (*Paper 11*) (*P*)**

S Wallace, Chair of ARC advised that, following review, the committee recommended the Risk Management Policy to the Board for approval.

The Board noted that the Risk Management Policy had been revised and updated from the previous version dated September 2018 with minor changes to syntax and to reflect current organisational structures.

**Decision: BoM39 D06: The Board approved the Risk Management Policy.**

#### **16. Committee Chairs Reports on 1<sup>st</sup> Quarter Committee Meetings (*Papers 12.1, 12.2 & 12.3*)**

The Board received a written report from each Committee Chair outlining a summary of key issues considered by the Standing Committees since the last meeting of the Board.

The confirmed minutes of these meetings will be received by the Board at its next meeting.

**The Board noted the report from each Committee Chair.**

#### **17. Confirmed Minutes: Standing Committees (*Papers 13.1, 13.2, 13.3, 13.4 & 13.5*)**

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

- Learning, Teaching & Quality Committee 26 May 2022

- Business, Resources & Infrastructure Committee 31 May 2022
- Audit & Risk Committee 7 June 2022
- Search & Nominations Committee 19 July 2022 (Paper 13.4) (R)
- Search & Nominations Committee 17 August 2022 (Paper 13.5) (R)

**The Board received the above minutes from noting.**

#### **18. AOCB**

No other business raised.

#### **19. Overview of items under Part D For Information (Paper 14) (P)**

The Board received the following documents for information:

- Ayrshire Regional Skills Investment Plan 2022 – 2025
- Education Scotland Safeguarding Report

#### **20. Date of Next Meeting: Thursday 8 December 2022 at 4pm.**

*(C/P) Confirmed minutes will be published on College Website; (P) – Paper will be published on the College Website; (R) – Paper is reserved, because it contains data or information of a personal nature, which is restricted by legislation, or because it contains commercially sensitive information, and will not be published on the College Website*

***Reserved items on next page***