

Present: Willie Mackie (Chair)
Nicki Beveridge
Margarette Bryan
Heather Dunk
Fiona Fawdry
Barbara Graham
Gordon James
Alan McGregor
Lainey McKinlay
Douglas Mclvor
Alan Walker
Marri Welsh

In attendance: Brendan Ferguson (Board Secretary)
Michael Breen
Jackie Galbraith
Jane McKie
Alistair Gordon
James Thomson (Scott-Moncrieff)

1 Welcome

The Chair welcomed everyone to the meeting and in particular James Thomson of Scott-Moncrieff. The Chair explained that Mr Thomson was attending as an observer in his capacity as External Facilitator of the Board Governance Effectiveness Review.

2 Apologies

Apologies were received from Board Members Holly Bates, Julie Bradley, Bill Costley and Tom Wallace, and from EMT member Donna Vallance.

3 Declarations of Interest

There were no declarations of interest.

4 Student Association Report (*Paper 2*)

L McKinley took the Board through the above report and added some additional pieces of information which had occurred since the report had been drafted. The Board was impressed by the high quality of the reports being produced by ACSA and commended this report for its construction, layout and easy-reading content. The Board also commended Student Vice-President Lainey McKinlay for her performance over the previous months during which, as a result of illness, most of the Sabbatical Officer burden had fallen to her.

The Board noted and welcomed the above Report. The Board congratulated ACSA and the Student Officers for their ongoing excellent work and progress. This was also reflected in the continuation of their success in the nomination for and receipt of external awards.

5 Chairs Report

The Chair noted that since the last Board meeting he had spent significant time involved in workshops related to the ongoing Enterprise & Skills Agencies Review. An announcement would be made in the Scottish Parliament that afternoon in relation to the progress that had been made by the Review.

Other matters mentioned included:

- Visiting Ayrshire Businesses on behalf of Scottish Enterprise during which the partnership model with Ayrshire College had received universal praise.
- Arranging and accompanying the entrepreneur Phyllis McLeish on a visit to the HIVE. The Chair noted that he would seek to arrange more such visits.
- Attendance at the Data Conference hosted by Ayrshire College at the Kilmarnock Campus. The Chair added that this had been an excellent event which demonstrated how Ayrshire College was taking the lead in this area of technology.

6 Minutes of the Ayrshire College Board Meeting held on 15 December 2016 (Paper 1)

The minutes of the meeting held on 15 December 2016 were approved as a correct record.

Proposed: **B Graham**, Seconded: **A Walker**

7 Matters Arising

Page 11, Item 20: H Dunk reported that no further progress had been made on the proposals re Kilwinning Academy. Dialogue would continue with North Ayrshire Council.

8 2016/17 Budget Update (Papers 3)

M Breen took the Board through the above Paper as written, noting that it had been approved by the Finance Committee.

The Board noted and approved the Budget Update.

9 SFC Indicative Funding Notification 2017/18

H Dunk provided a verbal report on the 2017/18 indicative funding notification received from SFC. H Dunk noted that the “Simplified Funding Model” (SFM), currently under consideration by SFC, had the potential to significantly decrease the funding that was made available to Ayrshire College. The Board discussed at the length the SFM and its implications and were strongly of the opinion that the premise under which the SFM was being prepared was wrongly predicated and took little account of the serious implications the model held for the delivery of the Scottish Government’s priorities in some colleges, including Ayrshire College.

The Board noted the indicative funding notification as outlined by the Principal. The Board noted with concern that once again the sector is entering the fourth quarter of the academic year with no confirmation of the funding to be made available in the forthcoming academic year, and the implications this held for the strategic planning of resource deployment by the College. The Board further noted with concern the impact of a SFM on any future funding allocations.

10 Updated Procurement Strategy (Paper 4)

M Breen introduced Paper 4, explaining that it represented an update of the document approved in 2014, taking account of changes that had taken place.

The Board approved the Procurement Strategy 2017-20 for implementation.

11 Presentation on Progress Being Made in the Preparation of the 2017-20 Outcome Agreement

The Board noted an interesting and thought provoking presentation from J Galbraith on the consultations taking place and the preparation of the 2017-20 Outcome Agreement. Board Members were invited to make their own individual contributions as part of the consultative process.

The Board noted the above presentation with interest and agreed that the document could not be finalised until the funding settlement for 2017/18 had been confirmed and the College was aware of the funding parameters within which it would be working.

12 Verbal Report on the Progress of National Bargaining

H Dunk reported that EIS/FELA were again balloting their membership seeking a mandate for calling further strike action. The main areas of contention were working hours, annual leave entitlement and salary conservation. It was hoped that the meetings currently ongoing would lead to progress being made between the Union and the Employers.

The Board noted the update from the Principal on the position in relation to National Bargaining. The Board noted with disappointment that, despite the progress that had previously been made, EIS/FELA was in the process of balloting its members on a resumption of industrial action.

The Board re-emphasised its previously recorded position that pay negotiation and harmonisation must be inextricably linked with negotiations on and the harmonisation of employee terms and conditions in providing a sector wide workforce for the future. The Board strongly emphasised that its position remained that there could be no national harmonisation of salaries without coincident agreement on a national harmonised set of terms and conditions.

13 Estates Rationalisation (Paper 5)

G James took the Board through Paper 5 as approved by the Estates & New Campus Development Committee.

The Board Noted and Approved the Estates Rationalisation as set out in Paper 5.

14 Organisational Review: Verbal Update from the Principal

H Dunk reported on the progress of the Organisational Review since the previous meeting of the Board.

The report made by the Principal was noted and welcomed.

15 Equality Duties (Paper 6)

N Beveridge introduced Paper 6, reporting that the paper had been given detailed consideration by the Human Resources and Organisational Wellbeing Committee which had recommended that the paper, as presented to the Board, be approved.

The Board approved the following:

- **The Ayrshire College Equality Outcome Action Plan 2017-21 for implementation.**
- **The Ayrshire College Equal Pay Statement.**

16 Board Development Plan 2015/16: Progress Report (Paper 7)

N Beveridge took members through the progress made on the rolling Board Development Plan, introducing to the Board some new proposals with regard to the mentoring of new board members. Members were reminded that this progress report would be forwarded to the SFC alongside the Report of the externally led Board Governance Review.

The Board welcomed the progress being made and approved the following:

- **The Board Development Progress Report.**
- **The proposals contained within the Board Development Plan in relation to Mentoring were approved for implementation.**

17 Appointment of Senior Independent Member (*Paper 8*)

W Mackie introduced the above Paper and took the Board through it as written.

The Board noted the content of Paper 8 and approved the continuation of Mr Alan Walker as the Board's Senior Independent Member (SIM) until the end of his current period of appointment.

18 Risk Registers:

- **Corporate Risk Register (V3) at February 2016 (*Paper 9*)**
- **New Campus Risk Register (V19) at February 2017 (*Paper 10*)**

A Walker introduced Paper 9, noting that the Corporate Risk Register extracts had been considered and approved by all of their host Committees before being approved by the Audit Committee. There was nothing that the Audit Committee felt needed to be escalated to the Board.

A Walker reported that the New Campus Risk Register (Paper 10) had been approved by the Estates and New Campus Development Committee and received by the Audit Committee. A Walker added that this Risk Register was nearing the end of its operational life and any residual risks remaining when it is closed will be carried over to the Corporate Risk Register.

The Board noted and approved the Risk Registers as contained in Papers 9 and 10.

19 Committee Chairs' Reports

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

All of the Chairs' reports were noted by the Board.

20 Standing Committee Minutes

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

- **Audit Committee:**
 - 8 December 2016 (*Paper 11*)
- **Estates and New Campus Development Committee:**
 - 3 November 2016 (*Paper 12*)
- **Finance Committee:**
 - 16 November 2016 (*Paper 13*)
- **Human Resources and Organisational Wellbeing Committee**
 - 1 December 2016 (*Paper 14*)
- **Learning and Teaching Committee**
 - 24 November 2016 (*Paper 15*)

21 Homologation of Item Approved by Circulation into the Board Minutes of 30 March 2017

Royal Bank of Scotland (RBS) (*Paper 17*)

Following consideration and recommendation for approval by the Finance Committee on 8 March 2017, Board Members were asked to consider the following by circulation following the instruction received from SFC:

“Ayrshire College is now in the process of making the move from the Bank of Scotland to RBS. As part of this move the College is required to set up a BACS service, not least to effect payroll payments to staff. RBS require the BACS arrangement to be approved by the Board of Management and an appropriate signed minute provided to it as part of the record of approval. This was considered by the Finance Committee on Wednesday and the Finance Committee has recommended approval of the arrangement and the suggested minute to the Board of Management.

Because there are time constraints attached to this, in order that the Finance Office may progress the payroll arrangement, and the Board does not meet for another three weeks, the Board is being asked by circulation to approve the minute as set out on page 10 of the attached document. If approved, the minute will be incorporated into the next Board meeting minutes on the recommendation of the Finance Committee.”

The majority of Board Members indicated by return their approval of the recommendation. No negative responses were received. Consequently, the following was approved by the Board for homologation into the Board Minutes.

Having considered:

- (a) the BACS/BACSTEL-IP Services Application Form;**
- (b) BACS/BACSTEL-IP Services Customer Terms and Conditions; and**
- (c) the Business Customer Agreement for the Trust Assured Service, together with the "Terms and Conditions", it was resolved:**

- 1 That the Terms and Conditions be hereby approved and adopted by Ayrshire College as the terms on which the College shall use the BACS/BACSTELIP services.**
- 2 That the individuals signing Section 6 of the application form, the Customer Agreement, be and are hereby authorised (1) to sign on behalf of the College (the College) the BACS/BACSTEL-IP Services Application Form(s) for the BACS/BACSTEL-IP Services ("the Agreement"), a copy of which was seen by the Ayrshire College Board of Management; and (2) to deliver the Agreement to the Bank together with this Excerpt Board Minute; and (3) from time to time at their discretion to add to or remove from the arrangements covered by the Agreement such accounts of the College as they shall determine; and (4) from time to time to appoint such persons as they shall determine as Primary Security Contacts in addition to or in substitution for the persons referred to in resolution 3 below and also at their discretion to terminate any appointment as a Primary Security Contact; and (5) from time to time and in accordance with and subject to such directions as the College may from time to time stipulate and on behalf of the College to enter into and to bind the College to such variations of the Agreement or the terms of the BACS/BACSTEL-IP Services or other contracts or documents relating to the BACS/BACSTEL-IP Services as they shall consider appropriate and in the interests of the College provided that the Bank shall be entitled to assume that any such act performed by the persons hereby authorised complies with all the requirements of the members/Committee and this paragraph; and**
- 3 That the College permits those signing Section 5 of the application form, Primary Security Contacts, to operate on the College's Account(s) kept with the Bank to access and to use the BACS/BACSTEL-IP Services; and**
- 4 That the persons named as Primary Security Contacts under or pursuant to these resolutions are each authorised to receive on behalf of the Organisation the security devices referred to in the Terms and Conditions, and**
- 5 That these resolutions do not in any way limit or affect the existing authorities to the Bank for operations on the College's account(s).**

22 Date of Next Meeting: Thursday 22 June 2017 at 4.00 pm, Ayr Campus.