

**Minute of the Board of Management Meeting  
Held on Thursday 26 March 2020  
By virtual attendance via Zoom**

**Present:** Willie Mackie (Chair)  
Elaine Anderson  
Fiona Blain  
Scott Cooley  
Steve Graham  
Christopher Hall  
Lauren Howieson  
Gordon James  
Mary McClung  
Jack McCrindle  
Fiona McQueen  
Hazel Murphy  
Michael Stewart  
Carol Turnbull  
Alan Walker

**In attendance:** Brendan Ferguson (Board Secretary)  
Yvonne Melvin (Executive Assistant)

**1 Welcome and Declarations of Interest**

The Chair welcomed everyone to the meeting and provided members with 'housekeeping' in respect of using Zoom.

Scott Cooley, Steve Graham and Mike Stewart declared an interest in Item 8, Paper 4.

**2 Apologies**

Apologies were received from Board Members Margarett Bryan, Alison Sutherland and Steven Wallace.

The Chair advised that ELT members Michael Breen, Anne Campbell and Jane McKie had been excused from attending due to their current priorities in relation to the management of ongoing Coronavirus implications for the College.

**3 Coronavirus Update (Verbal)**

The Chair asked that Item 13 on the agenda be delivered at this point in the meeting.

C Turnbull provided a verbal update, advising that, in light of the announcement by the Scottish Government on Monday 16 March 2020, planning for the phased reduction in face-to-face teaching had been accelerated. It was noted that most online materials had now been uploaded and the College was now operating remotely with all systems and processes working well. C Turnbull also advised that there was still a high level of student engagement and staff were working hard to ensure students continued to feel engaged.

The key priority for the Principal and Leadership team is the health, safety and well-being of staff and students and this would remain a focus as this situation

developed. It was noted that the College continued to update students and staff regularly and that various activities were being undertaken to provide assistance in the communities where possible, for example:

- The College's website was updated on a daily basis;
- Front line organisations had been contacted regarding the provision of PPE;
- Staff had been contacted to outline the College's stance should they wish to volunteer their time;
- M Breen continued to work with the Ayrshire IJB's in respect of possible student involvement and the availability of equipment.

C Turnbull added that she continued to correspond regularly with the Scottish Government, SQA and Colleges Scotland on the impact for the sector and also noted that engagement with SDS was ongoing. Funding scenarios for the College were also being worked on and would be provided to the Board in due course.

The Chair thanked and commended C Turnbull and all College staff and students for their hard work in ensuring the College's ability to continue operating remotely.

**The Board thanked C Turnbull for the verbal update and looked forward to receiving further updates as the situation evolved.**

#### **4 Minutes of the Previous Meeting held on 12 December 2019 (Paper 1) (P)**

The minutes of the meeting held on 12 December 2019 were approved as a correct record.

Proposed: E Anderson; Seconded: M Stewart.

#### **Board of Management Action Tracker (Paper 1A) (P)**

The following was noted in relation to the content of the Action Tracker:

**Action 17** – This Action would remain In Progress.

**Actions 19 to 24** – These Actions would remain In Progress.

#### **5 Matters Arising**

Item 10, page 5; The Board Secretary noted that the scheduled visit to the College by the Deputy First Minister on 29 April 2020 was likely to be postponed in light of the provisions in place to manage the impact of the Covid-19 pandemic.

Item 11, Page 6; The Chair noted that a proposal to postpone the Board Effectiveness Review till 2021 had been submitted to Ken Milroy MBE, Chair, Colleges Scotland, for consideration. A further update on the outcome would be provided in due course.

Item 23, page 11: C Turnbull confirmed that the agreed payments to staff had been actioned.

## 6 Student Association Report (*Paper 2*) (*P*)

J McCrindle took members through the Student Association Report, highlighting various aspects of the report to the Board and the progress made prior to closure. It was noted that the second phase of Your Voice Matters, scheduled to take place from 16 March 2020, was postponed due to the operational disruption resultant on Covid-19. L Howieson advised that Hey Girl! Had been confirmed as the College's new vendor for sanitary products and that students would be able to access free products online during the campus closures.

J McCrindle also confirmed that the Student President and Vice-President Elections, scheduled to commence on 18 March 2020, had been postponed as a result of the current closure. Consideration had been given to whether the election could be conducted online, but it had been concluded that there was no guarantee that all eligible students would be able to take part in a remote online election. J McCrindle added that the position would be kept under review. In the interim, J McCrindle confirmed that he and L Howieson would remain in post. The Board Secretary informed members that should the Student Association wish to propose to the Board the temporary suspension of the articles within the ACSA constitution governing Student Association sabbatical elections, and substitute them with temporary emergency provision, the Board had the authority to approve such a proposal.

Further discussions took place on the content of the Report and a number of questions were asked and satisfactory responses provided. In response to one question, L Howieson confirmed the intention of the Students Association to maintain its approach to mental health support during the shutdown.

**The Board noted and welcomed the above Report.**

**The Board asked the Students Association to consider the Governance position in relation to the Sabbatical Elections and to inform the Board Secretary accordingly.**

## 7 Chair's Report

The Chair reported on the following matters that had occurred since the previous meeting of the Board:

- The Chair and Principal had attended a number of meetings with Ayrshire elected representatives, including recently elected MP Alan Dorans, during the period. All meetings had been positive with good discussion.
- Virtual discussions with SFC and the Scottish Government on college sector budgets and the potential financial implications of the Covid-19 shutdown were ongoing. An update would be provided in due course.
- The college sector had adopted a collaborative approach to dealing with the Covid-19 shutdown and most scheduled meetings were going ahead using video-conference software, in much the same way as this meeting was proceeding.

## **8 Draft Regional Outcome Agreement 2020-23 (Paper 3) (P)**

F McQueen, as Chair of the Learning & Teaching Committee, introduced Paper 3 and advised members that the Paper had been subject to a robust discussion by the Committee at their meeting in March. It was noted that representatives from SFC and Education Scotland were also in attendance at the Committee meeting and provided input to the discussions, commending, in particular, the College on its positive and productive engagement with students. F McQueen confirmed that the Paper had subsequently been approved by the L&T Committee and had been commended to the Board for approval.

**The Draft Regional Outcome Agreement 2020-23 was approved by the Board.**

## **9 Recommendations re the Extension of Board Member Appointments (Paper 4) (P)**

The Board noted that the three members whose reappointment to the Board was being proposed in Paper 4 had declared an interest in the content of the Paper at the start of the meeting. The Board agreed that while the members concerned could not take a part in any subsequent vote on the content of the paper, they would not be asked to leave the meeting for this item.

The Chair introduced Paper 4, reminding the Board that newly-appointed members replacing prematurely retiring members must assume the tenure of those leaving the Board. Each of the three member reappointments under consideration had been in their Board role for less than a year as they were completing the tenure of retired board members whose appointments were due to expire on 31 July 2020. It was noted that the recommendations regarding the extension of the three board member's appointments had been made following robust discussion at the Search & Nominations Committee at their meeting on 10 March 2020, with full account taken of the Scottish Government's guidelines on the appointment and reappointment of board members. The Chair confirmed that the recommendation that Mr Scott Cooley, Mr Stephen Graham and Mr Michael Stewart to be re-appointed to the maximum four year periods of office as members of the Board of Management, with effect from 1 August 2020 to 31 July 2024, had been unanimously approved by the Committee, including external member Mr Paul Houlden, and commended to the Board for approval.

**The Board agreed to recommend to Scottish Ministers the reappointment of Mr Scott Cooley, Mr Steven Graham and Mr Michael Stewart as board members for a full four year period, with effect from 1 August 2020 until 31 July 2024.**

**The Chair advised members that it was the intention of G James and M Bryan to stand down as Board members at the end of their current period of appointment on 31 July 2020. However, as the Board Recruitment Exercise 2020 had been paused due to the Covid-19 situation, both had agreed to remain Board members in the interim and until such time as the Recruitment Exercise could be concluded, in line with a communication received by the Board Secretary from the Scottish Government on 18 March 2020. The Chair thanked G James and M Bryan for their ongoing support and commitment to the Board and to Ayrshire College.**

**10 2019-20 Ayrshire College Corporate Risk Register (V3) at March 2020**  
*(Paper 5) (R)*

G James, as Chair of the Audit Committee, introduced the Risk Register, as approved by the Learning and Teaching and Business, Resources and Infrastructure Committees, explaining where individual risk levels had moved from previous assessments. G James also noted the incorporation of a new risk concerning the Coronavirus pandemic and its potential impact on the College.

It was noted that the Audit Committee, scheduled to take place on 17 March 2020, had been cancelled for operational reasons as the College prepared for the closedown. As such, the Board was asked to fully consider Risk Register (V3) for approval.

The Board considered the Risk Register (V3) as presented, including its own Risk Extract, and agreed that it presented an accurate reflection of the current Risk position of the College.

**The Board approved the 2019-20 Ayrshire College Corporate Risk Register (V3) as at March 2020.**

**11 Brexit Risk Register (V3) at March 2020** *(Paper 6) (R)*

G James, as Chair of the Audit Committee, introduced the Brexit Risk Register (V3), and stated that in light of the cancellation of the Audit Committee's scheduled meeting, The Board was asked to fully consider the Brexit Risk Register (V3) for approval.

The Board considered the Brexit Risk Register (V3) as presented and agreed that it presented an accurate reflection of the current Brexit Risk position of the College.

**The Board approved the Brexit Risk Register (V3) as at March 2020.**

**12 Proposed Amendment to the Board's Responsibilities and Standing Orders** *(Paper 7) (P)*

B Ferguson, as Board Secretary, introduced Paper 7, which set out a proposed update to the Board's Responsibilities and Standing Orders

**The Board considered and approved the proposed update to the Board's Responsibilities and Standing Orders.**

**13 Draft Board and Committee Meeting Dates 2020-21** *(Paper 8) (P)*

B Ferguson introduced Paper 8, advising that the proposed schedule of meeting dates for 2020-21 had been circulated to Board members and no issues/amendments had been raised.

**The Board considered and approved the Draft Board and Committee Meeting Dates 2020-21.**

## 14 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. In the absence of S Wallace, as Chair of BRIC, W Mackie provided the Business, Resources and Infrastructure Committee Chair's Report. G James confirmed that the March meeting of the Audit Committee had been cancelled as the College prepared for the Covid-19 shutdown. The confirmed minutes of the third quarter committee meetings would be received by the Board at its next meeting.

**The Chairs reports were noted by the Board.**

## 15 Confirmed Standing Committee Minutes.

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

- **Search & Nominations Committee 21 February 2019** (*Paper 9*) (*R*)
- **Performance, Review & Remuneration Committee 26 September 2019** (*Paper 10*) (*R*)
- **Learning and Teaching Committee 14 November 2019** (*Paper 11*) (*P*)
- **Business, Resources & Infrastructure Committee 19 November 2019** (*Paper 12*) (*P*)

## 16 Date of Next Meeting: Thursday 18 June 2020 at 4pm in G93, Ayr Campus.

Received for Information

## 17 Education Scotland Progress Visit Report (*Paper 13*) (*P*)

## 18 Colleges Scotland Submission to the Scottish Government Spending Review 2020-21 – 2022-23 (*Paper 14*) (*P*)

*P - Papers will be published on the College Website*

*R - Papers will not be published for reasons of commercial confidentiality or for reasons associated with data protection legislation*

*C/P - Confirmed minutes will be published on the College Website*