

**Minute of the Meeting of the Ayrshire Board of Management
held in the Board Room, Ayr Campus, on Monday 5 August 2013
at 5.30 pm.**

Present

William Mackie
Nicky Beveridge
Kathryn Cole
Heather Dunk
Steven Fegan
Barbara Graham
Stephen Greenwood
Waiyin Hatton
Alan Walker

In attendance

Michael Breen
Sharon Driver
Jackie Galbraith
Bernadette McGuire
Jane McKie

Apologies

Gordon James
Carol Kirk
Tom Wallace

1. Welcome and Introductions

Willie Mackie welcomed everyone to the first meeting of the Board of Management for Ayrshire College, confirming that this was in itself, a very special occasion. WM acknowledged the significance of vesting day and the creation of Ayrshire College on 1 August and said that he felt privileged to be part of what was a once in a generation event. He was very pleased at the positive response, including in depth press coverage and media commentary, from across Ayrshire and beyond, to the new College and its ambitions for learners and the business community.

WM also wished to place on record the appreciation of the Board of Management for the commitment, hard work and enthusiasm of the staff of the three partner colleges which had brought about the merger process in such a successful way.

WM welcomed Jackie Galbraith to the meeting as the newly appointed Vice Principal for Strategy, Planning and Performance. WM confirmed JG would take up her new post in due course.

2. Declarations of Interest

There were no declarations of interest.

3. Minute of the of meeting the Shadow Board Meeting on 15 July 2013

The minute was agreed as an accurate record, subject to the following two amendments.

Page 1 – Those Present

Correction to spelling of Stephen Greenwood's name (not Steven Greenwood).

Page 4 – Director Appointments

Inclusion of Julie Maxwell's name after Director of Learning and Skills (Care Education, Sport and Fitness).

Approval of the minute was proposed by Nicki Beveridge and seconded by Barbara Graham.

4. Matters arising

At the meeting on 15 July, Board members had been reminded about requirements of the Protecting Vulnerable Groups (PVG) scheme in relation to their governance role.

WM thanked those particular members for their attention to this important governance matter and confirmed that the arrangements for the process had gone well.

5. Presentation – Ayrshire College (Slides Attached – Appendix 1)

HD presented her vision for Ayrshire College.

WM noted his agreement with the aims for excellence outlined in the presentation and confirmed, as Chair, he would continue to provide assurance to the Cabinet Secretary and the Chief Executive of the SFC that the Board of Management and all its members would abide by the requirements of the Code of Conduct and aspire to the highest standards of governance in carrying out their roles. Members agreed that seven star governance would support the aims for a seven star College.

6. Ayrshire College Board of Management Constitution and Governance Arrangements

WM introduced this item by commending the executive team and Michael Breen in particular, for developing the very detailed and comprehensive content of the Constitution and Governance Arrangements document. As reflected in the discussion minuted at Agenda item 5 above, with regard to strong governance, there was a requirement for a sound document reflecting robust arrangements. He explained that an updated Constitution and Governance Arrangements document would be required to reflect the new Education Bill.

Following discussion, the Constitution and Governance Arrangements were approved by members and authorised for adoption, subject to the following

- Membership of the Board was for one year only
- Confirmation of those co-opted members to the Board
- Strategies to be discussed by relevant committees and approved by the Board
- Terms of Reference to be reviewed by Committee Chairs and any amendments advised
- Staff employer to be confirmed – which entity?
- Duty of Board to comply with directions given (page 8) – wording to be looked at in relation to where powers lie and what compliance was required

Action: MB to action the required amendments.

All members appreciated that this was an interim position with regard to governance. HD advised that the appointment in due course of a Board Secretary would enable that appointee to prepare a revised document based on the new Act which could be approved to dovetail with the timing of the enactment arrangements.

HD also advised that as the committee arrangements were now in place and each committee had its relevant supporting executive team member assigned, the Vice Principals would be in touch with committee chairs to discuss all required arrangements for agendas, papers etc.

7. Ayrshire College Financial Regulations

MB introduced paper 3 and the accompanying draft Ayrshire College Financial Regulations document. He confirmed the requirement for this key strategic document to ensure appropriate levels of financial control, delegation and authority. There was also confirmation for members that, in drafting the document for Ayrshire College, MB had reflected on the legacy arrangements of the merger partner colleges which had provided a strong foundation on which to build for the future. MB was mindful of the requirements of strong corporate governance whilst ensuring a document that staff could work with on a day to day basis. A revision date was inbuilt to the document but there was flexibility for review at any time dependent on circumstances.

HD confirmed that the normal governance route of approval for such a key document would be through the Finance and Audit Committees prior to reaching the Board. However, the new committee schedule had not enabled this process and there was an immediate requirement for this key document to ensure sound corporate governance from the inception of the new college. HD acknowledged that the Financial Regulations would be subject to change in the future but was confident that the document was fit for purpose at this time.

HD also asked members to note that the Scottish Further and Higher Education Funding Council Financial Memorandum had been included for information with the Board agenda and papers.

Following discussion, the Financial Regulations were approved by members and authorised for adoption, subject to the following

- The full title of Vice Principal Corporate Services to be included at sections 6.4 on page 17.
- Review of short term, business continuity arrangements in place during the absence of the Principal (dovetail with Constitution arrangements).
- Reference to charitable status (dovetail with Constitution arrangements) – statement needed at section 1.2 re OSCR regulations being followed.

Action: MB to action required amendments.

8. College Transformation Fund Update at July 2013

MB introduced paper 4, the purpose of which was to provide members with an update on the actual and committed expenditure to date with regard to the College Transformation Fund (CTF). MB thanked Jim Wilson, Director of Finance at Ayr College, for the contribution he had made in managing the CTF on behalf of the Ayrshire colleges and who had given on-going updates to the APB. As members were aware, £5m had been made available to the Ayrshire region and MB was now able to report that £2.1m had been spent/committed as at July 2013.

HD advised members that whilst a great deal of work had been on-going during 2012/13 to achieve the vesting date of 1 August, the next session 2013/14 would also be an extremely busy year with regard to organisational development and the CTF would be required to support that on-going development work. To that end, HD would be negotiating with the SFC in order to ensure a re-profiling of the CTF in order that funds are available for Ayrshire College as required in 2013/14.

HD reminded members that due to the position in Ayrshire there had not been the same level of requirement for funding for VS as there had been in the West region. HD explained the request from the West College Scotland for £810,000 to support their VS payments. After discussion with SFC it was agreed that £810,000 could be transferred from Ayrshire to the West from the 2012-13 CTF, to support the VS payments made to staff from James Watt College. HD will work with SFC and West College Scotland to ensure a transparent audit trail is in place for CTF allocations.

Capital Expenditure (Paper Tabled)

WM drew members' attention to the late paper which had been tabled with regard to a proposal for delegated authority to the Principal in relation to an immediate requirement for capital expenditure. WM confirmed that he would not normally accept such a late paper but he and WH as Chair of the Estates and New Campus Development Committee understood the exceptional reason in this instance.

Both HD and MB apologised for the late paper and MB explained the circumstances. As part of the budget setting process for 2013/14, the APB had

approved at a strategic level capital expenditure of £3m. In due course, the Estates and New Campus Development and Finance Committees will be asked to approve the detail of the capital expenditure programme.

Estates upgrade projects had been on-going during the summer break on the basis of plans previously approved for each estate by the legacy colleges. However, with regard to Ayrshire College capital expenditure, the committee schedule for 2013/14 would not enable timely approval of the early requirements for 2013/14, particularly some very recently identified expenditure on items such as furniture equipment and ICT which had been agreed by the executive management team as being necessary for the return of the students in early September 2013. EMT requested a delegate sum of £250,000 to address immediate priorities.

HD confirmed that her aim was to make sure that all students would learn in an environment that was comfortable and conducive to learning.

It was confirmed that this was not an additional allocation of money but was part of the circa £3m capital expenditure previously approved for 2013/14.

Members agreed that this was a matter of timing but that it was important that there was an audit trail for any delegated authority to the Principal with regard to the capital expenditure required. After full discussion, the request was approved.

9. Vice Principal (Strategy Planning and Performance)

HD was delighted to confirm Jackie Galbraith's appointment to the Executive Team of the College as Vice Principal, Strategy, Planning and Performance. HD provided members with a brief overview of the recruitment and selection process, following an national recruitment campaign. The response to the advertisement had been significant to the extent that the selection process had involved long list discussions with candidates prior to a final short list being agreed. The selection panel had included a representative from the Scottish Government Change Team as well as the Board of Management.

HD confirmed that JG would be joining the College in October.

10. Estates Developments

Current Estate

MB advised that the discussion with regard to the capital expenditure paper detailed at item 8a above had brought members up-to-date with regard to the current estate.

New Campus Development

In order to bring all members up-to-date with the background and current position with regard to the new campus development for Kilmarnock, MB offered to provide members with an evening drop-in session or alternatively, there could be a session at the Induction day on 30 September,

HD advised how important it was for members to become familiar with the project as the Board would be making a very important and significant decision regarding the preferred bidder for this £50m project. The Board also needed to be aware of the importance of the roles played by the SFC and the Scottish Futures Trust (SFC) in the project.

HD confirmed that the new campus project was being developed with regard to how learning would be delivered in the future. HD and MB and the project team had visited new campuses in Scotland and UK to learn lessons and ensure real innovation is delivered in the new Kilmarnock campus.

Members agreed that the Induction Day on 30 September would provide a good opportunity to discuss the new Campus Project's development to date.

11. Recruitment 2013/14

Bernadette McGuire provided members with a verbal update with regard to the recruitment of students to the curriculum programmes offered through the regional prospectus for the academic year 2013/14. At this time, BMcG confirmed that recruitment was going to plan and she had no concerns to highlight to the Board.

As was usual at this particular time of year, the very recently issued SQA exam results would have an impact on student choices and recruitment. BMcG advised that she would be in a position to bring an updated position to the Board on 2 September.

There was some discussion about the potential impact on students with regard to the harmonisation of entry requirements, either higher or lower, to courses across the campuses. BMcG confirmed that there was evidence that higher entry level requirements did not necessarily result in improved outcomes for students and that successes could be achieved with the right motivation and support. BMcG advised that she would arrange for a relevant case study to be written up which would be shared appropriately.

12. Project Manager Report

SD confirmed that all project plan milestones, originally agreed by the APB for the merger process, had been achieved by 1 August which enabled the creation of Ayrshire College.

SD advised the Board that the tremendous pace of work had picked up over June and July, supported by appointments being made to a number of Vice Principals and Director posts. Good communication had been key to many of the achievements as well as staff working with additional energy and enthusiasm.

Rebranding work was underway across all campuses and was due to be complete by the week beginning 12 August.

SD paid tribute to the work of the ICT teams, led by Dave Swan, Director of ICT and MIS. The unique regional connectivity challenges which required to be addressed, were many and varied but the skills, knowledge and experience of the teams had enabled positive outcomes, mostly without the help of external consultancy. ICT support for all staff would continue for the foreseeable future, as required.

SD confirmed that induction for all staff would be a priority. There would be an FAQ section of the College intranet; however, welcome sessions and one stop shop information days would be held by key service staff on all campuses e.g. HR, Finance and ICT. Support for all staff was critical at this time of transition.

WM asked that there be formal recognition for the exceptional work undertaken by SD. Her contribution with regard to all aspects of the merger process had ensured that vesting date was achieved as planned. All members of the Board acknowledged SD's achievements.

Stephen Greenwood advised that certain staff remained uncertain with regard to the transitional arrangements. HD advised that communication with both curriculum/academic and service/support staff managers would continue to be a priority and that managers could speak to any of the Vice Principals for information, as required, with any questions with regard to interim arrangements. The next phases of organisational development would be taken forward as soon as possible, starting with the all staff event on 16 August. As previously advised, HD confirmed to the Board that career opportunities would be available for staff through the internal advertising of posts.

13. Student President Report

Steven Fegan provided members with a comprehensive verbal update. He confirmed that the full complement of four sabbatical officers was in place.

Sharon Rennie – Student President

Mary Palmer – Vice President, with responsibility for Kilmarnock, Townholm and Gatehead campuses

Mark McMillan – Vice President with responsibility for Kilwinning, Nethermains and Largs campuses

Steven Fegan – Vice President with responsibility for Ayr and Cumnock campuses

SF confirmed that the four executive office bearers were working together to harmonise Student Association arrangements across all eight campuses. They would be supported in their work for 2013/14 by eight executive committee officers each with their own area of responsibility as follows:

Secretariat

LGBT

Disabilities/Equal Opportunities

Mature Officer (25+)

Young Person Officer (15-24)

Welfare (including mental health and hardship)

Events Women's Officer

SF advised members that the Executive were now looking at the process for recruiting class representatives from the student body. The 2013/14 programme of Fresher's Fairs, synchronised across all campuses, would provide an excellent opportunity for information to be shared about these vital roles and to encourage participation across all programmes.

Development work was on-going with regard to important aspects of social media, including Ayrshire College Facebook and Twitter. In addition, designs were being finalised for the Ayrshire College Student Association (ACSA) branding and logo (Standing Tall for Ayrshire). The Student President and Vice Presidents had agreed on wearing hoodies and polo shirts with their names, to ensure that they would be visible and recognised across all campuses.

In order to work well in partnership with the College, there would be regular meetings with Helen Canning, Director of Student Services, who would provide help and support to ensure that ACSA could function at its best for all students.

SF commended the ACSA video to members which they could access on the website. HD confirmed that it was an excellent video and that it was a great communication tool which would enable students to see and know their President and Vice Presidents.

14. Committee Membership (tabled paper)

In introducing this tabled paper, WM referred to the members' approval at the meeting of the Shadow Board on 15 July, firstly of the proposed committee structure for the Ayrshire Board, and also the proposals for the appointment of the Chairs of the Board committees.

WM outlined suggestions for the membership of the committees, under the terms of authority granted to the Board of Management under the 1992 Act.

WM had endeavoured to propose the appointments in the most balanced way possible. He was aware, however, that there were currently vacant places on the Board of Management and that a recruitment exercise would be undertaken to ensure the full Board complement. WM confirmed, therefore, that the committee membership proposed would be on an interim basis until the new Board members were in place, when the membership would be revisited.

Stephen Greenwood asked that account be taken of his non-availability on Thursday evenings and WM agreed to revise the membership arrangements accordingly.

The Board approved the proposed Committee membership.

15. AOCB

Principal's meetings with staff

HD confirmed for members how much importance, from an organisational development and cultural perspective that she gave to engaging personally with students, staff and stakeholders in an open and visible manner.

HD advised that she was planning a series of informal breakfast and afternoon tea meetings with staff for the new session, to be held at the start and finish of the normal campus business hours.

A copy of the schedule was passed to all present and HD requested the support of members, if possible, with their attendance at the meetings. This would afford both staff and Board members the opportunity to meet and discuss College matters, in an informal setting.

Staff would be advised of the meetings through the Principal's update. HD asked that if any Board member wished to attend any of the meetings that they should advise her Executive Assistant, Ellie O'nions, who would be co-ordinating arrangements for the events.

Other events

HD also confirmed that there would be a range of other different events which members could be involved and these would be advised in due course.

In addition, it was HD's intention to ensure that members would hear the student voice at Board and other committee meetings when students would be invited to share their personal stories and learning experiences at the College.

From the student perspective, SF confirmed how important it was that Board members attended at College events in order for them to be highly visible and to ensure appropriate accountability in their governance role.

Identity badges

With due regard to all corporate arrangements, and the events being discussed, HD confirmed that identity badges for all Board members were currently being arranged and would be available at the next meeting of the Board.

Campus Liaison Officer

In a first for colleges across Scotland, HD was very pleased to advise the Board of the appointment of Ayrshire College's Campus Liaison Officer (CLO), police constable Claire Walker. This was a joint post for 12 months between Ayrshire College and Police Scotland. Members noted that there would be on-going evaluation during the life of the project, as well as joint quarterly reviews.

HD confirmed that the CLO would provide a progressive policing service across all of the College's campuses, liaising with community police teams as required, and engage with the students and staff as appropriate.

The Board agreed that this was an excellent example of partnership working and members looked forward to hearing more about the project in the future.

16. Date of the next meeting

WM confirmed that the next meeting of Ayrshire College Board would take place on Monday 2 September at the Kilwinning Campus.

Signed by the Chairman _____

Date: 2 September 2013