

**AYRSHIRE COLLEGE BOARD OF MANAGEMENT MEETING
TO BE HELD ON 03 OCTOBER 2024 AT 4.00 PM**

AGENDA

Part A – Welcome, Report and Minutes

1	Welcome and Declarations of Interest	
2	Apologies	
3	Minute of the meeting held on 13 June 2024 <ul style="list-style-type: none"> • Board of Management Action Tracker 	Paper 1 (FMcQ) (C/P) Paper 1A (FMcQ) (P)
4	Matters Arising	
5	Items for Homologation <ul style="list-style-type: none"> 5a Standing Order Update 5b Recruitment Approval 	Paper 2 (HD)
6	Student Association Report Q1	Paper 3 (DH/CS) (P)
7	Chair's Report	Paper 4 (FMcQ) (P)
8	Principal's Report	Paper 5 (ACo) (R)

Part B – For Discussion, Decision or Approval

9	Board and Committee Terms of Reference and 2024/25 Work Plans	Paper 6 (HD) (P)
10	Board Effectiveness Report 2023/24 & Development Plan 2024/25	Paper 7 (HD) (P)
11	Evaluation of Effectiveness of Board (Chair) 2023-24	Paper 8 (AS) (R)
12	Financial Forecast Return (FFR) Presentation	Paper 9 (AR) (R)
13	2023-24 Final Outcome Agreement Self-Evaluation Report	Paper 10 (ACa) (R)
14	2024-25 Self Evaluation Report & Action Plan	Paper 11 (ACa) (R)
15	Strategic Risk Register	Paper 12 (AR) (R)
16	College Transformation Projects Update	Paper 13 (AR/DD/AC) (R)
17	Performance Dashboard Update Link to Dashboard	Verbal (AR/DD/AC)

Part C – Standing Committee Business: For Review or Approval

18	Committee Chairs Reports on 1 st Quarter Committee Meetings <ul style="list-style-type: none"> • Learning & Teaching Committee 12 September 2024 • Performance Review & Remuneration Committee 20 June 2024 • BRIC Committee 17 September 2024 • Audit & Risk Committee 24 September 2024 	Paper 14 (AS) (P) Verbal (AS) Paper 15 (MW) (P) Paper 16 (SM) (P)
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19 Confirmed Standing Committee Minutes

- Learning & Teaching Committee 23 May 2024
- BRIC Committee 28 May 2024
- Audit & Risk Committee 4 June 2024

Paper 17 (P)

Paper 18 (P)

Paper 19 (P)

Part D – To Receive for Information

20 **AOCB**

Date of Next Meeting: Thursday 19 December 2024

*(C/P) Confirmed minutes will be published on the College website; (P) Papers will be published on the College website
(R) Papers will not be published for reasons of commercial sensitivity or for reasons of personal data confidentiality*

**Minute of the Board of Management Meeting
Held by Hybrid Attendance at Kilmarnock Campus and
via Video Conference Using Microsoft Teams
on Thursday 13 June 2024**

Present:

Fiona McQueen	Chair
Steven Wallace	Vice Chair (From Agenda Item 7)
Mike Stewart	Senior Independent Member
Norman Bone	Non-Executive Board Member
Jason Currie	Non-Executive Board Member
Sharon Morrow	Non-Executive Board Member
Gordon Neil	Non-Executive Board Member
Michael Ross	Non-Executive Board Member
Alison Sutherland	Non-Executive Board Member
Matthew Wilson	Non-Executive Board Member
Tim Chan	Elected Student Vice President
Amanda Woods	Elected Student Executive Member
Lisa Keggans	Elected Member, Service/Support Staff
Janette Moore	Elected Member, Curriculum Staff
Angela Cox	Principal, Ex-Officio

In attendance:

Anne Campbell	Vice Principal – Skills and Enterprise
David Davidson	Vice Principal – People, Performance and Transformation
Hilary Denholm	Board Governance Adviser
Candy Munro	CDN (observing for External Effectiveness Review)
Alan Ritchie	Vice Principal – Finance & Infrastructure
Angela Scoular	Executive Assistant to the Principal and Chief Executive (Minutes)

1. Welcome and Declarations of Interest

The Chair welcomed all present to the meeting.

The Chair welcomed new Non-Executive Board members, Michael Ross and Jason Currie, along with Amanda Woods, Elected Student Executive Member and finally Candy Munro from the College Development Network who is observing the meeting as part of the External Effectiveness Review.

It was noted that Gillian Murray has left the Board, and thanks were given for all her contributions initially as a Co-optee then as a full Board member.

There were no declarations of interest.

2. Apologies

Apologies were received from Iain Shearer, Non-Executive Board Member, Farouque Hussain, Non-Executive Board Member and Chris Boyce, Elected Member, EIS-FELA Teaching Staff.

The meeting was confirmed as quorate.

3. Minutes of the Previous Meeting held on 28 March 2024 (Paper 1) (P)

The minutes were approved as a correct record.

Proposed: Alison Sutherland

Seconded: Gordon Neil

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

There were no outstanding actions, and logged decisions were noted.

4. Matters Arising

There were no outstanding matters arising from the minutes.

A Cox gave a verbal update on the current pay negotiations. (R)

5. Student Association Report Q4 (Paper 2) (P)

T Chan introduced Paper 2 as presented and summarised key highlights from the report.

The Board noted:

- Positive feedback had been received as part of the recent Annual Engagement Visit regarding the high level of awareness of the Student Association.
- Class Ambassador meetings were now complete for this academic year and rich feedback had come through these meetings. Any issues that had been raised were put forward to SLT and acted upon as necessary.
- Some student clubs would continue to run throughout the summer period.
- Volunteering Awards were awarded this academic year for the first year and this was a great success.
- The Mental Health Agreement was now finalised and would be published on the College website.
- A mental health app had also been launched.
- Two bids had been submitted to the Ayrshire College Foundation for Essential Radio and the Student Association extra-curricular fund and decisions were awaited.
- Student President elections had taken place and Darcie Hamilton had been selected as the new Student President, with Conner Skipsey as the Student Vice President. A handover and induction process would be carried out prior to them taking up post at the beginning of July.
- The Student Association will continue to prepare for the new academic year.
- A Class Ambassadors Mid-Year Review Report was provided which highlighted any issues and concerns which had been addressed through discussions with SLT.

T Chan and A Woods took the opportunity to thank members for their support and noted that they had gained a lot of knowledge and experience during their time on the Board.

The Chair thanked T Chan and A Woods for their hard work as Elected Officers on behalf of the Board and wished them both well in their future endeavours

The Board noted the report as presented.

6. Chair's Report (*Paper 3*) (P)

The Chair provided an update on activities carried out since the previous Board Meeting.

The Board noted:

- The College Chairs' Group had met with the Minister and it was noted that the pay dispute would be raised at a national level.
- It was hoped that a Unison representative would join the Board soon.
- One to one meetings for Board members had been scheduled for during the summer period.

The Board noted the report as presented.

7. Principal's Progress & Priorities Update (*Presentation*) (P)

The Principal gave a presentation which provided members with an update on the success measures for 2023-24 and outlined the priorities for 2024-25.

A query was raised with regards to employer engagement and new partnerships and it was confirmed that the College had engaged with 30 new businesses across various sectors and the College is also looking at different relationships with employers and to be more transformative in our approach.

A point was raised about The Ayrshire Way and it was noted that staff were beginning to talk more about this and the protected time element was welcomed.

The Board noted the progress and update as presented.

8. Strategic Ambition Update (*Presentation*) (P)

D Davidson gave a presentation detailing the following key areas:

- Our Mission – three options were presented
- Our Ambition
- Our Objectives
- Our Values
- The Ayrshire Way
- Our Measures of Success

A query was raised regarding what discussions had taken place to date and it was noted that sessions had taken place with staff and feedback taken from student surveys and any comments made had been reflected in the plans.

It was added that the following events had taken place or were still to follow:

- Sessions had taken place with SLT and CLT to gain a common understanding of delivery.

- A private meeting took place in March with the Chief Executives of the three local authorities, NHS Ayrshire and Arran, Ayrshire Chamber and the Chair of the RES Delivery Group.
- An MP/MSP event had been postponed to the start of next academic year.
- An employer event had been postponed to the start of next academic year.
- A staff conference will take place on 15 August where staff will assist in writing the enabling strategies which underpin the overall strategic ambition.

With regards to the three options presented for the mission statement, the preferred option from the majority of members was 'Empowering People for a changing world'.

The Board noted the presentation and approved the Strategic Ambition Update.

Decision - BOM46-D01: The Board approved the Strategic Ambition Update.

11. Key Performance Indicator Dashboard *Verbal (P)*

A Campbell referred to the updated information and noted that the College was currently 294 credits above the credit target. The was position is despite school/college programmes not running due to strike action by EIS-FELA. Recognition was given to the effort of the whole team.

The Board noted the update as presented.

12. Education Scotland Report (*Paper 6*) (*P*)

A Campbell introduced this report that was discussed in detail at the LTQC.

The Board noted:

- The purpose of the Annual Engagement Visit is to review and record annual improvements and areas for further action.
- The themes highlighted were Learner Progress and Outcomes, Approaches to Assuring and Enhancing the Quality of Learning and Teaching and Learner Engagement.
- Significant improvement was noted across Learner Progress and Outcomes.
- Good practice under Approaches to Assuring and Enhancing the Quality of Learning and Teaching were highlighted within the report including Trauma-informed approaches to curriculum planning, building future pathways and the Aspire programme. It was also highlighted that many teaching staff make effective use of professional learning opportunities to gain full professional registration with GTCS.
- The report positively demonstrated the impact of the Student Association and the learner awareness of its impact. It was reported that diversity and inclusion is well promoted and evidenced in the inclusion of the S Word Campaign, 16 Days of Action and The White Ribbon Campaign.
- Within the final report, there are three areas for development:
 - Delivery of Core Skills and recognition of Core Skills.
 - Embedding and development of Meta Skills.
 - Learner participation rates in the Student Engagement and Satisfaction Survey.

- The overall outcome of the Annual Engagement Visit highlighted no main points for action and all areas of development identified within the 2023-24 Annual Engagement Visit have been actioned.

The Board welcomed the report, and thanked College staff and the Student Association for all their participation and support.

15. Committee Chairs' Reports on 4th Quarter Committee Meetings (Papers 8, 9 & 10)

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.

16. Confirmed Minutes: Standing Committees (Papers 11, 12 & 13)

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

- Learning, Teaching & Quality Committee (7 March 2024)
- Business, Resources & Infrastructure Committee (12 March 2024)
- Audit & Risk Committee (19 March 2024)

The Board received the above minutes from noting.

17. AOCB

The Chair advised that this would be the final Board meeting for Student Vice President, Tim Chan, and Amanda Woods, Student Executive, who will both be leaving their posts on 30 June 2024. The Board extended their thanks to Tim and Amanda for their work with the Student Association and wished them well for the future.

The Chair also advised that this would be the final Board meeting for the Vice Chair, Steven Wallace, and the Senior Independent Member, Mike Stewart. The Board extended their thanks to Steven and Mike for all their work with the Board over the years, and wished them both well for the future.

Date of Next Meeting: Thursday 3 October 2024 at 4.00pm

(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

Board of Management - Action and Decision Log Meeting No 47 – 03 October 2024

Meeting Date	Agenda Item	Reference	Details	Action Owner	Due Date	Action / Decision	Open / Complete / Approved / Declined
13.06.24	Strategic Ambition	BOM46: D01	The Board approved the Strategic Ambition Update.	NA	NA	Decision	Approved
13.06.24	Board Recruitment	BOM46: D02	<p>The Board approved the Recruitment proposals:</p> <ul style="list-style-type: none"> • Appointment of two new Non-Executive Board Members • Appointment of new Co-optee for Audit & Risk Committee • Ratification of the Teaching Staff Board Member re-appointment • Ratification of appointments to Board Vice Chair & Senior Independent Member. 	NA	NA	Decision	Approved
13.06.24	2024-25 Budgets for Academic Year ending 31 July 2024	BOM46: D03	The Board approved the 2024-25 Budgets for Academic Year ending 31 July 2024	NA	NA	Decision	Approved
13.06.24	College Transformation Projects Update	BOM46: D04	The Board approved the continuation of the Part 147 Project with a revised timeline.	NA	NA	Decision	Approved
13.06.24	Strategic Risk Register	BOM46: D05	The Board approved the Risk Appetite Statement and the Ayrshire College Strategic Risk Register	NA	NA	Decision	Approved

Ayrshire College*(Paper 3)***Board of Management Meeting****03 October 2024****Title:** Student Association Report**Purpose:** To provide members with an update on activity that has taken place within the Student Association during Q1 of AY 2024-25**Recommendation:** To note**1. Executive Summary**

The Student Association team consists of two elected officers. The Student President, Darcie Hamilton, and Student Vice President, Connor Skipsey. The Student Association is governed by a Student Executive Committee within which students hold various volunteer officer roles. The work of the Student Association is supported by the Student Association Advisor, Linda Corbett, and is overseen by the Head of Quality Enhancement, Ann Heron.

The Student Association proposes to create, develop and implement an Equalities Calendar. This will set the themes of focus for each month of the academic year and allow streamlining of their campaign work.

The Student Association recommends that the areas of development from the 2023/2024 Class Ambassador Mid-Year review are adopted and implemented for the Class Ambassador Programme for 2024/2025.

2. Associated Risks

None

3. Equality and Diversity Impact Assessment

Not applicable.

4. Publication

This paper will be published on the College website.

Current Situation

Training and Development

The new Student Association team have undertaken a variety of training and development opportunities during the summer weeks including attendance at NUS – That’s Colleges Scotland, Sparqs – That’s Quality, CDN Board Induction activities and other online training through the Ayrshire College Staff Learning Portal including Trauma Informed Practice. In addition, the Team received updated and bespoke equalities training from Charlotte Mitchell, Equalities, Diversity and Performance Lead.

New for this academic year has also been a programme of shadowing sessions for the new Sabbatical Officers with key departments around the college including the Info Hub, Student Funding, Health, Safety and Wellbeing etc. This is to support the building of their understanding of Ayrshire College processes and how to support students whilst also building their networks within the college.

The Operational and Enhancement Plan

The Student Association TOEP Annual review has now been completed and key actions for the year ahead have been set. A significant piece of work will include the Student Association Constitutional review as per the review cycle and we will engage with key stakeholders in the college to undertake this activity.

Student Voice

Class Ambassador Programme

The annual schedule of Class Ambassador meetings were prepared and set during this year’s Easter Break and the schedules will be issued to our new and returning Class Ambassadors in due course. To improve accessibility, the schedules will be available in different formats include campus by campus and in large print if needed.

There has been significant interest in attending these meetings from key colleagues within the college and we will work with them to arrange their inclusion at meetings, particularly as the Class Ambassadors reported this as being very helpful.

For training of the Class Ambassadors, the Student Association will pursue the training programme through Sparqs again as this was deemed to be very successful in the last academic session.

In recognition of the voluntary nature of our Class Ambassadors, the Student Association intends to offer the Ayrshire College Volunteering Award again and the new team will undertake a review of this before certificates are issued.

Student Community and Activities

Equalities Calendar and Campaigns

The Student Association have created a working calendar/document which sets out key campaigns and themes for each month of the academic year, this will allow for refining

the campaigns, improve planning, provide focus and identify key colleagues to work in partnership with. This focus on key campaigns, will mean a reduction in the volume of campaign related email communications to students, however we anticipate this being a welcome change based on previous feedback from students.

Freshers

Planning for this year's Freshers in September is well underway. The theme for Freshers is "Ayrshire College, a Place for Everyone" and a key focus will be diversity. We will promote our wide variety of clubs, groups and societies and hope to be able to demonstrate that there is a "place for everyone" by encouraging more students to get involved with the social side of college.

Plans include, the always popular, free Domino's Pizza, our sustainable period product provider TCS will be on hand to talk directly to students about the free period products we offer and we plan to have some fun goodies to give away to the students.

Possible Future Projects

The Student Association, in the last academic session, made applications to both the Ayrshire College Foundation (ACF) and to the Innovation Fund for a variety of projects including:

Radio for All – in collaboration with Essential Radio, the Student Association hopes to secure funds through the ACF for PA systems that would be fitted in the Kilwinning and Ayr Refectories as well as funds for radio play licences for one year covering each campus refectory. This is with a view to having Essential Radio playing in all three refectories which would have a variety of benefits including getting important information to students, improving ambience and for entertainment.

Extra Curricular Fund – in the last academic session, the Student Association made a budget sacrifice of £6000 which went towards student led activities and projects including educational trips, resources for extra-curricular activities and more. The Student Association has applied to the ACF for a one-off grant of £12,000 that would allow for a "bumper-year" of extra-curricular activities and resources for students. A key theme for students and classes applying would be for activities relating to meta-skills.

Virtual Reality Student Association – in collaboration with John McBlain, Music and Sound Production lecturer, we have applied to the Innovation Fund for a three-year project that would see the creation, development and deployment of a Virtual Reality Student Association. This would effectively be a fourth Student Association Office that is wholly online and can be accessed on phones, tablets and laptops through a web link. This fourth office would be a single repository of all activities and information available from the Student Association already but in an accessible, fun and interactive platform.

All three of these funding applications are still awaiting an outcome and we hope to be able to report on these shortly.

The new Student President and Vice Student President are looking ahead to activities related to their manifestos including an Allergy Awareness Campaign, a "Brighten Our Campus" Project, a Parenting Group for Students and much more.

The Student Association are also going to be working closely again with Michelle Morton, the NHS Mental Health Liaison Officer on the S-Word Campaign and Pathways of Hope Projects.

Conclusion

The Student Association will undertake activities, campaigns and projects relating to the two main pillars of their work, namely The Student Voice and The Student Community and will engage with both internal and external key stakeholders to do so.

Darcie Hamilton
Student President
August 2024

Connor Skipsey
Student Vice President
August 2024

Title of Meeting: Board of Management Meeting

Date: 03 October 2024

Purpose: The purpose of this report is to update Board Members on activities carried out by the Chair since the 13 June 2024 College Board meeting.

Recommendation: To Note

1. Executive Summary

Whilst it is generally recognised that Colleges are the powerhouses of Scotland's economy, there is no doubt that the educational reforms needed to deliver this in the future, partnered with financial constraints, present a very challenging context for Ayrshire College to meet its objectives.

The context of delivering high quality education to our students means that the Board must take cognisance of the changing environment for the College and be responsive to the requirements of the Ayrshire economy as well as the needs of our students.

We will continue to engage with the Scottish Government on the reform agenda, including the consultation published at the end of June in relation to simplifying funding for colleges, universities and apprenticeships, to help achieve a more sustainable college sector.

2. Associated Risks

N/A

3. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

4. Publication

This paper will be published on the College website.

5. Stakeholder Engagement

I continue to meet with our stakeholders and partners, by way of ongoing dialogue. Whilst there are opportunities for improved working relationships, the feedback I am receiving is very positive with regards to Ayrshire College provision and relationships.

We hope to invite more strategic level external stakeholders to Board events/meetings throughout AY24/25.

6. Other Engagements/Future activities

I was delighted to be able to attend the following events and internal College meetings that showcased the significant achievements of our students and our staff.

- a. MP & MSP meetings; the annual programme of meetings ongoing.
- b. Colleges Scotland Board meeting
- c. Annual review -conducted by the outgoing Vice Chair – 20th June
- d. RemCo Meeting – 20th June
- e. Annual reviews – Principal & Chief Executive, and the Board Governance Adviser
- f. Annual reviews – Board Members – July & August
- g. Induction meetings with new Student President & Vice President – 30 July
- h. Induction Meetings with new Board members
- i. Board Briefing online sessions -13 & 15 August
- j. Staff Conference Strategy Launch – 15 August
- k. Colleges Scotland Board Development Day – 19 September (including session for pre work)
- l. Graduation Day – 27 September
- m. Presentations to staff – 3rd October

Future activities

- Women's Day Lunch - 30th October, Westerly Restaurant, Ayr Campus.
- Board Development session 2 followed by a dinner 30th January at Salt & Barrell, Kilmarnock Campus where there will be an external stakeholder speaker, and a chance to get to know each other alongside members of the ELT & SLT.

7. Our Governance

a. Board and Committee Membership and Recruitment

Board Member Recruitment resulted in three new Board members starting in August 2024. We welcomed Gillian Longmuir, Tracey Dalling and Jane Grant.

Committee Membership was reviewed, and we thank everyone who is supporting the various Committees.

b. Board Member Development

- Annual Appraisals took place July/August.
- Board Members are reminded to ensure that they have completed mandatory CDN induction & the College mandatory recommended courses.
- Opportunities for further development are also published on the CDN website CDN Governance Hub, and shared by the Board Governance Adviser.
- Please advise the Board Governance Adviser of your attendance at any learning that you complete as a representative of the Ayrshire College Board – this information can then be included in your development record. This includes learning via the Staff Learning Portal, and the LinkedIn Learning Account Licences.
- New information continues to be shared in the “Board members Knowledge & Development Bank” Teams page.
- Board members participated in a Board Development afternoon on 3rd September, with report findings from the External Effectiveness Review being shared by Candy Munro from CDN. The members were also well updated by the Executive Team on current issues, progress, priorities, our updated Ambition and three objectives, and the implementation plans for the enabling strategies. The material covered will help prepare us to be a well-informed and responsive Board in the coming months and years and that can only benefit our students and the Ayrshire economy.
- We hope to offer Board members Kantor profiling followed by an interactive group feedback teambuilding workshop in early 2025.

8. External Effectiveness review

The two main recommendations were:

- **Teambuilding:** Using the board development sessions as an opportunity to build the new board ‘team’ and allow members to build effective working relationships as a priority. Consider delivering new board member induction on a group basis (CDN can provide).
- **External Stakeholders Engagement:** More input from external speakers, at a strategic level, to help develop a deeper understanding of the regional and national structures, policy context and sector reform. Consideration should be given to a stakeholder mapping exercise

9. Trade Union Nominees on Boards

Unfortunately we currently have no local Unison representative put forward by the Branch for Board membership at the College. This is disappointing and we have advised Unison that we are keen to be joined by a Unison Board member to help enrich Board discussion.

10. Our Communications

Board members continue to receive Ayrshire College All Staff Emails, with the Board Governance Adviser issuing any additional specific communications regarding development opportunities and meetings as required.

The Student President will also forward to the Board Governance Adviser selected specific communications for sharing with Board members.

Fiona McQueen
Chair, Board of Management
24 September 2024

Title of Meeting:	Board of Management
Date:	03 October 2024
Subject:	Annual Review: Ayrshire College Responsibilities and Standing Orders: Section 3 Board and Committee Terms of Reference and 2024/25 Work Plans.
Purpose:	To ensure that the Board has met the required commitment to annually review the Board and Standing Committee Terms of Reference and corresponding work plans.
Recommendation:	The Board is asked to approve the 2024/25 Board and Standing Committee Terms of Reference and corresponding Work Plans.

1. Executive Summary

On an annual basis the Board and the Standing Committees of the Board are required to review their Terms of Reference. Corresponding work plans are also reviewed to ensure alignment and provide assurance to support delivery to the Terms of Reference.

- The Terms of Reference from an integral part of the Board Standing Orders and outlines the remit, duties, and composition of the Committee.
- The Board and Standing Committee work plans are designed to ensure fulfilment of the requirements as set out in the corresponding Terms of Reference. This will not preclude reporting on any other significant issues within the remit, as they occur.
- The Board and Standing Committee work plans are aligned to provide assurance that there is a relevant information flow and reporting from the Standing Committees to the Board.

2. Associated Risks

There is a risk that the Board and the Standing Committees could fail to demonstrate that they were fulfilling the requirements of the Terms of Reference because they had not prepared, approved, and implemented a work plan, resulting in a failure to evidence compliance with governing legislation and regulation.

3. Equality and Diversity Impact Assessment

None required.

4. Publication

This paper will be published on the College website.

1. Background

On an annual basis the Board and the Standing Committees of the Board are required to review their Terms of Reference. Corresponding work plans are also reviewed to ensure alignment and provide assurance to support delivery to the Terms of Reference.

2. Current Situation

2.1 Board Terms of Reference and work plan 2024/25 (Appendix 1)

The Board is asked to review and approve the Board of Management Terms of Reference and corresponding work plan attached as Appendix 1. Minor changes are highlighted.

2.2 Committee Terms of Reference and work plans 2024/25 (Appendices 2, 3, 4, 5 and 6)

The following Standing Committees of the Board have undertaken a review of their Terms of Reference and corresponding work plans as part of the first quarter cycle of meetings. Minimal changes as highlighted were proposed and recommended to the Board for approval.

- Appendix 2: Learning, Teaching and Quality Committee
- Appendix 3: Business, Resources, and Infrastructure Committee
- Appendix 4: Audit and Risk Committee
- Appendix 5: Search and Nomination Committee
- Appendix 6: Performance, Review and Remuneration Committee

3. Proposals

The proposals as presented are put forward for consideration by the Board.

4. Resource Implications

No specific resource implications have been identified.

5. Consultation

The Executive Leadership Team has been engaged in reviewing the Board and the Standing Committee Terms of Reference and work plans, with the Committees reviewing and recommending their own Committee Terms of Reference and work plans.

8. Conclusion

The Board is asked to note the recommendations as detailed and approve the updates accordingly.

Hilary Denholm
Board Governance Advisor
18 September 2024

Appendix 1

Ayrshire College Board of Management Terms of Reference 2024-25

Introduction

The Board of Management is responsible for the overall functioning and strategic direction of the College. The Board of Management is also responsible for planning the future development of the College and for ensuring its effective management.

The Board of Management has ultimate responsibility for all the affairs of the College.

The Board of Management is publicly accountable for the College's stewardship of public funds and given the nature of this obligation demands the highest standards of Corporate Governance.

Remit

The Board of Management is responsible for overseeing all matters related to function and strategic direction of the College. The Board of Management through its Committees will provide strategic leadership to ensure that the College aims and objectives are achieved. The Board will also ensure, through the actions of the Chair, that the requirements in relation to new members' induction and mentoring, from both the Board and board committees' perspective, are properly fulfilled and enacted.

Board of Management Membership

The membership of the Board of Management will be constituted as determined by Statutory Provision.

As currently constituted under Statutory Provision, the Board of Management shall consist of not less than 15 or more than 20 persons.

The Board shall comprise:

- The Principal and Chief Executive of the College.
- A person being elected by the teaching (curriculum) staff from among their own number.
- A person being elected by the service/support (non-curriculum) staff from among their own number.
- ~~2 Two~~ persons as Trade Union nominated members (one nominated by support staff unions and the other nominated by the teaching staff union), in addition to the elected staff representatives, for partnership working. ~~Currently with interim observer status until legislation is passed by the Scottish Parliament. While observers attending board meetings will receive information provided to other members of the board (including papers and minutes), they may not be permitted to formally vote on matters submitted for a vote however, they may be granted the right to speak at meetings, following permission by the Chair.~~

- ~~The Chair would also determine if there were any reserved matters that it was not appropriate for an observer to receive papers or be included in discussion.~~
- **2 Two** persons being appointed by being nominated by the Students' Association of the College from among students of the College (this includes students on a sabbatical year).
- Up to 12 other people, not being members of staff or full-time students, who have experience in different industry sectors, commercial or employment matters, or the practice of a profession, or who represent the Third Sector, Public Sector Bodies or Trades Union, or who otherwise have an interest in the College and in further and higher education and who represent the demography and diversity of the region (these appointments will be the "Non-Executive Members").

Quorum

50% of the Board of Management places occupied will constitute a quorum.

Attendance

The Board of Management may co-opt individuals as appropriate. Details of the proposed co-opted individuals will be approved by the Chair of the Board in advance. The role, remit and term of membership of the co-opted individuals will be determined by the Board.

The Executive Leadership Team and other Staff, as required, may be invited to attend meetings of the Board of Management to provide information and reports as appropriate.

The Board has the option of meeting without any members of staff present. Where the Board Governance Professional has been also been excluded, the Chair of the Board shall arrange for a full minute of the meeting to be recorded, which shall include a full explanation of why the Board Governance Professional was excluded from the meeting.

Meetings

The Board shall normally meet on a quarterly basis but shall meet on a minimum of three occasions per annum.

Any member of the Board of Management may request to convene additional meetings as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Chair of the Board of Management will instruct the Board Governance Professional to call meetings of the Board. The agenda and supporting papers will normally be made available to members at least five working days before the day of the meeting.

Where, in the opinion of the Chair, an exceptional and urgent matter of business requires to be considered by the Board at shorter notice than that provided for above,

the Chair may instruct the Board Governance Professional to call a meeting of the Board of Management at a time, date and place determined by the Chair.

Duties

The Board of Management has responsibility *for overseeing the business of the College, determining its future direction, and fostering an environment in which the College vision, mission and objectives are achieved, and the potential of all learners is maximised.* The Board of Management is the employer of all staff of the College.

*The Board of Management must ensure compliance with Statutory Provision and their ordinances, schedules, and provisions; together with all advice, guidance and direction provided, from time to time, by the Scottish Government, **SFC Scottish Funding Council**, **Quality Assurance Agency** or other properly constituted agency which regulate the College and its framework of governance and, subject to these, take all final decisions on matters of fundamental concern to the College.*

The following items are retained for approval by the Board of Management, upon advice from or recommendation by the relevant Committee where appropriate, and may not be delegated:

1. To approve Strategies presented by the relevant Committees.
2. To approve the planning cycle proposed by the **Senior Management Executive Leadership Team** for the preparation of the **Outcomes Framework and Assurance Model and Agreement**, the College Strategic Plan, and to approve the Plan itself before publication.
3. To approve the annual accounts, following consideration by the Business, Resources and Infrastructure Committee and Audit and Risk Committee.
4. To approve the College budget proposals, following consideration by the Business, Resources and Infrastructure Committee.
5. To approve the appointment of the Principal and Chief Executive.
6. To approve any financial packages, in excess of statutory provisions, for severance payments, following consideration by the Performance Review and Remuneration Committee.
7. To receive and consider at each meeting the **Board of Management extract from the rolling Ayrshire College Corporate Strategic Risk Register**, and to advise the Audit and Risk Committee accordingly.

To receive, consider and approve the Ayrshire College Corporate Strategic Risk Register following consideration and comment by the Audit and Risk Committee.
8. To receive, consider and approve recommendations from the Search and Nomination Committee on the membership of new and reappointed Board Members, prior to submission to the Scottish Ministers for approval;¹

¹ In the interests of practicality, this may be undertaken by circulation where a meeting of the Board is not immediately scheduled.

9. To ensure that appropriate and adequate induction procedures are in place for all new Board Members.
10. To ensure that the arrangements made to implement the College Health and Safety Management System are effective.

Authority

The Board of Management is authorised to investigate any matters in any reasonable manner as it sees fit. The Board of Management is authorised to receive and record information received as a part of any investigatory process from persons who are not members of the Board and who are not employees of the College provided they wish to co-operate in the provision of information and whilst taking account of policy and legal rights and responsibilities.

The Board is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Board will decide on the business of the meeting that may be fully published on the College website. Normally it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Board by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the Principal for checking and then to the Chair of the Board for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Board shall submit draft minutes to the next Board meeting for approval.

Board Members should be clear that as members of a board of a college sector public body, they are required to act in the best interests of the public body, as opposed to any individual constituency from which they have been nominated or elected.

Representative members need to be aware of their obligations to the **b**Board and reconcile these with their obligations to their constituency. While representative members can raise matters from the perspective of their constituency, they should not promote the interests of, or lobby on behalf of, the constituency when sitting as a college or regional college board member.

They are not expected to report back to their constituencies the work and discussions of the **b**Board.

Board of Management Work Plan 2024-25

03 October 24	19 December 24	27 March 25	19 June 25
Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
2024-25 Board of Management and Committee Terms of Reference & Work Plans	2023-24 Financial Statements to July 2024: i. Board of Management Report and Financial Statements ii. Annual Report to the Board of Management and Auditor General iii. Letter of Representation	2025 -26 Board & Committee Meeting Dates Board Responsibilities & Standing Orders Annual Update (moved from Dec Board meeting)	2024-25 Budgets for Academic Year ending 31 July 2025
2023-24 Board Effectiveness Report and 2024-25 Board Development Plan Board External Effectiveness Review Report - CDN	2023-24 Audit Committee Chair's Annual Report	2023-24 Internal Audit Annual Report	2024-25 Education Scotland Annual Engagement Visit Report
2023-24 Board Chair Annual Evaluation Report	2023-43 Annual FOI Report	2024-25 SFC Indicative Funding: Revenue & Capital	2024-25 SFC Funded Capital & Revenue Expenditure
SFC 5 Year Financial Forecast Return (FFR)	2023-24 Annual Health, Safety Wellbeing Report	2024-25 First Draft SFC Funded Capital & Revenue Expenditure Programme	ICT, Annual Report
2023-24 Business-Growth-Annual Review	2023-24 Annual Complaints Report	Mainstreaming Equality and Diversity, Annual Report	
2023-24 Final Outcome Agreement Self-Evaluation Report	2023-24 Annual Procurement Report	Board Recruitment	
2024-25 Self-Evaluation Report & Action Plan	Learning & Teaching Strategy	2024-25 Self-Evaluation Report & Action Plan	
	Business Innovation & Stakeholder Engagement Strategy		
	Infrastructure Strategy		
	People Strategy		
Reports to each meeting	Reports to each meeting	Reports to each meeting	Reports to each meeting
Chair's report	Chair's report	Chair's report	Chair's report
Principal's report	Principal's report	Principal's report	Principal's report
Student Association Report Q1	Student Association Report Q2	Student Association Report Q3	Student Association Report Q4
Committee Chairs Reports	Committee Chairs Reports	Committee Chairs Reports	Committee Chairs Reports
Q1 Performance Dashboard	Q2 Performance Dashboard	Q3 Performance Dashboard	Q4 Performance Dashboard

*Dependent on SFC Guidance and reporting timelines.

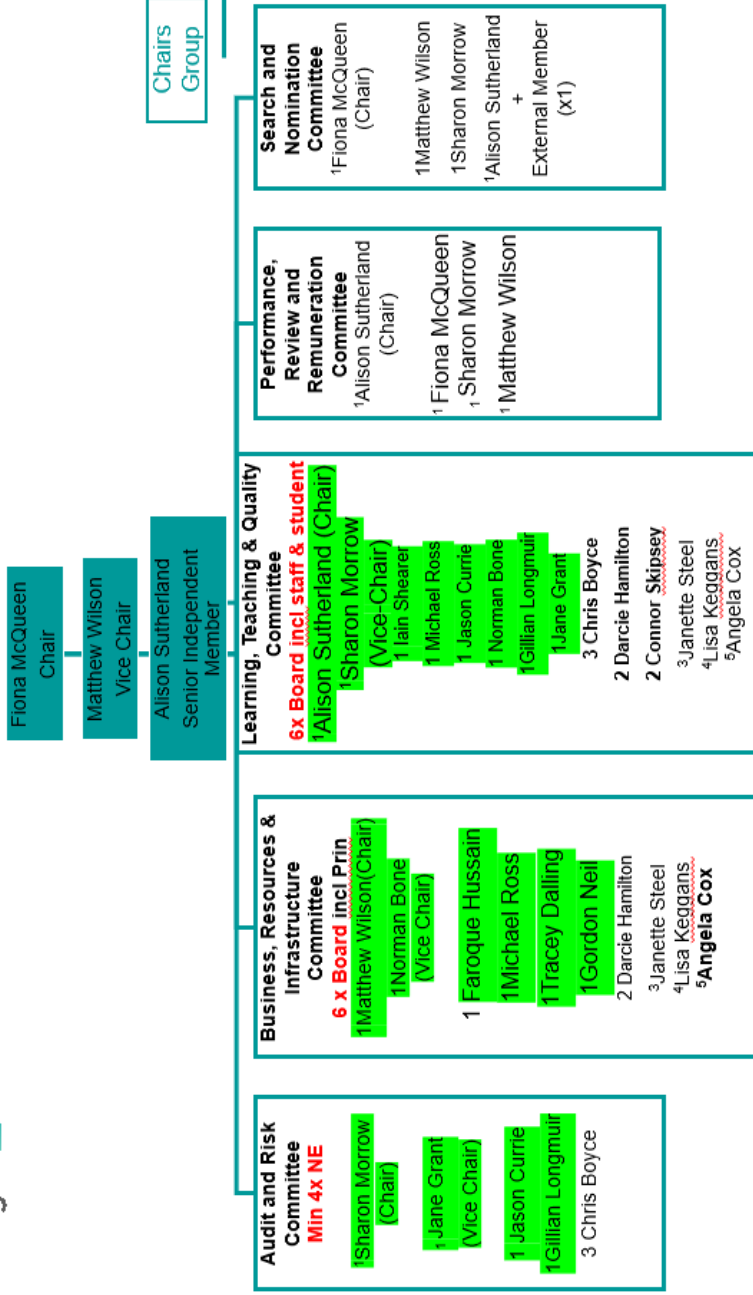
Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes
Transformational Projects Update	Transformational Projects Update	Transformational Projects Update	Transformational Projects Update	Transformational Projects Update
Strategic Risk Register	Strategic Risk Register	Strategic Risk Register	Strategic Risk Register	Strategic Risk Register



Board of Management Committee Structure AY 2024-25

Index

- 1 Non-Executive Board Member
- 2 Elected Member, Student President/Vice President
- 3 Elected Member, Curriculum Staff
- 4 Elected Member, Service Staff
- 5 Principal/CEO – Ex-officio Board Member
- 6 Co-optee, Committee Member



Our Values: Open & Honest | Innovative | Respectful | Supportive

Appendix 2

Learning, Teaching and Quality Committee Terms of Reference 2024-25

Introduction

The Learning, Teaching and Quality Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee will be a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'the Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for overseeing all matters related to the strategic development and delivery of learning, teaching and the student experience, including monitoring and reporting on the associated quality and performance.

Committee Membership

The Committee membership shall consist of a minimum of six members from the Board, which should include at least one staff representative and at least one student representative.

The Committee Chair and remaining members will be appointed by the Board.

Committee membership will be reviewed annually by the Board, taking account of the remaining terms of office of the Committee members. The Board will seek to ensure that all members will normally serve at least one year as a member of the Committee during their period of appointment.

Quorum

50% of the total membership of the Committee will constitute a quorum.

Attendance

The Committee may co-opt individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role, remit and term of membership of co-opted individuals will be determined by the Committee.

Attendance is open to all Vice Principals, and, where appropriate, other staff may be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall normally meet on a quarterly basis but shall meet on a minimum of three occasions per annum.

Any member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will be made available to members at least five working days before the day of the meeting.

Duties

1. To review and agree strategies within the Committee's overall remit and recommend for approval by the Board of Management.
2. To seek assurance that the Curriculum Delivery Plan is in alignment with regional and national economic priorities, the strategic direction of the College and meets the requirements of the SFC's **Outcomes Framework and Assurance Model**
3. To review and monitor the progress against curriculum development and delivery including new areas of skills delivery and adoption of technology and digital learning.
4. To review and scrutinise key performance indicators (KPIs) as a requirement of the **Outcomes Framework and Assurance model** in relation to, for example, student success including, but not limited to, student retention, student outcome data, Scottish Index of Multiple Deprivation (SIMD) and post course destinations. Consider action to be taken to improve performance where the KPIs fall below national benchmarks.
5. To review and monitor the progress and outcomes of engagement with the **Quality Assurance Agency**.
6. To review and monitor plans and processes to enhance learning, teaching and assessment and the student experience.
7. To review and monitor all College services which are provided to support the student journey, including the quality of learning and teaching and student satisfaction.
8. To review and monitor equality and diversity outcomes, scrutinise data and receive reports on learner profiles and interventions.
9. To review and monitor the use of student funds including bursaries, educational maintenance allowance (EMA) childcare and discretionary funds.

10. To receive and review student feedback on their college experience using a range of methods and monitor actions for improvement.
11. To receive and consider an annual report on services to support the student experience which will incorporate safeguarding.
12. To receive and consider a Student Satisfaction Annual Report.
13. To receive and consider the Committee's extract from the current version of the Strategic Risk Register and to advise the Audit Committee accordingly.
14. To receive and consider Internal Audit reports as they relate to the remit of the Committee.
15. To receive and consider reports on apprenticeship and work-based learning programmes.
16. To celebrate success with staff and students.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate executive management representative for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

Learning and Teaching Committee Work Plan 2024-25

12 September 2024	28 November 2024	06 March 2025	29 May 2025
Reports to this meeting			
2024-25 Committee Terms of Reference & Work Plan	2025-26 Draft Curriculum Delivery Plan	2023-24 College Sector KPIs	2024-25 SFC Student Satisfaction and Engagement Survey
2023-24 External Verification Report	2024-25 First Impression Survey Analysis	2023-24 Education Scotland Annual Engagement Report	
2023-24 Draft Self-Evaluation Report	2023-24 Interim Ayrshire College Performance Indicator Report	2023-24 SFC Student Satisfaction and Engagement College Sector Benchmarking Report	
	2022-23 SFC College Leaver Destination Survey College Sector Benchmarking Report	2024-25 Semester 1 Student Satisfaction Survey outcome	
2022-23 College Sector KPI Benchmarking Report			
2024-25 Self-Evaluation and Action Plan			
Reports to each meeting			
Student Association Report Q1	Student Association Report Q2	Student Association Report Q3	Student Association Report Q4
2023-24 Final Credit Position Report at August 2024			
Performance Dashboard Update	Performance Dashboard Update	Performance Dashboard Update	Performance Dashboard Update
	2024-25 Student Support Funds position update	2024-25 Student Support Funds position update	2024-25 Student Support Funds position update
2024-25 Apprenticeships and Work Based Learning Report	2024-25 Apprenticeships and Work Based Learning Report	2024-25 Apprenticeships and Work Based Learning Report	2024-25 Apprenticeships and Work Based Learning Report
Strategic Risk Register	Strategic Risk Register	Strategic Risk Register	Strategic Risk Register

LTQC Committee Membership



Index

- 1 Non-Executive Board Member
- 2 Elected Member, Student President/Vice President
- 3 Elected Member, Curriculum Staff
- 4 Elected Member, Service Staff
- 5 Principal/CEO – Ex-officio Board Member
- 6 Co-optee Committee Member

Appendix 3

Business, Resources and Infrastructure Committee Terms of Reference 2024-25

Introduction

The Business, Resources and Infrastructure Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee is a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'The Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for:

- overseeing all matters related to the College Estate including land, buildings, moveable assets, and equipment and/or regulations and ensure that any guidance published by the Scottish Funding Council is observed.
- overseeing all matters related to the College's continuing organisational development including oversight of the development, planning, and delivery of the overarching People Strategy, promoting a positive and inclusive culture, and reviewing and monitoring the quality and performance of associated programs of work.
- overseeing all matters related to strategic and operational financial planning of the College, how this reflects upon the strategic resource management of the College and provide assurance to the Board on the ongoing financial management and performance of the College.

Committee Membership

The Committee membership shall consist of a minimum of six members from the Board, including the Principal of the College ~~and Chair of the Board~~ who will be a standing members of the Committee. The Board will seek to ensure that an appropriate range of expertise and knowledge related to the remit of the Committee is included within the committee membership.

The Committee Chair and remaining members will be appointed by the Board. Committee membership will be reviewed annually by the Board, taking account of the remaining terms of office of the Committee members.

Quorum

50% of the total membership of the Committee will constitute a quorum.

Attendance

The Committee may co-opt individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role, remit and term of membership of co-opted individuals will be determined by the Committee.

Attendance is open to all Vice Principals, and, where appropriate, other staff may be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall normally meet on a quarterly basis but shall meet on a minimum of three occasions per annum.

Any Member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will normally be made available to members at least five working days before the day of the meeting.

Duties

- 1) Provide guidance and direction to College Management as appropriate.
- 2) Consider and propose strategies within the Committee's overall remit and recommend for approval by the Board of Management.
- 3) Consider and report on any other relevant functions of the College that are out with the Learning, Teaching and Quality Committee remit.

Human Resources

- 4) Ensure that a positive and inclusive culture is embedded across the College.
- 5) Ensure that there is strong and effective leadership which supports and encourages personal and professional development and the empowerment of teams.
- 6) Review and monitor progress against delivery of key strategic objectives and scrutinize related key performance indicator (KPI) reports to ensure that the College delivers to the People Strategy.
- 7) Ensure that the College meets all aspects of the Public Sector Equality Duty and Equality Act 2010, through publishing equality outcomes and reporting on mainstreaming activity to embed equality across all College activities.
- 8) Ensure that the College maintains the highest standards in health and safety and meets all legislative requirements.
- 9) Ensure that the College actively supports all staff in maintaining positive wellbeing through delivering evidence-based initiatives and programmes consistent with the People Strategy.
- 10) Ensure that the College is managing and developing effective, open, and transparent internal communications and dialogue with staff and the trade unions recognised by the College.

Estates and infrastructure

- 11) Regularly review all property assets.

- 12) Discuss and make recommendations to the Board on estate and digital infrastructure projects over £250,000 considering the strategic robustness and financial viability of the proposals.
- 13) Oversee the implementation of estate and digital infrastructure projects to ensure that projects are developed within the parameters specified by the Board of Management.
- 14) Consider the College's property portfolio making recommendations to the Board for the disposal of and acquisition of land and buildings, including their financial liability.
- 15) Ensure compliance with the Scottish Funding Council's Financial Memorandum regarding the College's estate and all strategic financial decisions and actions.
- 16) Ensure the principles of sustainability in managing the College's estate.

Finance

- 17) Consider and make recommendations to the Board on the annual financial budget for the College.
- 18) Monitor the receipt of funds in the form of financial allocations, together with supplementary income, ensuring all funds are applied for the purposes specified in the allocation.
- 19) Monitor in-year expenditure against budget and advise the Board including any requirement for remedial action.
- 20) Consider financial benchmarking and performance information on a variance reporting basis.
- 21) Recommend for Board approval, the College's borrowing requirement and all borrowing/loan agreements, granting security and/or giving guarantees as appropriate within the regulations as set out in the Financial Memorandum with the Scottish Funding Council.
- 22) Oversee the agreement and implementation of the Financial Regulations of the College and systems of delegated authority to ensure a robust financial control environment is in place.
- 23) Consider the Statutory Annual Accounts of the College and report on them to the Board.

Risk Management

- 24) Receive and consider the Committee's extract from the current version of the **Corporate Strategic Risk Register** and to advise the Audit and Risk Committee accordingly.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate senior management representatives for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

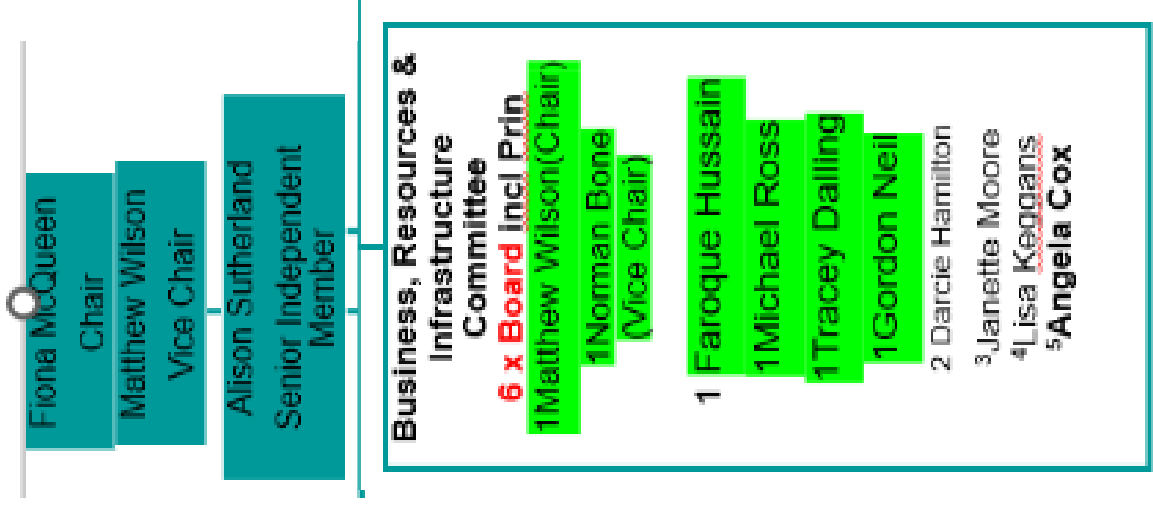
The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

Business, Resources, and Infrastructure Committee Work Plan 2024-25

Remit	17 September 24	03 December 24	11 March 25	03 June 25
Duties	Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
	2024-25 Terms of Reference & Work Plan (1)			
		Draft People Strategy (2/6/9)		
	Draft Infrastructure Strategy (2/14)	Infrastructure Strategy (2/14)	Sustainability Framework Annual Review (16)	
		Draft Stakeholder Engagement Strategy (2 /14)	Stakeholder Engagement Strategy (2 /14)	
	ICT Update Report (3)	Procurement Annual Report (3)	ICT Update Report (3)	
Human Resources	HR & HSW Update Report (May to July 2024) (4/5/7/8/10)	HR & HSW Update Report (August to October 2024)	HR & HSW Update Report (November 24 to Jan 25)	HR & HSW Update Report (Feb to April 2025)
		Health, Safety and Wellbeing Annual Report (4/5/7/8/10)		
			Mainstreaming Equality and Diversity - Annual Report (7)	
Estates and Infrastructure	Property Update Report (11/12/14)		Property Update Report (11/12/14)	
	Transformational Projects Update (12/13)	Transformational Projects Update (12/13)	Transformational Projects Update (12/13)	Transformational Projects Update (12/13)
				2024-25 Financial Governance Compliance Report (15/18)

Remit	17 September 24	03 December 24	11 March 25	03 June 25
	Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
Finance	SFC Financial Forecast Return (FFR) (17)		2024-25 SFC Indicative Funding (17)	2024-25 Budget (17)
	Management Accounts as at 31 July 2024 (18/20)	Management Accounts as at 31 October 2024 (18/20)	Management Accounts as at 31 January 2025 (18/20)	Management Accounts as at 30 April 2025 (18/20)
		Financial Matters Update Report (21)		Financial Matters Update Report (21)
				Financial Regulations Annual Review (23)
		2023-24 BOM Report & Financial Statements (24)		
Risk Management	Strategic Risk Register (25)	Strategic Risk Register (25)	Strategic Risk Register (25)	Strategic Risk Register (25)

BRIC Committee Structure AY 2024-25



Index

- 1 Non-Executive Board Member**
- ² Elected Member, Student President/Vice President
- ³ Elected Member, Curriculum Staff
- ⁴ Elected Member, Service Staff
- ⁵ Principal/CEO – Ex-officio Board Member
- ⁶ Co-optee Committee Member

Appendix 4

Audit and Risk Committee Terms of Reference 2024-25

Introduction

The Audit and Risk Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee is a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'the Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for overseeing and providing assurance to the Board on all matters related to the external audit, internal audit and risk management of the College and provide assurance to the Board that the requirements of the Code of Audit Practice published by Audit Scotland are observed along with all other relevant regulations and legislation. The Committee will have a particular engagement with internal and external audit, financial reporting issues and ~~corporate~~ strategic risk management.

Committee Membership

The Committee membership shall consist of a minimum of four non-executive Board members who shall be independent and objective in terms of their Audit and Risk Committee function and, in line with good practice, will not include either the Principal or the Chair of the Board.

At least one member of the Audit and Risk Committee must have recent relevant financial or audit experience.

Committee members are all recommended to complete the College Development Network online training module College Audit Committees.

The Committee Chair will be appointed by the Board.

Committee membership will be reviewed annually by the Board.

Quorum

50% of the total membership of the Committee will constitute a quorum.

Attendance

The Committee may co-opt additional individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role,

remit, and term of membership of co-opted individuals will be determined by the Committee.

External and Internal Auditors shall normally attend meetings and will be invited to all meetings.

The Vice Principal - Finance & Infrastructure, and the Chief Financial Controller responsible for Finance, the Assistant Principal of Finance, Student Funding and Estates and where appropriate other staff will be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall normally meet on a quarterly basis but shall meet on a minimum of three occasions per annum.

Any member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will normally be made available to members at least five working days before the day of the meeting.

The Committee may meet privately without any non-members (with the exception of the Board Governance Professional) for all or part of a meeting if they so decide.

The Committee will normally meet with the external and internal auditors annually without any non-members (with the exception of the Board Governance Professional) being present.

Duties

- 1) Consider and propose strategies within the Committee's overall remit and recommend for approval by the Board of Management
- 2) Reviewing and advising the Board of Management on the effectiveness of the College's financial and other internal control environment.
- 3) Reviewing and advising the Board of Management on corporate governance requirements including the strategic processes for risk, control and governance and the governance statement
- 4) Reviewing and advising the Board of Management on the effectiveness of the College risk management procedures, the presentation of the Ayrshire College Corporate Strategic Risk Register and the maintenance of an appropriate balance between risk and opportunity.
- 5) Appointing the College's Internal Auditors on a contractual basis and agreeing on the terms of reference for an audit service.
- 6) Reviewing the scope and effectiveness of the work of the internal and external auditor using appropriate performance indicators.

- 7) Considering issues raised in audit reports, annual management letter and reporting to the Board of Management on the adequacy of the management response.
- 8) Consider the College's accounting policies, Financial Statements and external auditor's report, including the process for review of the Financial Statements prior to submission for audit, prior to submission to the Board of Management by the Business, Resources, and Infrastructure Committee. Recommending to the Board the adoption of the audited Annual Accounts.
- 9) Agreeing an internal and external audit plan.
- 10) Advising the Board of Management on internal and external value for money reviews which secure the effective use of College resources.
- 11) The Committee will provide the Board with an Annual Report, timed to support finalisation of the accounts and the governance statement, summarising its conclusions from the work it has done during the year.
- 12) Reviewing reported cases of impropriety to establish whether they have been appropriately handled.
- 13) Agree the proposal for tendering for internal audit services or for purchase of non-audit services from contractors who provide audit services.
- 14) Agreeing the Internal Auditors fee and agreeing the External Auditors fee are within the parameters set by Audit Scotland.
- 15) At each meeting receive and consider the **Corporate Strategic** Risk Register and comment accordingly to the Board of Management.
- 16) The consideration and approval of the College Business Continuity Plan on a regular basis.
- 17) Approve the College Counter Fraud, Risk and Bribery Policy and Whistleblowing processes and any arrangements for special investigations.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate senior leadership representatives for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

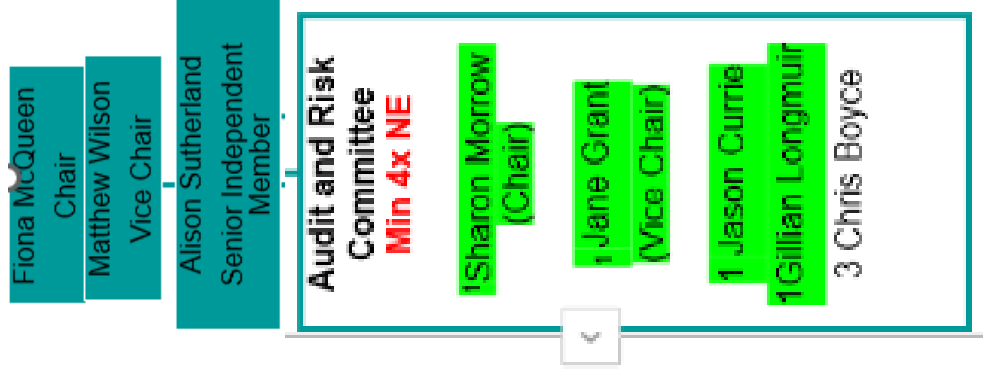
Audit and Risk Committee Work Plan 2024-25

Remit	24 September	10 December	18 March	10 June
Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
Governance / Strategy	2024-25 Committee Terms of Reference and Work Plan (1)	Meeting between Committee and External Auditors without non-members present (6)	Meeting between Committee and Internal Auditors without non-members present (exception Board Governance Adviser) (6)	
	2023-24 Audit and Risk Committee Annual Report (11)	2023-24 Audit and Risk Committee Annual Report (11)		2024-25 Audit and Risk Committee Draft Annual Report (11)
		Annual review of the effectiveness of Internal Auditor (6)	Annual review of the effectiveness of External Auditor (6)	Review effectiveness of Audit and Risk Committee (3)
		National Fraud Initiative (7 / 9)		2024-25 Financial Compliance Report (3)
		ICT Update including cyber security arrangements		2024-25 Fraud, Risk and Bribery Update Report (17)
				2024-25 SFC Funding Implications (8)
		2023-24 Freedom of Information Annual Report (7 / 9) ¹		
		2023-24 Complaints Annual Report (7 / 9)		
Financial Statements / External Audit	2023-24 External Audit Progress Report (8)	Internal Audit – Wbq (8) 1. 2023-24 Credits Audit Report 2. 2023-24 EMA Report 3. 2023-24 Student Support Funds Report 4. 2023-24 SAAS Report		2024-25 External Audit Plan (8 / 14)
		Internal Audit Annual Report (8)		

¹ Taken from BRIC and put into ARC agenda as seen as better considered here to allow audit plan to be amended if trends or issues identified

Remit	24 September	10 December	18 March	10 June
	Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
		External Audit – Azets (8) 2023-24 Financial Statements: 1. 2023-24 BOM Report & Financial Statements 2. 2023-24 Audit Report to the BOM and Auditor General 3. Letter of Representation		
Internal Audit	2024-25 Internal Audit Plan (2 / 5 / 14)		Draft 2025-26 Internal Audit Plan (2 / 5 / 14)	2025-26 Internal Audit Plan (2 / 5 / 14)
		Internal Audit Reports (2 / 10) *	Internal Audit Reports (2 / 10) *	Internal Audit Reports (2 / 10) *
			Internal Audit Progress Report (6)	Internal Audit Progress Report (6)
	Rolling Action Plan (7)	Rolling Action Plan (7)	Rolling Action Plan (7)	Rolling Action Plan (7)
			Internal Audit Service Contract Renewal (5 / 6 / 13)	
Risk Management	Business Continuity Plan Review (1 / 16)			Review performance relating to risk management (1 / 3)
	Strategic Risk Register (15)	Strategic Risk Register (15)	Strategic Risk Register (15)	Strategic Risk Register (15)

ARC Committee Membership AY 24/25



Index

- 1 Non-Executive Board Member
- 2 Elected Member, Student President/Vice President
- 3 Elected Member, Curriculum Staff
- 4 Elected Member, Service Staff
- 5 Principal/CEO – Ex-officio Board Member
- 6 Co-optee Committee Member

Appendix 5

Search and Nominations Committee Terms of Reference 2023-24

Introduction

The Search and Nomination Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee will be a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'The Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for the recruitment and recommendation of new members and consider re-appointment of current members of the Board of Management.

For the avoidance of doubt, all approval of membership rests with the Board of Management and then Scottish Ministers.

Committee Membership

The Committee shall be chaired by the Chair of the Board, and membership will include all Chairs and Vice Chairs of the Board of Committees. When considering new appointments to the Board, the Committee will also include an external member who will be a full member of the Committee. The appointment of the external will be approved by the Board.¹ The Principal may not be a member of this Committee.

Quorum

50% of the total membership of the Committee will constitute a quorum.

Attendance

The Committee may co-opt additional individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role, remit and term of membership of co-opted individuals will be determined by the Committee.

Meetings

The Committee shall meet as required in accordance with the remit.

¹ The Board is required to co-opt an appropriate independent person, external to Ayrshire College, to play a full role in the recruitment and recommendation of new Board Members to Scottish Ministers
Appendix 5, Paper 6, Board of Management Meeting, 03 October 2024

Any member of the Committee may convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Secretary to the Board of Management to call a meeting.

The Committee Chair will instruct the Secretary to the Board of Management to call meetings of the Committee. The agenda and supporting papers will normally be sent made available to members at least five working days before the day of the meeting.

Duties

1. To ensure that the advertisement of vacancies for Board Members uses a wide range of media and targets, specifically, communities which may be under-represented on the Board.
2. To recruit and provide recommendations to the Board of Management and, following Board Approval, Scottish Ministers on the appointment and reappointment of Board Members.
3. The Committee will give due regard to issues of equality, diversity, demography and opportunity in any appointments recommended.
4. The Committee shall conduct the search and nomination processes in a fair, equitable and non-discriminatory manner.
5. The Committee shall develop and monitor procedures for the appointment, reappointment, induction and governance arrangements of Board Members.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate executive management representative for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

Appendix 6

Performance, Review and Remuneration Committee Terms of Reference 2024-25

Introduction

The Performance Review and Remuneration Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee will be a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated 'The Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for overseeing all matters related to Performance Review and Remuneration of those members of staff whose remuneration consideration lies outwith the scope of the National Recognition and Procedures Agreement (NRPA) and provide assurance to the Board on all such matters. In undertaking its deliberations, the Committee should take evidence from a range of sources. In particular, students and staff should have a role in contributing views/evidence to the Committee as appropriate.

The Board Chair will report on the performance of the Principal and make recommendations in relation to the Principal's remuneration accordingly. There is no requirement for the Chair to bring proposals relating to the Principal's progression on the incremental scale to the Committee, as the Principal's progression will be included in the annual monitoring report.

For all other staff whom the Committee has responsibility for considering performance and remuneration, reporting and recommendations will be the responsibility of the Principal.

Committee Membership

The Committee shall be chaired by an appropriate Board Member appointed by the Board on the recommendation of the Chair and membership will be the Board Chair, The Board Vice Chair, the Chairs of the Board Committees and the Senior Independent Member (SIM). At the discretion of the Board Chair, in discussion with the Chair of the Committee, additional members may be added from time to time with the approval of the Committee.

The Principal may not be a member of this Committee.

The Principal shall be in attendance for the Committee except where discussions relate to their Performance and Remuneration.

The Committee membership will be reviewed annually by the Board, taking account of the remaining terms of office of the Committee members.

Quorum

50% of the total membership of the Committee will constitute a quorum.

Attendance

The Committee may co-opt additional individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role, remit and term of membership of individuals will be determined by the Committee.

The Committee may invite other persons to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall meet as appropriate, but not less than once per academic year. Meetings should coincide with pay review outcomes and performance review outcomes.

Any member of the Committee may convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will normally be sent made available to members at least five working days before the day of the meeting.

Where a progression on the incremental scale for an individual is routine and allied to confirmation of satisfactory performance by the appropriate line manager, the increment be awarded timeously and without immediate reference to this Committee. In order to ensure the Committee retains an oversight of these matters, a monitoring report be brought annually to the Committee confirming the increments awarded and that these were confirmed by the appropriate named line manager.

By exception, where a progression on the incremental scale for an individual was not routine, i.e., where the appropriate line manager did not confirm satisfactory performance over the previous year or another concern had been raised, the matter, together with a rationale for the decision, be referred immediately to this Committee for consideration.

Reports on the performance of the Principal, Vice Principals and Directors continue to be brought to this Committee as a part of the evidence base for the application of any pay uplift being awarded to those staff whose salaries are the responsibility of this Committee and who are not covered included in the NRPA¹.

Where no nationally negotiated pay uplift had been agreed in any given academic year for those staff included within the NRPA, the Committee would meet annually in any case, normally in the 4th quarter, to receive reports on the performance of the staff for which it is responsible and to receive the annual monitoring report on incremental progression awards

¹ The National Recognition and Procedures Agreement (NRPA) covers all staff other than the Principal, Vice Principals and Directors. Those staff included in the NRPA will automatically receive any nationally negotiated pay uplift. This Committee considers whether such pay uplift should be applied to the non-NRPA staff and will consider performance reports as a part of the decision-making process.

Ad-hoc meetings of the Committee may be necessary where NRPA uplift was agreed outwith the annual meeting in the 4th quarter. It was also noted that when each individual reached the top of their incremental scale, contracted incremental progression would cease.

Duties

1. To discuss the Performance of those members of staff who are not included within the scope of the NRPA in line with the College's Performance Review frameworks.
2. To agree remuneration for those members of staff who are not included within the scope of the NRPA.
3. To consider applications from individuals who were outwith the scope of the NRPA and who were in the employ of the College at the effective date of a National Bargaining pay award, but who left their College employment prior to a decision being taken to implement and backdate the agreement/pay award. Consideration will be based on the receipt of a request in writing from the individual concerned. As a general principle, and subject to confirmation of satisfactory performance and all other matters being in order, it is expected that any former member of staff would normally be treated in the same manner as current staff in terms of a payment being made.
4. To take account of any advice given by the Scottish Funding Council in terms of remuneration.
5. To take account of any guidance issued by the Treasury or other relevant Government bodies on public sector salaries.
6. To consider benchmarking information across the Sector and job evaluation processes as appropriate in determining remuneration strategies for staff outwith the scope of the NRPA.
7. To report to the Board of Management on remuneration policies for staff outwith the scope of the NRPA.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully can be published on the College website, should this differ

from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will not be published: ~~except where as per~~ the exclusions listed in paragraph 2.8 of these Standing Orders.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate executive management representative for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work of the Committee to the next scheduled Board meeting for information/approval ~~and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.~~

DRAFT

Board of Management Meeting

03 October 2024

Subject: Board Effectiveness Report 2023-24 & 2024-25 Development Plan

Purpose: To present the Board Effectiveness Report for 2023-24 and the Development Plan for 2024-25 for approval.

Recommendation: The Board is asked to approve the Ayrshire College Board of Management Board Effectiveness Report 2023-24 & the Board Development Plan for 2024-25

1. Executive Summary

On an annual basis, the Board is required to undertake a self-evaluation of effectiveness and develop an annual Board Development Plan; both of which support the Board to evidence compliance with the Code of Good Governance for Scotland's Colleges, the Board of Management Standing Orders and the Code of Conduct.

The College is required to submit these reports to the SFC as a requirement of grant funding, and as identified in the Code of Good Governance for Scotland's Colleges and also to publish these on the College website. Failure to comply with this requirement could impact on the funding received by the College from the SFC.

In addition, an Externally Facilitated Review is required at least every 3 to 5 years, and was last conducted in Ayrshire College in 2021.

The combination of all the information and reports provided, present a comprehensive evaluation and assessment of the Board of Management at Ayrshire College, alongside a measure of the governance arrangements which have been deemed as comprehensive, robust, and demonstrate compliance with all the requirements of the Code.

There is a recognition that there has been a significant transition since the last Review in 2021 with a new Chair, a new Principal, and a new Governance Professional. The Board also has a high proportion of newer board members which means in terms of tenure this is a relatively 'young' board, thus building the new team will be a priority for AY2024-25.

However, the information demonstrates that this is an effective board which benefits from a strong Chair, a Principal with clear ambitions for student success and a skilled and confident Governance Professional. The quality of the student experience has also been shown to be clearly at the core of board discussions and decision making.

2. Associated Risks

Failure to comply with the requirement to annually submit the Board Self-Evaluation of Effectiveness report and an annual Board Development Plan could impact on the funding received by the College from the Scottish Funding Council and would impact negatively on the development of the Board, thereby putting effective decision making at risk.

3. Equality and Diversity Impact Assessment

None required given the content of this paper.

4. Publication

This paper will be published on the College website.

1. Background

A proposal for conducting an Externally Facilitated Effectiveness Review (which the College was due to conduct) in October 2023 from the College Development Network (CDN) was accepted by the College Board, and this review began in May 2024 with desk research; interviews with Board members, and shadowing of a Board meeting in June 2024 followed.

A joint Board self- evaluation questionnaire was developed in conjunction with the CDN, rather than asking Board members to complete two questionnaires this year. This was then issued on 14 May 2024 via Microsoft Forms, with results due by 10 June 2024, then collated and shared with CDN.

The questionnaire results also assisted with the annual Evaluation of the Effectiveness of the Board Chair Report.

In addition, information from Board attendance records, feedback from Chair one to ones, and feedback from Board development & strategy sessions are all incorporated into this annual report.

2. Current Situation

• 2.1 Externally Facilitated Effectiveness Review Report – Appendix 1

A workshop was held with CDN as part of the Board development session held on 3rd September 2024, where CDN discussed their findings and recommendations.

Key findings:

- This is an effective board which benefits from a strong Chair, a Principal with clear ambitions for student success, and a skilled and confident Governance Professional.
- The governance arrangements are comprehensive, robust, and demonstrate compliance with all the requirements of the Code.
- The quality of the student experience is clearly at the core of board discussions and decision making.
- The board has been fully engaged with the recent strategic planning process, and a performance dashboard allows the board to track progress against strategic objectives.
- There has been a significant transition since the last Review in 2021 with a new Chair, a new Principal, and a new Governance Professional. The board also has a high proportion of newer board members which means in terms of tenure this is a relatively 'young' board.
- Building the new board 'team' should be a priority for the new academic session, using the board development sessions planned for 2024/25 and any other opportunities to allow members to build effective working relationships.

Recommendations:

1: Team Building

This is a 'young' board in terms of tenure

- Using the board development sessions as an opportunity to build the new board 'team' and allow members to build effective working relationships should be a priority.
- Consider delivering the new board member induction on a group basis.

2: Stakeholder Engagement

- Although there have been some productive sessions with key stakeholders, members would benefit from more input from external speakers, at a strategic level, to help them develop a deeper understanding of the regional and national structures, policy context and sector reform.
- Consideration should be given to a stakeholder mapping exercise.

The CDN full report is available for information in **Appendix 1**.

• 2.2 Board Attendance Report – Appendix 2

Individual Board member attendance is recorded every year for the Standing Committees that they support, and for the Board of Management meetings.

Key points for AY 2023-24:

- Attendance levels have all improved to very good.
- Board meeting attendance only marginally down.
- The flexibility of Hybrid attendance appears to work well.
- Student voice input maintained following President resignation.
- Strike action did not affect attendance numbers, as meetings were moved to online only, where required.
- Any attendance difficulties highlighted can be discussed as part of annual reviews/ongoing meetings with the Chair.
- Committee membership can be altered if required to assist where ongoing difficulties have been identified; vacancies highlighted or development requested.

The summary report for Board attendance for AY 2023-24 is available in **Appendix 2**.

- **2.3 Self Evaluation Questionnaire Report – Appendix 3**

The questionnaire comprised an evaluation of the activities of the Board of Management by each Board member individually, structured around the Code. Board members were asked to express a level of agreement with a series of statements representing good governance practice, which then informed the self-evaluation report, and helped indicate areas of strength and of future development for the Board.

The Code of Good Governance provides direction on the key principles of governance, under the headings of:

- A. Leadership and Strategy
- B. Quality of the Student Experience
- C. Accountability
- D. Effectiveness
- E. Relationships and Collaboration

The statements of good governance practice which comprised this evaluation were grouped under these headings and associated sub-headings, and reflected the direction and guidance within the Code. This ensured that the evaluation report was closely aligned with the Code, and that development/improvement actions were specific to the requirements of the Code.

The questionnaire comprised 45 questions within six sections, covering the five sections of the Code of Good Governance for Scotland's Colleges. Board Members indicated the degree to which they agreed with the statements on a scale of 1 to 6, (low = disagree, high = agree), with ample opportunity to add their own comments at each section.

10 of the existing 20 Board members at that time completed the self evaluation questionnaire with full results and comments in **Appendix 3**.

Key findings:

- All questions scored over 5 out of 6 with one exception being Question 15 “The Board sets challenging student success targets” which scored 4.8 out of 6.
- Future Key issues for consideration included
 - Ensuring strategy supports the local economy with a skilled workforce rather than providing the programmes that have always been delivered.
 - Learning and Teaching performance could be discussed more at Board and considerations given for how this might take shape.
 - Funding and student support funding (especially noting the rise in care experienced students and increasing numbers of care experienced students forecast), student & staff recruitment and retention, being assured the new risk register is appropriately capturing and managing risks, student satisfaction/student engagement continues to improve.

- Further enhancing our diverse membership of the board, given the challenging fiscal landscape we have and will have for several years to come.
- The Scottish Government are not doing enough for our sector. Learning and Teaching within FE is on the decline. I would like to see all boards doing more to apply pressure on the government to reverse that trend. We lose staff on an annual basis, more needs to be done. If we are to be a fair work employer with fair work practices, then allowing practices such as deeming has to stop.
- **2.4 Board Development Plan 2024-25 – Appendix 4**

The plan provides evidence of compliance with the Code of Good Governance for Scotland's Colleges and is therefore aligned to the principles of the Code.

The Board Development Plan 2024-25 is presented as a one-year plan with annual reporting to the Board of Management. Full details in **Appendix 4**.

3. Proposal

The Board is asked to review, advise of any further feedback, consider if any further actions should be incorporated into the Board Development Plan 2024/25, and approve the reports and plan for publishing and forwarding to the SFC.

4. Resource Implications

External training provision will require budgetary support. No further resource implications require to be noted.

5. Consultation

All Board members were invited to participate in the questionnaire, the Chair one to ones, the development and strategy sessions, with a selection of Board members in specific roles participating in the CDN interviews.

6. Conclusion

The Board is asked to approve the Board Effectiveness Report for 2023-24 and the Board Development Plan 2024/25 for submission to the Scottish Funding Council (SFC) and note that the report will be uploaded to the College website.

Hilary Denholm
Board Governance Adviser
24 September 2024

Ayrshire College

Externally Facilitated Effectiveness Review

September 2024



Candy Munro
CDN Governance Associate
candy.munro@btinternet.com
W: www.cdn.ac.uk

Contents

1	INTRODUCTION	3
2	EXECUTIVE SUMMARY	4
3	EFFECTIVENESS REVIEW AGAINST THE CODE FOR GOOD GOVERNANCE IN SCOTLAND'S COLLEGES	4
3.1	Leadership and Strategy.....	4
3.2	Quality of the Student Experience.....	5
3.3	Board Accountability.....	6
3.4	Board Effectiveness.....	7
3.5	Relationships and Collaboration.....	8
4	RECOMMENDATIONS.....	8
5	ANNEX 1	9
5.1	Document Review.....	9

1 INTRODUCTION

The Code of Good Governance for Scotland’s Colleges (the Code) sets out the principles of good governance for colleges in Scotland. This review is against the 2022 Edition of the Code.

All colleges that receive funding from the Scottish Funding Council or a regional strategic body must comply with the Code as a condition of grant. Each board must state its adoption of the Code in its corporate governance statement contained within its annual financial statement.

The five principles set out in the Code provide a framework within which colleges are expected to develop their own policies and procedures.

The Code states that the college board must have in place a robust self-evaluation process. Para D. 24 states

‘The Board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should also be an externally facilitated evaluation of its effectiveness at least every three to five years.’

‘The Guide for Board Members in the College Sector’ and the ‘Board Development Framework’ provide additional guidance for college board members and Governance Professionals.

Methodology

This external effectiveness review included several stages aimed at building up an overview of the board’s effectiveness. The components of the review process were:

- Initial meeting with the Chair, Principal and Board Secretary to agree the scope of the review and the overall project plan on 14 April 2024
- Observation of the 13th of June Board meeting
- Desk review of core governance documentation, including governance manual, board papers, audit reports and committee remits
- Interviews with the

○ Chair,	○ Student Member & SA Advisor
○ Principal,	○ Teaching Staff Member
○ Vice Chair & Chair of ARC,	○ Support Staff Member
○ SIM & Chair of BRIC	○ Governance Professional
○ Chair of LTQ	
- Board survey to seek Members’ views of governing processes
- Board workshop to review conclusions and recommendations
- There was a high level of consensus across the interviews with board members and high levels of satisfaction with the governance of the college reflected in the results from the survey.

2 EXECUTIVE SUMMARY

This is an effective board which benefits from a strong Chair, a Principal with clear ambitions for student success and a skilled and confident Governance Professional.

The Corporate Governance Report, in the Board of Management Report and Financial Statements for the year ended 31 July 2023, sets out the college's commitment to exhibiting best practice in all aspects of Corporate Governance.

The governance arrangements are comprehensive, robust, and demonstrate compliance with all the requirements of the Code.

The quality of the student experience is clearly at the core of board discussions and decision making.

The board has been fully engaged with the recent strategic planning process, and a performance dashboard allows the board to track progress against strategic objectives.

There has been a significant transition since the last Review in 2021 with a new Chair, a new Principal, and a new Governance Professional. The board also has a high proportion of newer board members which means in terms of tenure this is a relatively 'young' board.

Building the new board 'team' should be a priority for the new academic session, using the board development sessions planned for 2024/25 and any other opportunities to allow members to build effective working relationships.

3 EFFECTIVENESS REVIEW AGAINST THE CODE FOR GOOD GOVERNANCE IN SCOTLAND'S COLLEGES

3.1 Leadership and Strategy

The board is led by a skilled and experienced Chair who has established a culture based on respect, inclusion, and openness, encouraging all members to contribute.

Constructive challenge is encouraged, and this is well balanced with support for the executive team.

The Principal has a clear vision and ambition for student success.

The board is fully engaged with the strategic planning process. A strategy day was held in April 2024 and a follow up was discussed at the June board meeting.

Significant effort has been invested in identifying strategic KPIs and these are reviewed as part of the strategic planning process. A performance dashboard has been developed which allows the board to track progress against strategic objectives.

Key stakeholders were engaged in the strategic planning process, and the Chair, Principal and executive team are well connected to regional and national agencies and structures.

Although there have been some productive sessions with key stakeholders, members would benefit from more input from key stakeholders, at a strategic level, to help them develop a deeper understanding of the external operating environment, including regional and national agencies, current policy context and sector reform.

Board members are engaged with the college Transformation Projects, acting as in the role of ‘critical friend.’ These projects aim to ‘maximise economic growth in the Ayrshire Region and/or result in streamlined back-office functions, increased income generation opportunities and cultural transformation for the College.’

3.2 Quality of the Student Experience

The quality of the student experience is clearly at the core of board discussions and decision making.

The Student Association Report is at the top of the board agenda setting the tone for the rest of the meeting.

The Learning Teaching and Quality Committee has a commitment to continuous improvements to the student experience and has oversight of the quality and inclusivity of the learning experience. The Chair of the committee provides a written report to the board summarising any significant items considered by the committee.

The report from the recent Education Scotland Annual Engagement Visit was very positive and highlighted improvements across all main indicators, and significant improvements in successful completion rates between 2021/22 and 2022/23. Building on this the board are committed to further improvements in student outcomes.

3.3 Board Accountability

The governance arrangements are robust. The Governance Manual which includes Board Responsibilities, Code of Conduct and Standing Orders, is comprehensive and is reviewed at least annually. The Governance Manual is published online.

There are three committees (BRIC, LTQ and ARC) plus Performance Review and Remuneration and Search and Nominations. This smaller number of committees means that members have the opportunity to sit on more than one committee and develop a wider understanding and overview of college business. Committee membership is carefully planned.

There is a high level of trust in the committees to scrutinise and provide assurance to the board. Committee Chairs provide a written report to the board highlighting key areas of interest for the board.

Board papers are high quality and support transparent, properly informed, and robust decision making.

There is a mature and constructive relationship and an appropriate level of trust between the board and the executive team who provide considered and effective support and advice to the committees.

The Business, Resources and Infrastructure Committee has oversight of financial sustainability, and the Chair of the committee works closely with the Finance Director. Reports to the BRIC committee are high quality and provide an in-depth narrative.

Changes to the Strategic Risk Register have been introduced, with a more streamlined approach. This has been welcomed by members who feel it is easier to understand and identify key risks to the businesses. A board session was held in April 2024 to review the Risk Appetite Statement and this, along with the strategic risk register, was approved at the June board meeting.

There is a board workplan for 2024/25 which includes one strategy session and two board development sessions.

The Audit and Risk Committee, at the June 2024 meeting, received the internal audit report on Corporate Governance. The overall assurance level was strong, providing assurance that the governance arrangements of the college were appropriate and represents good practice.

3.4 Board Effectiveness

This is an effective board, and members clearly understand their role and responsibilities.

The Chair provides strong leadership and promotes a culture of openness and effective teamworking. The Chair, the Principal and the Governance Professional have established an effective working relationship.

The board is supported by a skilled and confident Governance Professional who has made positive changes to the governance arrangements since joining the college. Members value her support and advice.

The board provides constructive challenge and support to the Principal and executive team, holding them to account for the performance of the College. The Principal and the executive team are ambitious for student success. As noted above the report from the recent Education Scotland Annual Engagement Visit was very positive and highlighted significant improvements in successful completion rates between 2021/22 and 2022/23.

The board has an excellent range of skills and experience among its membership and board discussions draw on members skills and experience. The board demonstrates collaboration, teamwork, and collective responsibility

The Board Development Plan for 2023/24 is aligned to the Code of Good Governance. Board members are encouraged to take up training and development opportunities. Annual appraisals take place over July and August and feed into the Board Development Plan.

A Board skills matrix is used as basis for the recruitment of new members. Three vacancies have been filled recently.

The Board is going through a period of transition with the loss of some long-standing experienced members, a high proportion of new members, and the appointment of a new Vice Chair and SIM. This means that building the “new team” is important. The board development sessions, which have been built into the 2024/25 workplan, should focus on team building and creating opportunities for members to get to know each other and build effective working relationships.

The three new members take up their positions in new academic session and this, along with the new student members, presents an opportunity to deliver the new member induction on a group basis.

Building confidence in newer members to challenge constructively, provide support and develop their understanding of college business is important.

3.5 Relationships and Collaboration

The Chair, the Principal and the board understand the importance of partnership working in order to provide coherent high quality further and higher education.

Key stakeholders were engaged in the strategic planning process, and the Chair meets with stakeholders and partners on an ongoing basis.

As noted above, board members, and especially newer members, would benefit from hearing directly from key stakeholders, at a strategic level. This would build their knowledge of the external operating environment and contribute to strategic planning and decision making in the future.

A high-level stakeholder mapping exercise would enable board members to better understand the external operating environment, the connections that the college has, and support effective decisions making

4 RECOMMENDATIONS

1	<p>Team Building</p> <p>This is a ‘young’ board in terms of tenure</p> <ul style="list-style-type: none"> • Using the board development sessions as an opportunity to build the new board ‘team’ and allow members to build effective working relationships should be a priority. • Consider delivering the new board member induction on a group basis
2	<p>Stakeholder Engagement</p> <ul style="list-style-type: none"> • Although there have been some productive sessions with key stakeholders, members would benefit from more input from external speakers, at a strategic level, to help them develop a deeper understanding of the regional and national structures, policy context and sector reform. • Consideration should be given to a stakeholder mapping exercise

5 ANNEX 1

5.1 Document Review

1. Board of Management Responsibilities and Standing Orders
2. Committee terms of reference
3. Financial statements 2022-23
4. Board agenda and papers March 2024 and June 2024
5. Audit and Risk Committee agenda and papers
6. 2023-24 Annual Internal Audit Plan and Internal Audit reports
7. Board member profiles
8. External Effectiveness Review March 2021
9. Board Effectiveness Report 2022-23 and Board Development Plan 2023-24
10. Strategic Risk Register
11. Strategic Plan
12. Education Scotland Annual Engagement Visit Report

Footnote

The reviewer would like to thank the Board Chair, Principal, members, and the Governance Professional for their assistance and insight with this external effectiveness review.

**Paper 7
Appendix 2**

Board and Committee Attendance 2023-24

What is our measurement criteria for attendance?

- **“Excellent” to “Unacceptable”**

: the attendance key is divided into a six-point scale.

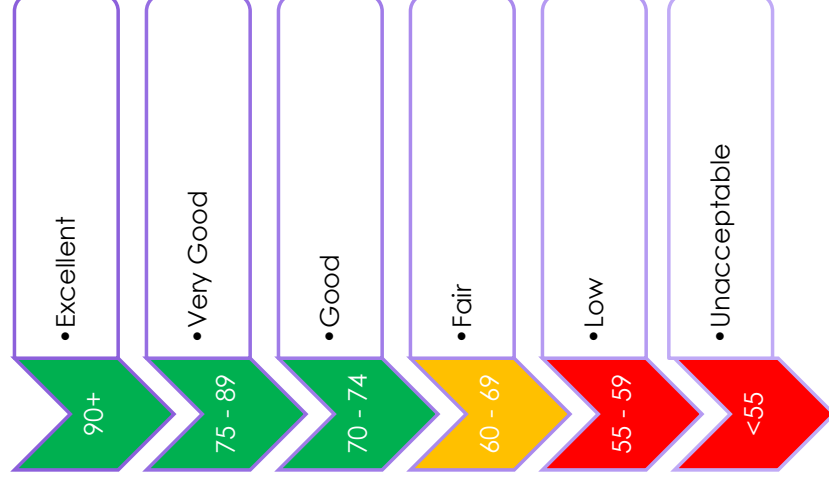
- **≥ 70% average attendance**

: considered to be acceptable.

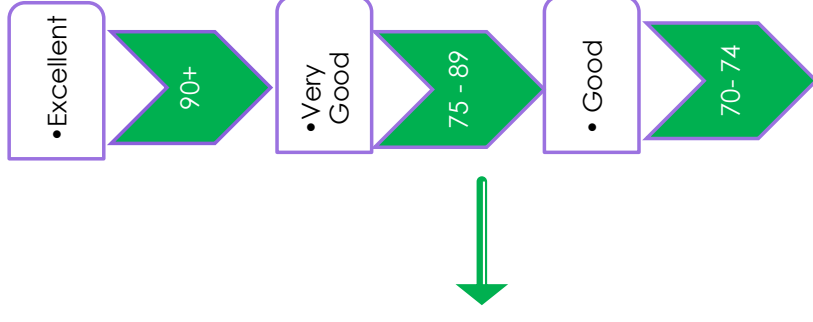
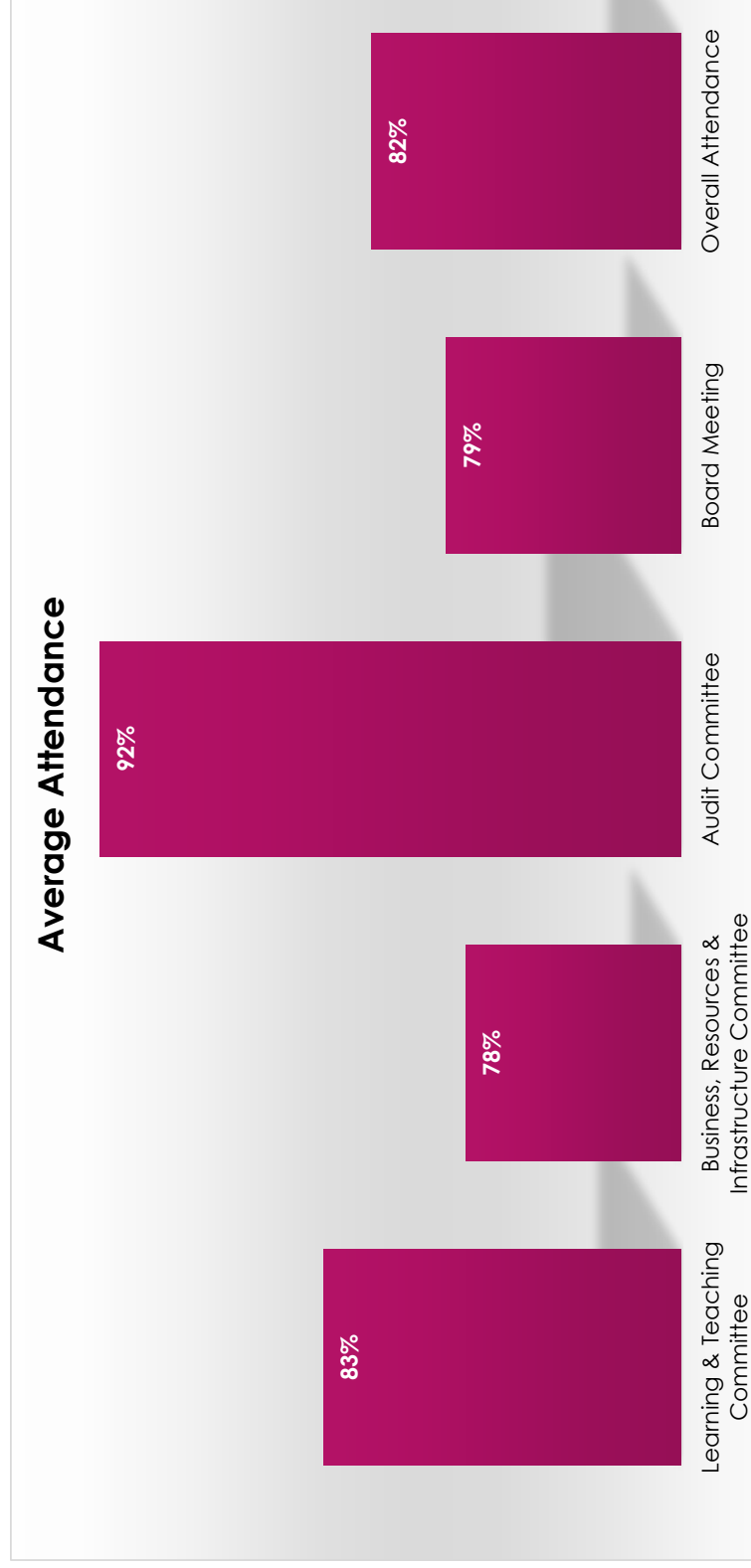
- **<70% average attendance**

: considered to be less than acceptable and would normally be subject to review and opportunities for improvement explored.

- **90% attendance benchmark and key performance indicator.**



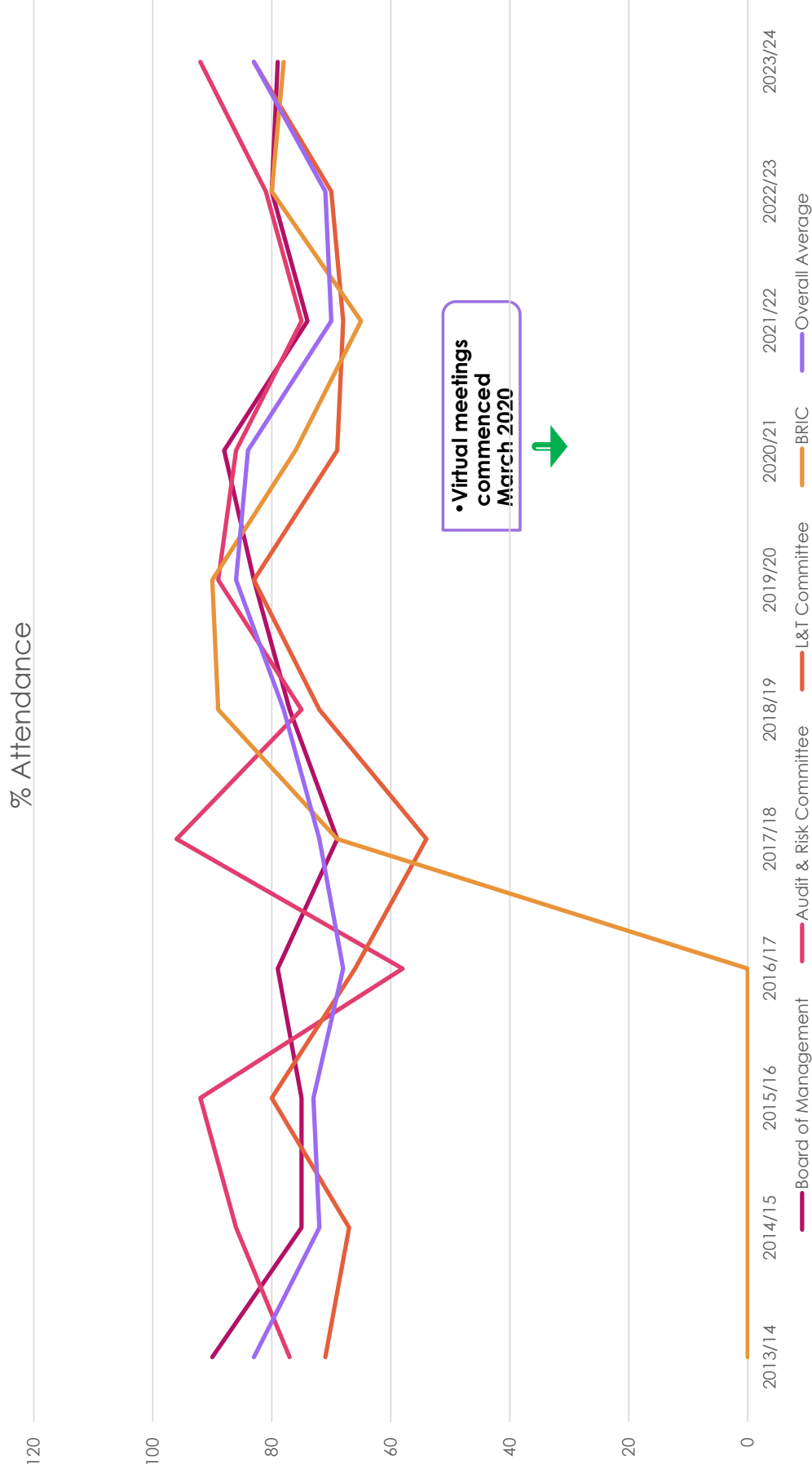
Board and Committee Attendance: 2023/24 overview



Attendance levels increased across all committees, all over 75% within very good levels & ARC excellent on the six- point scale. Board Meetings 1% down.

Our Values: Open and Honest | Innovative | Respectful | Supportive

Board and Committee Attendance: from 2013/14 to 2023/24



Our Values: Open and Honest | Innovative | Respectful | Supportive

Board and Committee meeting attendance 2023/24

Key points:

- Attendance levels have all improved to very good
- Board meeting attendance only marginally down
- The flexibility of Hybrid attendance appears to work well
- Student voice input maintained following President resignation
- Strike action did not affect attendance numbers, as meetings were moved to online only where required
- Any attendance difficulties highlighted can be discussed as part of annual reviews/ongoing meetings with the Chair
- Committee membership can be altered if required to assist where ongoing difficulties have been identified; vacancies highlighted or development requested

Paper 7
Appendix 3



Board Self-Evaluation Questionnaire Report

AY 2023-24

Questionnaire Requirement

The Board of Management is required under the Code of Good Governance for Scotland's Colleges (section D.24) to:

- Undertake an annual self-evaluation of its performance and effectiveness against its overall duties and responsibilities.
- Commission an externally facilitated evaluation if its effectiveness at least every 3 years.
- Submit the self-evaluation report and corresponding Board Development Plan (including progress on the previous years' plan) to the funding body and also publish these on-line.
- Compliance with the Code is a condition of grant award by SFC.
- The College commissioned an external review in 2021, and then in 2024.

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Questionnaire Methodology

- Board of Management: Self- Evaluation Questionnaire created in Forms in liaison with the External Reviewer from CDN
- Emailed to Board Members on 14 May, requesting completion by 10 June 24 latest
- Scoring scale 1 to 6 (low = disagree, high = agrees)
- Comments & Feedback
- Follow up
- Review, summarise and report the results:

10 from 20 members (50%) completed the 45 questions within timescale
Only one question scored below 5 out of 6. Q15 = ave score 4.8 (slide 12)

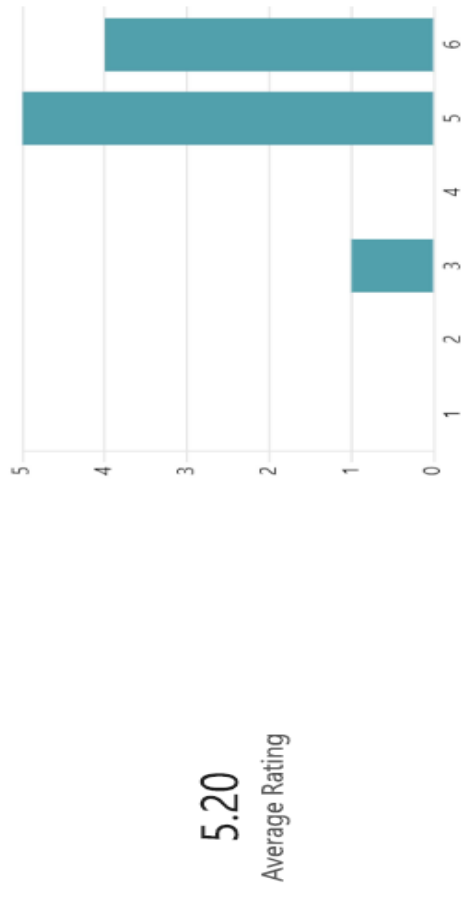
Our Values: Open and Honest | Innovative | Respectful | Supportive

A: Leadership and Strategy – Q1 & Q2

1. The Board has set out clear strategic priorities and aims (0 point)
(scale of 1 to 6, low = disagree, high = agree)



2. The Board regularly reviews performance against the strategic aims (0 point)
(scale of 1 to 6, low = disagree, high = agree)

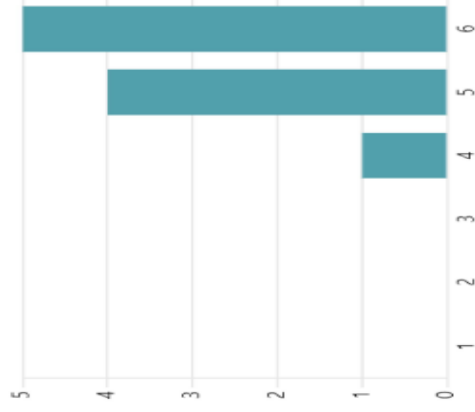


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A: Leadership and Strategy – Q3 & Q4

3. The strategic objectives and priorities of the College are aligned with regional strategy/outcomes (scale of 1 to 6, low = disagree, high = agree)

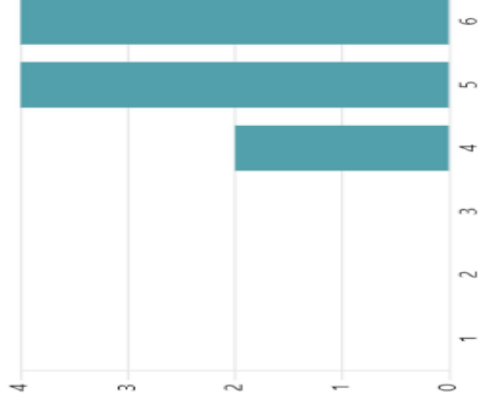
(0 point)



5.40

Average Rating

4. The Board undertakes regular strategic reviews/ scenario planning (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.20

Average Rating

Our Values: Open and Honest | Innovative | Respectful | Supportive

A: Leadership and Strategy – Q5 Comments

Over the last year, we have rationalised our KPI's which give board members a clear indication of how we are progressing against the most important aspects of our business. These are aligned with our annual priority actions that board agreed at the start of 2023 and will agree again for 2024. The development of a new strategic ambition, due to be launched August 2024 will provide even sharper visibility of how our activity aligns with that ambition and our progress being made towards that ambition. The development of a performance dashboard has enabled board members to look at progress against KPIs remotely. We consider scenario planning and risk when agreeing budget and we have had some discussion through board development days. Lately we have more scenario planning discussion around our transformation projects, especially aerospace in BRIC committee and i would hope we extend this to our planning around digital and people in the near future.

Scenario planning would be helpful to set out future options to board members - practical examples of how different scenarios would look rather than just scenarios around potential funding.

It's clear the Board consider a wide variety of factors when reviewing and implementing strategy including student voice, regional economy and national issues and these activities are monitored closely. I find the Board to be responsive and supportive of the college whilst considering the wider landscape.

I feel the Board look closely at key strategic aims and thoroughly discuss how activity and planning aligns with those aims, ensuring all Board members are fully informed and part of discussions

I think the board works well to support the executive and ensure we align board planning and strategy to the regional and national strategies.

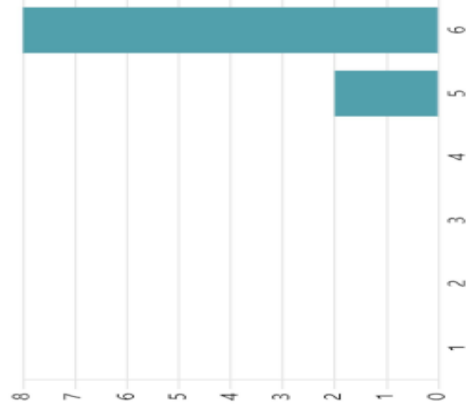
Being involved in the board meetings, the vision presented, board documents and papers, conversations with board members

A: Leadership and Strategy – Q6 & Q7

6. Corporate Social Responsibility

(0 point)

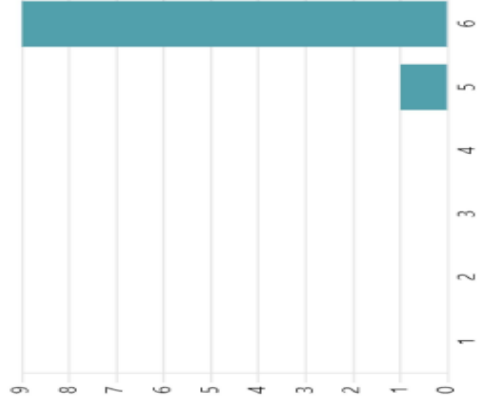
The Board understands and demonstrates the College Values
(scale of 1 to 6, low = disagree, high = agree)



5.80

Average Rating

7. The Board has a Code of Conduct to which it is committed in practice (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.90

Average Rating

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A: Leadership and Strategy – Q8 & Q9 comments

8. The Board operates according to the Nine Principles of Public Life:

Duty/Public Service, Selflessness, Integrity, Objectivity, Accountability and Stewardship, Openness,

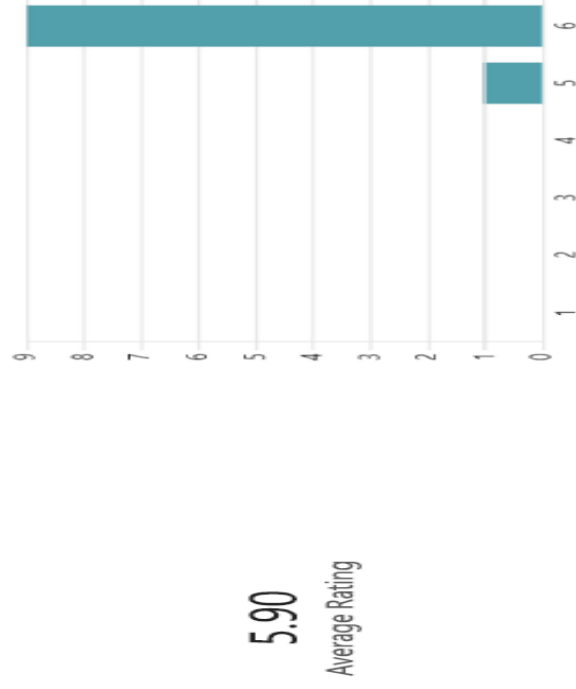
Honesty, Leadership, Respect (scale of 1 to 6; low = disagree, high = agree)

The board members are supportive and challenging in a constructive manner that means board meetings are purposeful with open dialogue. The chair is experienced and when she has had occasion to speak to a board member about their approach. This has been done in a confidential, supportive manner. Our board is inclusive and welcomes the voice of staff and students to help inform their understanding of how the college operates

These scores are supporting by the very way that the Board members purport themselves, how they treat each other and how they respond to feedback. The Board fosters a safe space to share ideas and welcomes alternative ideas and solutions

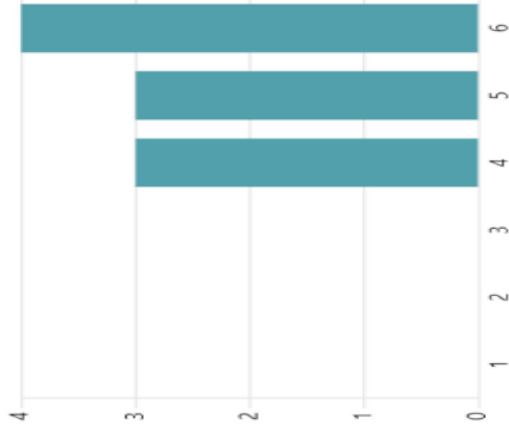
I believe the board operates with the values of AC as our driving force. We have a high level of governance and accountability.

Being involved in the board meetings, the vision presented, board documents and papers, conversations with board members, observation of board and of SLT



B: Quality of Student Experience Q10 & Q11

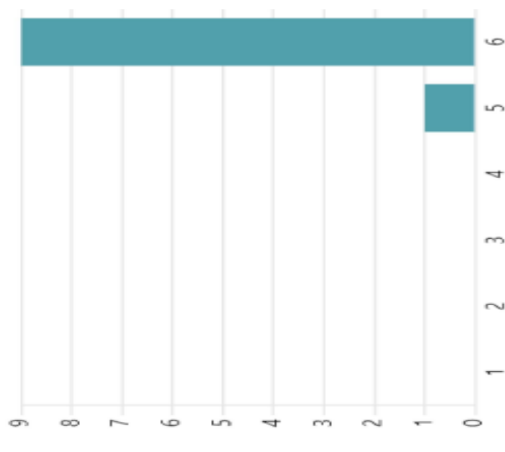
10. Student members are active at Board level (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.10

Average Rating

11. The Board receives regular reports from the Students' Association (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.90

Average Rating

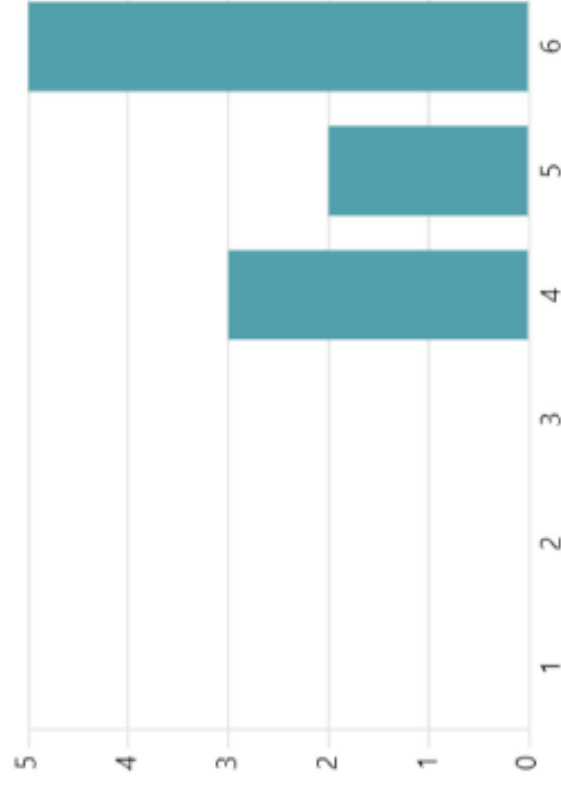
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B: Quality of Student Experience Q12

12. The Board and its Committees prioritise the opinions/views of students (0 point)
(scale of 1 to 6, low = disagree, high = agree)

5.20

Average Rating



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B: Quality of Student Experience Q13 Comments

Our student board members present a paper at all board meetings. Their contribution is encouraged when discussing a range of topics. I would say the views of students have equal merit to those of others and believe this is the right balance.

It is sometimes difficult to hear the voice of students however the Board listens and responds to the student voice

The Student Association are treated as an integral part of the Board and are well supported to fully participate. The student voice feedback loop and any arising actions are acting upon in a timely manner by the Board and its members

I am unsure if this question 10 is referring to current students contributing to Board or if this is carried out through the Student Association contributions. Recently the Student Association brought forward some feedback from students within particular curriculum areas and this was discussed and some follow up action was carried out to ensure that curriculum areas were aware of the feedback and could support students

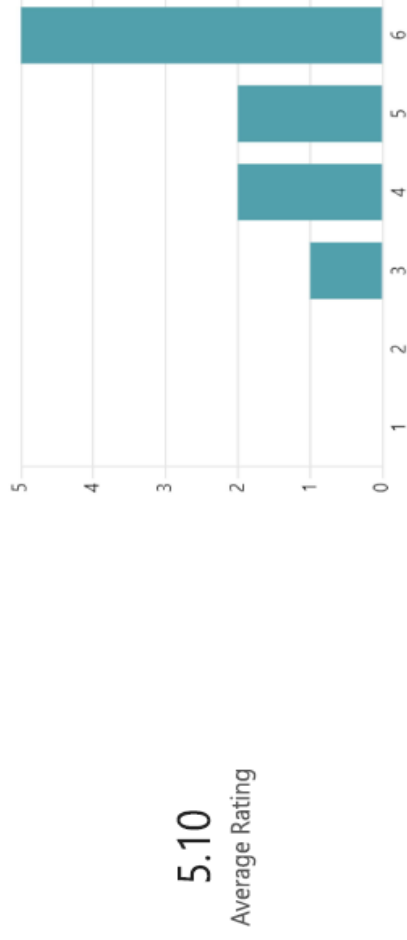
Student voice is a key component of all board meetings and committees, as well as inclusion in our development and strategy days, which enhance the overall work of the board

Board meetings, student surveys, discussion with SLT at our LJNC meetings

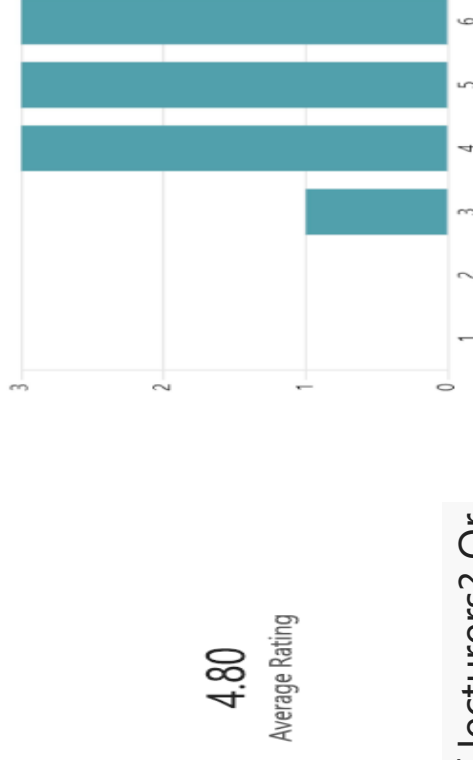
B: Quality of Student Experience Q14 & Q15

14. Learning and Teaching/Student Support (0 point)

Learning and Teaching Performance is overseen effectively
(scale of 1 to 6, low = disagree, high = agree)



15. The Board sets challenging student success targets (0 point) (scale of 1 to 6, low = disagree, high = agree)



Question 14 is a little vague - is this referring to L&T performance of lecturers? Or relating to student success as a measure? If it is performance of lecturers within delivery and resources in context of Board meetings I would say this could be improved - happy to discuss this further.

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B: Quality of Student Experience Q16 & Q17 comments

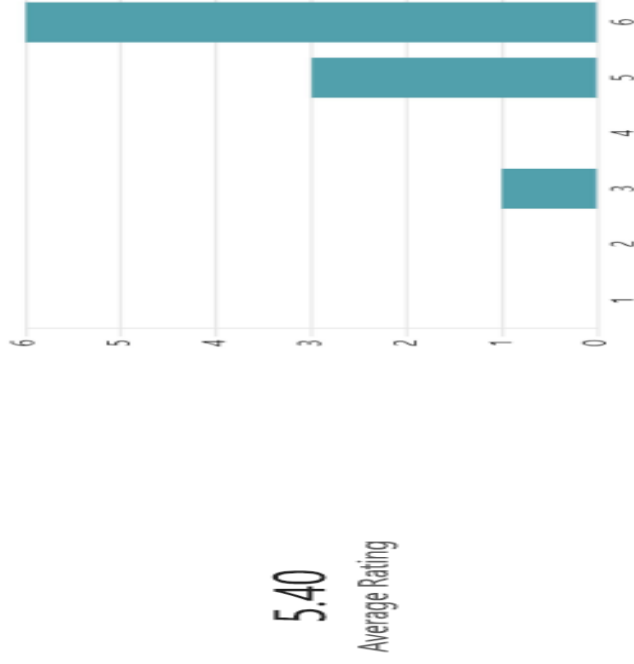
16. The student experience is central to Board decision-making (0 point)
(scale of 1 to 6, low = disagree, high = agree)

The use of timely data to inform how well we are providing an outstanding student experience is improving but could be progressed further around the performance of students with a protected characteristic and minority groups. This is challenging because of the delay in national benchmarks being released in recent years and our own systems

I wonder if we could set more challenging targets for success- we may need more evidence of changes that are expected to improve outcomes

The Board and sub-committees have the student experience and the future pathways available to students at the heart of all they do and seek positive actions and redress when things have gone wrong with a mindset of "how can we improve the student experience" and take into account the student voice

There have been issues around L and T performance which I am aware of from my EIS role. I believe steps have been taken to address this and have confidence in the decisions taken. There is work to be done next year and every year, we should always be striving for better outcomes. Disruption in the sector is going to make this more challenging. Staff are struggling with external pressures

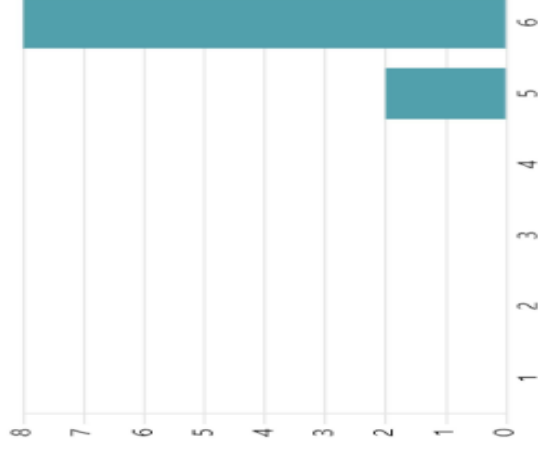


C: Accountability Q18 & Q19

18. The Board recognises its chain of accountability (0 point)
(scale of 1 to 6, low = disagree, high = agree)

5.80

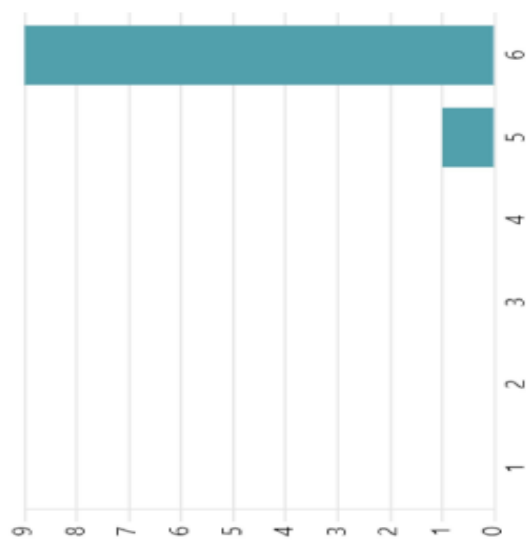
Average Rating



19. The Board is open in its decision-making and facilitates disclosure (0 point)
(scale of 1 to 6, low = disagree, high = agree)

5.90

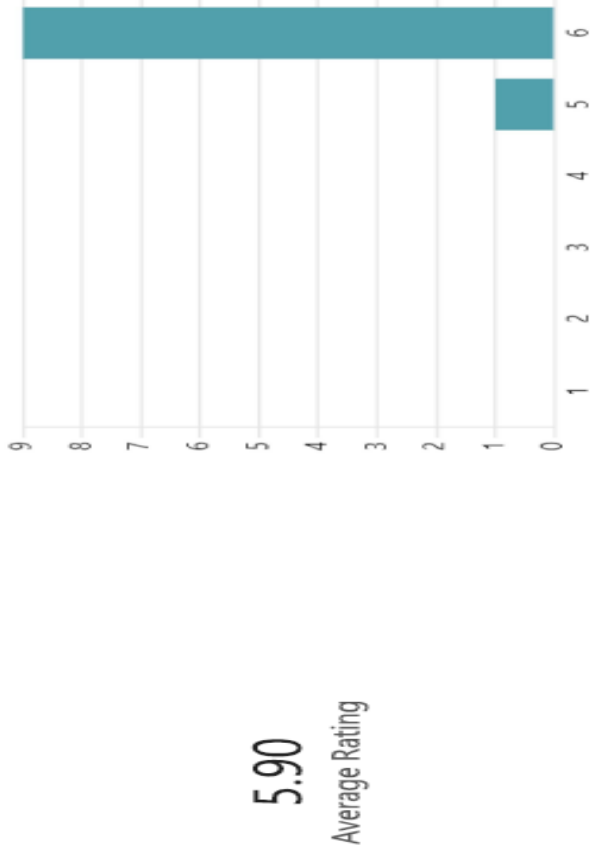
Average Rating



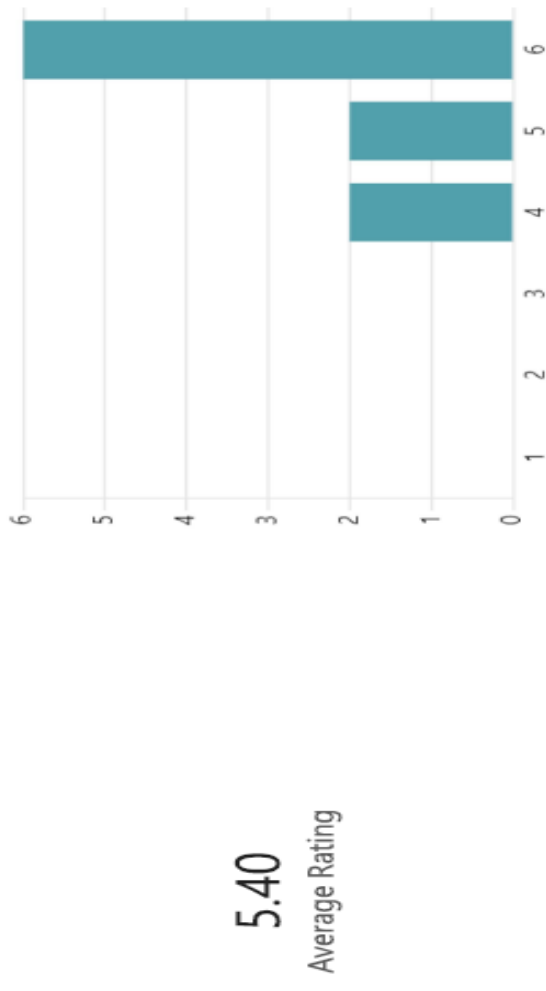
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C: Accountability Q20 & Q21

20. The Board delegates responsibilities to appropriate committees (0 point)
(scale of 1 to 6, low = disagree, high = agree)



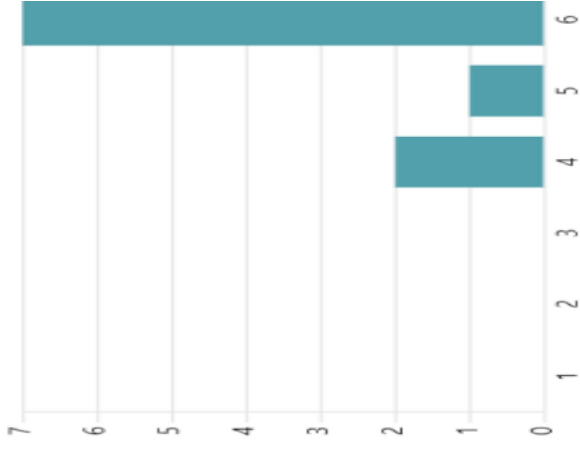
21. The Board has in place an effective risk management strategy (0 point)
(scale of 1 to 6, low = disagree, high = agree)



Our Values: Open and Honest | Innovative | Respectful | Supportive

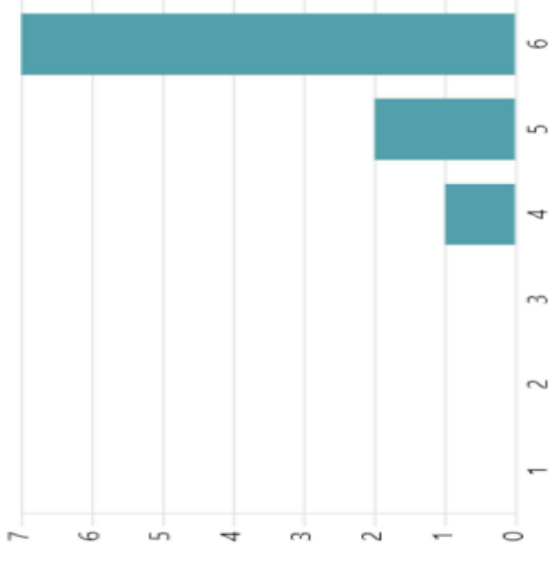
C: Accountability Q22 & Q23

22. The College's audit processes are comprehensive and rigorous (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.50
Average Rating

23. The Board publishes high quality Annual Reports (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.60
Average Rating

Our Values: Open and Honest | Innovative | Respectful | Supportive

C: Accountability Q24 Comments

Risk management strategy is being reviewed, rating based on current position

The committee structure works well with detailed oversight carried out by committees

The recent changes to Risk Assessment have much improved the process and made it much easier to understand and assess

A new risk management approach is being implemented at the present time so we need to give this a chance to bed in and be assured that previous risks now removed from the risk register in the new form, are still being managed effectively despite being out of sight on the risk register itself

Our accountability and risk management processes are strong with good assurance from internal and external audit

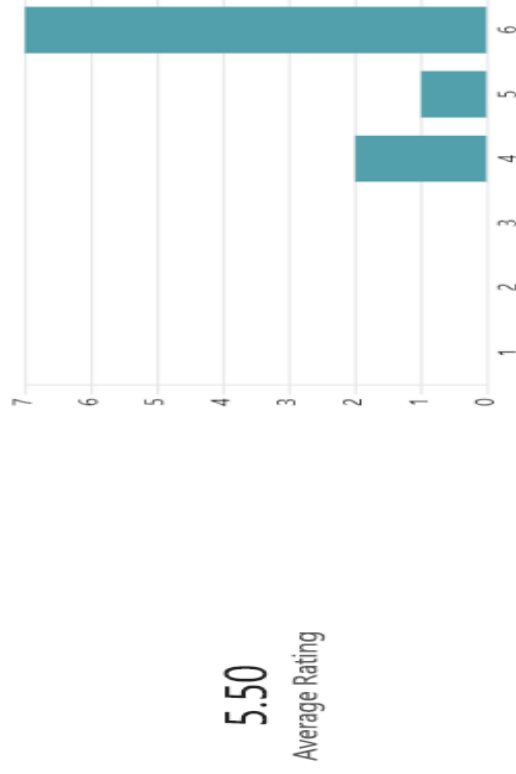
I do not know enough around the Audit processes yet. I have seen clear evidence of the rest both in behaviours and in documentation

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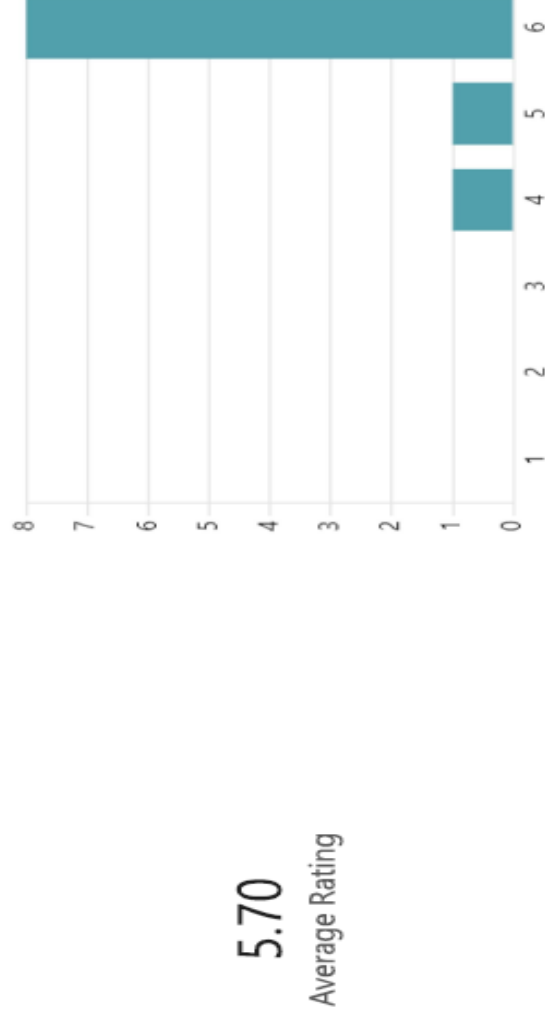
C: Accountability Q25 & Q26

25. Remuneration, Sustainability, Staff Governance (0 point)

There is a formal process for setting the Principal's remuneration (scale of 1 to 6, low = disagree, high = agree)



26. Funds are planned and used economically, efficiently, and effectively (0 point) (scale of 1 to 6, low = disagree, high = agree)

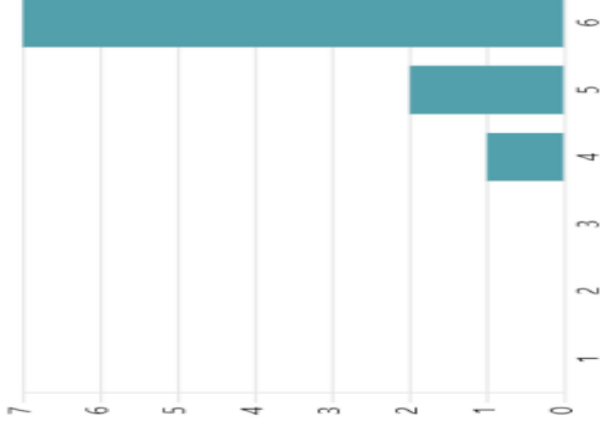


Our Values: Open and Honest | Innovative | Respectful | Supportive

C: Accountability Q27 & Q28

27. Board members are aware of their responsibilities as charity trustees (0 point)

(scale of 1 to 6, low = disagree, high = agree)

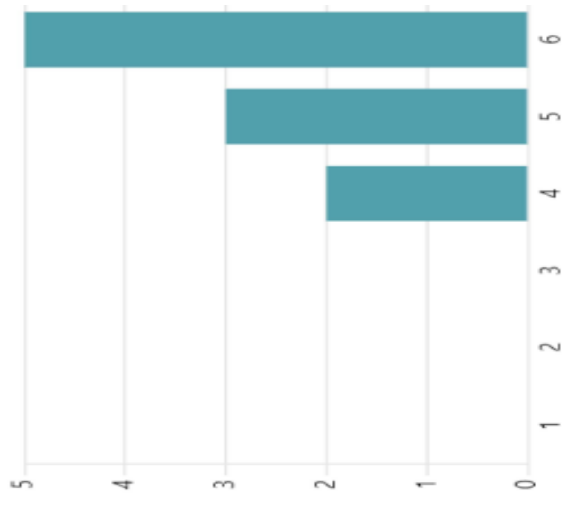


5.60

Average Rating

28. The Board prioritises the fair and effective management of staff (0 point)

(scale of 1 to 6, low = disagree, high = agree)



5.30

Average Rating

Our Values: Open and Honest | Innovative | Respectful | Supportive

C: Accountability Q29 Comments

Rightly, board delegates the management of staff to the Principal and are provided update reports of health, safety, wellbeing and development.

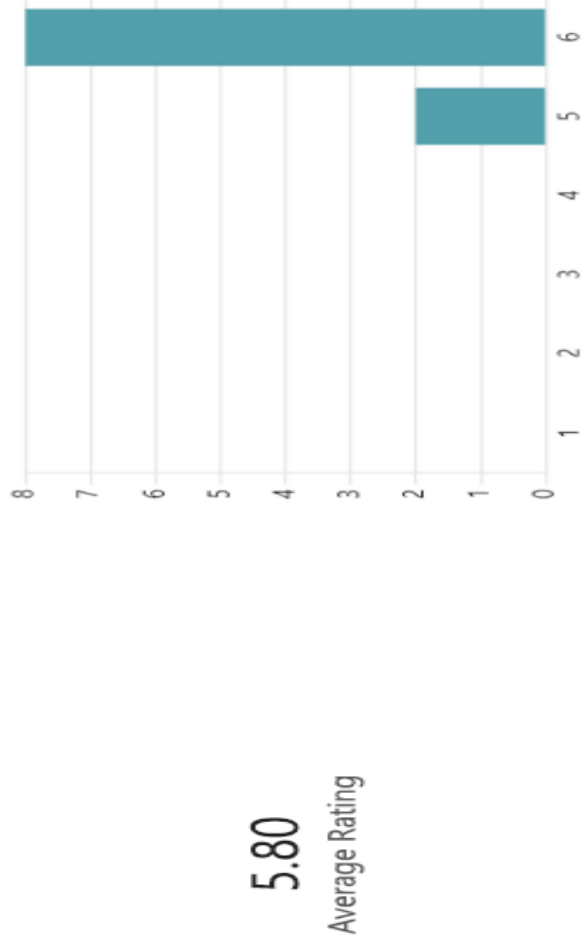
I have no evidence/knowledge around the pay. Documentation and evidence of work from VP Finance makes it clear that we are working very efficiently with our financial resources. The local industrial action and the threat of deeming lecturing staff leads to a lower score in fair and effective management of staff. I understand this was a decision taken by the principal but ultimately the board is responsible. A poor decision

Our Values: Open and Honest | Innovative | Respectful | Supportive

D: Effectiveness Q30 & Q31

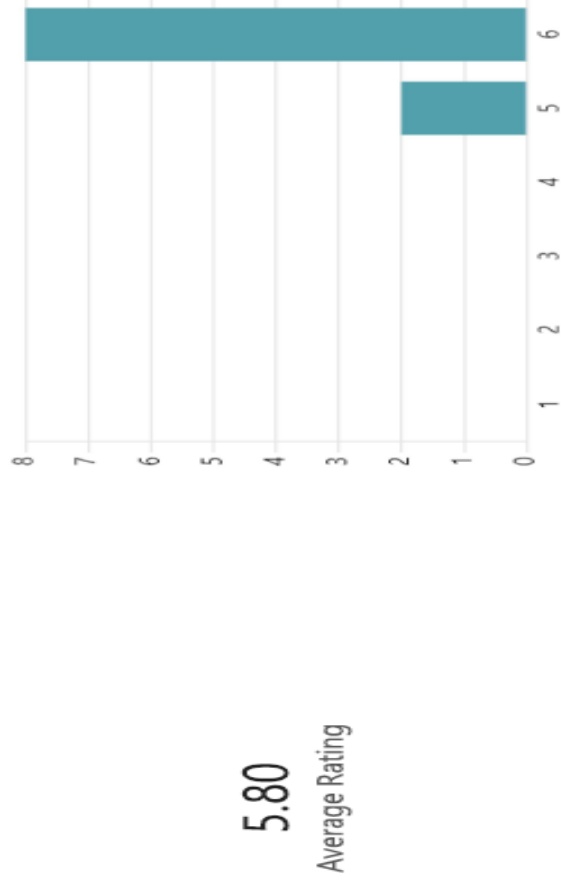
30. The Board Chair promotes open discussion on strategic matters (0 point)

(scale of 1 to 6, low = disagree, high = agree)



31. The Board has an appropriate mix of skills and works well as a team (0 point)

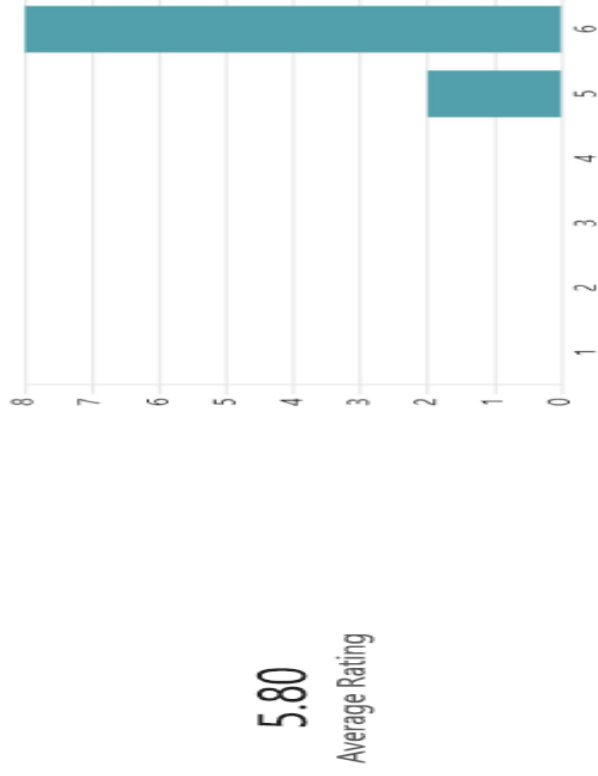
(scale of 1 to 6, low = disagree, high = agree)



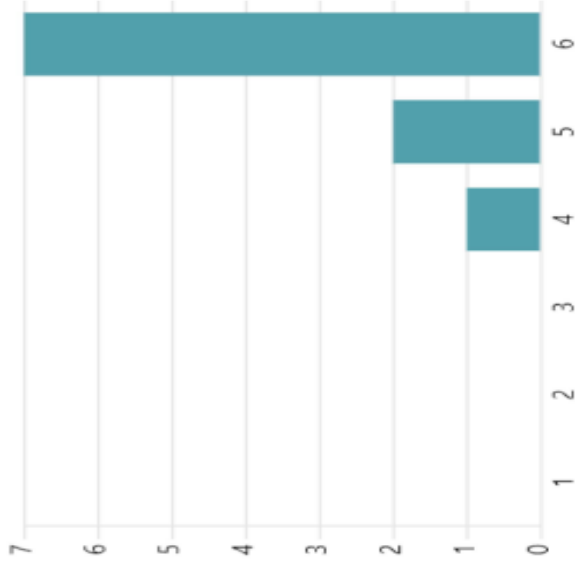
Our Values: Open and Honest | Innovative | Respectful | Supportive

D: Effectiveness Q32 & Q33

32. The Principal and Executive Team are clearly accountable to the Board (0 point)
(scale of 1 to 6, low = disagree, high = agree)



33. The Board is well supported and guided in matters of governance (0 point)
(scale of 1 to 6, low = disagree, high = agree)

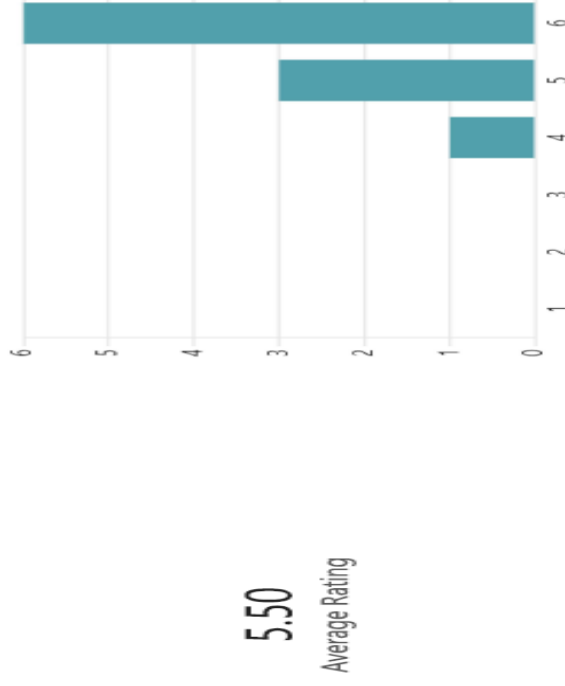


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D: Effectiveness Q34 & Q35 comments

34. The Board is provided with information that is relevant, and of suitable format, frequency and time to enable effective strategic decision making?
(scale of 1 to 6, low = disagree, high = agree)

The Board could be receiving more regular updates on matters like student recruitment and retention rather than only twice in the year. I would also like to see more students and college staff having an input at the board - perhaps once a term the board could focus on a specific theme and invite relevant students and staff along to present to the board and hear different perspectives.



As a board we have a good skill mix with a range of experiences which support the work of the board and the college. We are provided with excellent support from the Chair who promotes discussion and openness. The Board Governance adviser, along with admin staff provides excellent support and guidance to the board to undertake its work effectively and efficiently.

My experience so far leads me to believe we are very effective at all of the above. Meetings, documentation, discussion with the chair and governance lead, board development days are all evidence to support this. I have not seen enough strategic decision-making owing to the time I have been involved

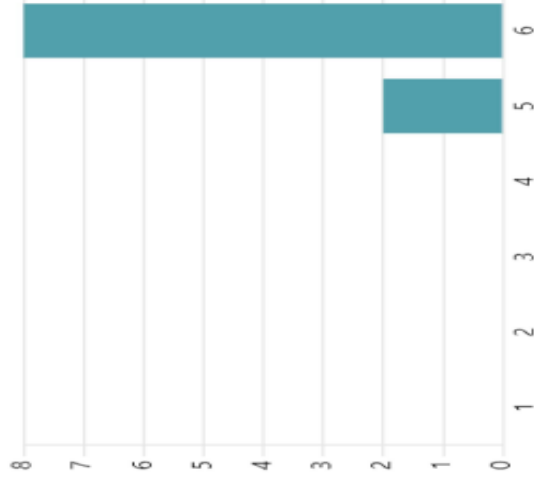
D: Effectiveness Q36 & Q37

36. **Board member development and evaluation**

(0 point)

Board recruitment is open and in line with ministerial guidance

(scale of 1 to 6, low = disagree, high = agree)

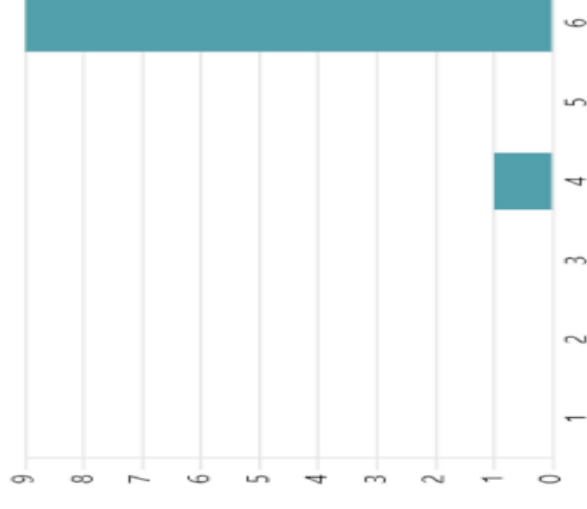


5.80

Average Rating

37. **There are sufficient opportunities for Board induction and development** (0 point)

(scale of 1 to 6, low = disagree, high = agree)



5.80

Average Rating

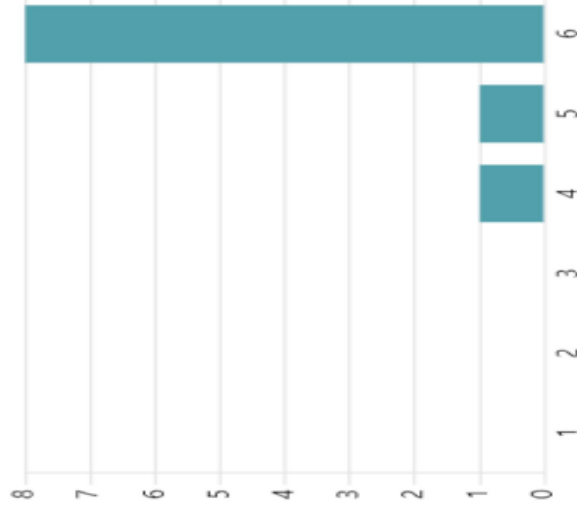
Our Values: Open and Honest | Innovative | Respectful | Supportive

D: Effectiveness Q38 & Q39 comments

38. Board effectiveness is regularly reviewed using a variety of methods (0 point)
(scale of 1 to 6, low = disagree, high = agree)

There could be further opportunities for board members to socialise informally prior to, or after, committee/board meetings to get to know each other better. It would also be good to know who is attending certain events from the board eg graduations/awards events. I would also like to know what students and staff expect from the board - perhaps we could be doing more?

I feel fully supported as a board member. I have a comprehensive induction and development program. Meetings, discussions, procedures in place and board documentation and planning are evidence to support this.



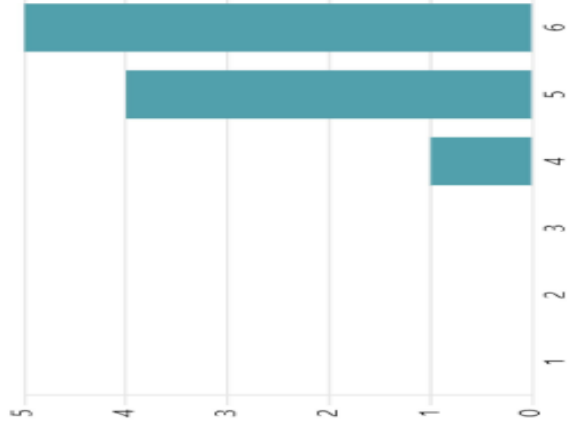
5.70

Average Rating

Our Values: Open and Honest | Innovative | Respectful | Supportive

E: Relationships & Collaboration Q40 & Q41

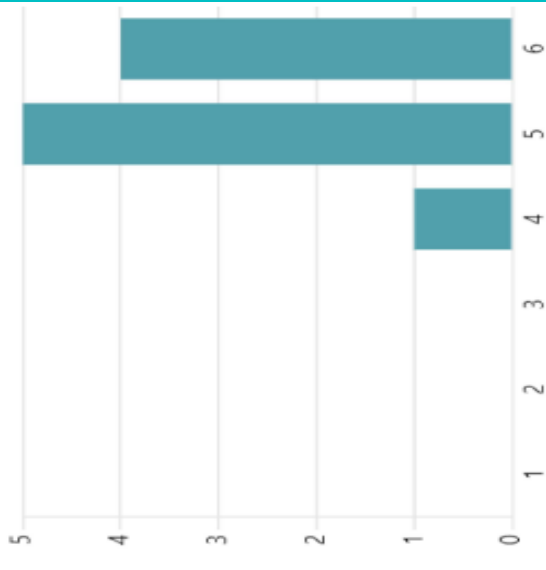
40. The Board ensures effective communication with stakeholders (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.40

Average Rating

41. Learning provision is relevant to industry needs (0 point)
(scale of 1 to 6, low = disagree, high = agree)



5.30

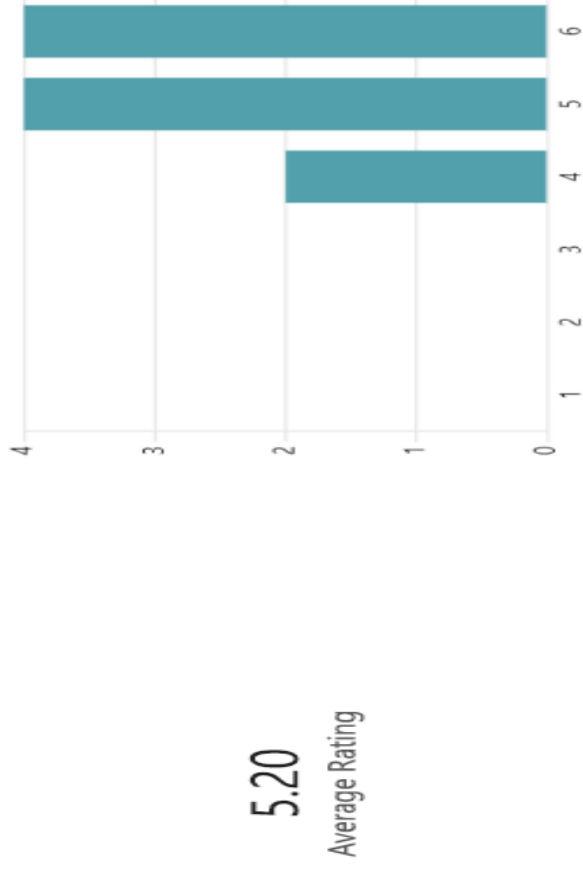
Average Rating

Our Values: Open and Honest | Innovative | Respectful | Supportive

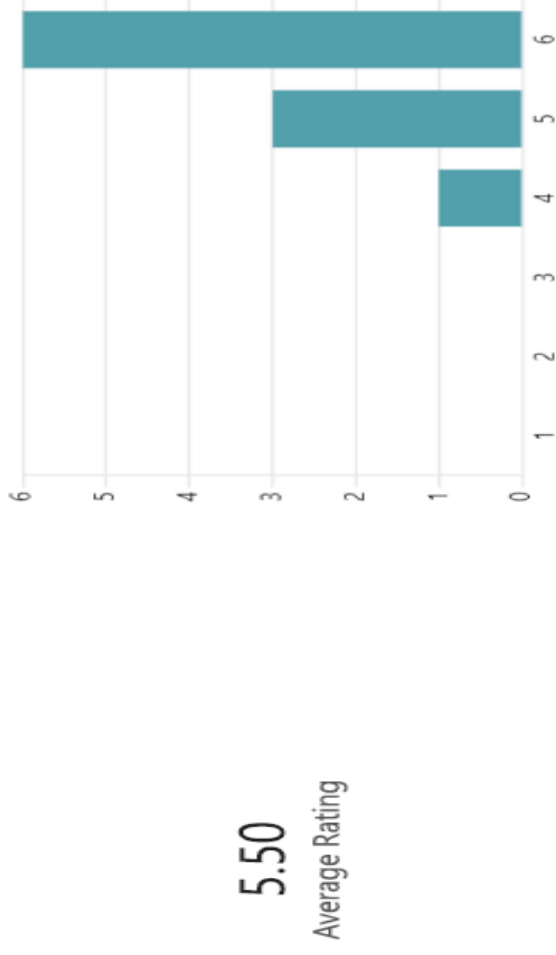
E: Relationships & Collaboration Q42 & Q43



42. The College engages well with stakeholders/industry partners (0 point)
(scale of 1 to 6, low = disagree, high = agree)



43. The Board supports the delivery of the Regional Outcome Agreement (0 point)
(scale of 1 to 6, low = disagree, high = agree)



Our Values: Open and Honest | Innovative | Respectful | Supportive

E: Relationships & Collaboration Q44 comments

We should bring external speakers in more to strategic planning days to provide board members with an alternative perspective of the strategic landscape.

Restructuring underway should further improve already strong stakeholder relationships

Stakeholders' needs are changing and the College needs to be able to respond to that. Funding mechanisms do not make that easy

Question 41 - the consideration of course design and the importance of core skills and meta skills within recommendations from Education Scotland have highlighted some change is required to fully meet the needs of students and employers and this has been highlighted through COEP and Curriculum TOEP processes and action is being taken to improve this.

The executive team are driven to work with stakeholders and industry partners to enhance the work of the college and support the development of our students.

I have not seen enough of the board communicating with stakeholders. I am fully aware of the learning provision, our priority areas and the provision is tailored to meet that. Whilst I am sure the board supports the regional outcome agreement I have not personally seen any evidence I can think of

Our Values: Open and Honest | Innovative | Respectful | Supportive

Forward Look Q45:

What are the key issues that you feel need to be addressed by the Board for the future?



Ensuring strategy supports the local economy with a skilled workforce rather than providing the programmes that have always been delivered

Consideration of Learning and Teaching performance (in line with clarification of the question's intent) - this could be discussed more at Board and considerations given for how this might take shape. Plans are in place for LTQ Steering Group to oversee this development but I feel strongly that there needs to be higher accountability for Learning and Teaching Performance overall.

Funding and student support funding (especially noting the rise in care experienced students and increasing numbers of care experienced students forecast), student & staff recruitment and retention, being assured the new risk register is appropriately capturing and managing risks, student satisfaction/student engagement continues to improve.

Further enhancing our diverse membership of the board, given the challenging fiscal landscape we have and will have for several years to come.

The Scottish Government are not doing enough for our sector. Learning and Teaching within FE is on the decline. I would like to see all boards doing more to apply pressure on the government to reverse that trend. We lose staff on an annual basis, more needs to be done. If we are to be a fair work employer with fair work practices then allowing practices such as deeming has to stop

Our Values: Open and Honest | Innovative | Respectful | Supportive

Summary Discussion Points

1. How can the Board better demonstrate Performance Review against strategic aims?
2. **What can be offered to enable Board members to take part in more Strategic Reviews/Scenario Planning?**
3. What can be actioned to ensure the student members are more active at Board level?
4. **How can the Board & its Committees be provided with more opinions/views of students?**
5. What further information can the Board request and monitor to ensure Learning & Teaching performance is overseen more effectively?
6. **Does the Board set challenging student success targets? How is this measured?**
7. How can the Board demonstrate that it does prioritise the fair & effective management of staff?
8. **What information does the Board require to ensure that the Learning provision is relevant to industry needs? How is this measured?**
9. How can the Board help demonstrate the level of College engagement with stakeholders/industry partners?

Our Values: Open and Honest | Innovative | Respectful | Supportive

Appendix 4 The Board Development Plan 2024/25

Summary/Key Points

1. The Board Development Plan 2024/25 provides evidence of compliance with the Code of Good Governance for Scotland’s Colleges and is aligned to the principles of the Code.
2. The Plan supports the delivery of the Strategic Ambition and provides evidence of the Board’s role in contributing to the strategic direction of the College:
3. The Plan takes account of the recommendations presented in the Externally Facilitated Effectiveness Review by CDN completed in September 2024.
4. The Plan takes account the recommendations from the 2023/24 Board Self-Evaluation of Performance Questionnaire responses, and the Annual Appraisal discussions with the Chair.
5. The Plan supports College Values of being ***Open & Honest, Innovative, Respectful, and Supportive***, and the College Mission of ***“Empowering People for a Changing World”***, and the College Ambition of ***“Enabling learning which provides our people with the skills to be successful and our economy to thrive”***.
6. The Plan supports the College’s three new objectives of:
 - Outstanding Experiences** Grounded in high quality learning and teaching, where our students are challenged to reach the highest standards, to thrive and succeed. We deliver outstanding experiences through: Personalised and inclusive approaches; Building ambition; Inspiring success
 - Partner of Choice** Our sense of place extends to our communities, our business partners, our region and beyond. We are regionally focused and globally engaged as a key partner through Innovation and collaboration; Impactful contributions; Immersive relationships
 - Enabling the Future** We will shape the future positively, to drive transformation and continuous improvement, respond to challenges and bring new ideas to life through Leading and influencing within our ecosystem; Data informed and intelligence driven approaches; Agile and responsive behaviours
7. The Plan supports **The Ayrshire Way**, to foster a high performance culture.
8. The Plan is presented as a one-year developmental plan with annual reporting to the Board of Management.

The following Plan is presented for review, discussion and approval.

Board Development Plan 2024-25 – Draft for discussion

Principles	Development recommendations	Source	Action Plan	Impact	Lead	Timeline	Status	KPI
A: Leadership and Strategy 1. Conduct in Public Life 2. Vision and Strategy 3. Performance 4. Corporate Social Responsibility	Understand & demonstrate the updated values and Code	Chair	Add Values & code of conduct & 9 principles into appraisal evidence BGA monitor & report to Chair	Ensure appraisals are linked to relevant values, codes etc and are effective & worthwhile	Chair BGA	July 2025	Initial research started by BGA	
	Embed new strategic ambition	Chair	Strategic Reviews Option appraisals Scenario planning re digital & people	Board members understand, support & demonstrate the College values, ambition, mission, objectives and promote the Ayrshire Way culture	Chair	Will be ongoing throughout AY24/25		
	Regularly Review KPIs	Chair	Priority & progress updates from ELT Live KPIs on agendas	Information is current for analysis and feedback	ELT BGA	Ensure on agendas for AY24/25	complete	
	operate in ways that enhance rather than degrade society and the environment be visible demonstrate success	Chair BGA Self Eval questionnaire Principal	environmental impacts ethical responsibility philanthropic endeavours financial responsibilities Review annual reports? high quality? Board member visits to specific departments/areas for development	improve society and promote a positive brand Improve Board member knowledge and awareness of College & culture	ELT BGA Chair	June 2025	Discussion underway with ELT on Leadership Learning Plan	
B: Quality of the Student Experience 1. Student Engagement 2. Relevant and High-Quality Learning 3. Quality Monitoring and Oversight	More student engagement at Board level	Self Eval questionnaire BGA	Involve in recruitment Involve in induction, training & development Involve in new website, links More contact with Board members to gather student feedback/opinions Attend more student events/groups	Student perspective in recruiting new board members, plus development for student representatives Increased two way communications, information sharing and understanding	BGA SIM	May 2025	Website "Meet the Board" page under review	
	Focus more on current trends and issues, as reports retrospective	Chair	More live updates & reports. Evidence of relevancy – Invite external stakeholder reporting	Information is current for analysis and feedback	Chair ELT	June 2025	KPI reviewed	
	Consider additional quality-based reporting	BGA	More information from Quality dept	Improved quality-based reporting	BGA ELT	July 2025		
C: Accountability 1. Accountability and Delegation 2. Risk Management 3. Audit Committee 4. Remuneration Committee 5. Financial and Institutional Sustainability	Delegation review	BGA	The Scheme of Delegation was last reviewed August 2020 so suggest review	Assurance re appropriate delegation is in place	BGA	June 2025		
	Risk Management – further development & training	ARC	1. Consider how emerging/potential risks are included and discussed (Financial/Learning) 2. Identify any reporting gaps so all aspects of risk are covered 3. ARC can recommend deep dives into a specific risk where required	Improved sustainability, risk oversight, wider understanding, enhanced assurance, active register, dynamic response to emerging risks	BGA Auditors ARC	July 2025		
	ARC – new member input	ARC	Specific training?	Maximise new member input to ARC	BGA	Feb 2025	CDN course material issued	
	RemCo review	BGA	What else could/should Remco be doing?		BGA	March 2025	Not yet started	

Principles	Development recommendations	Source	Action Plan	Impact	Lead	Timeline	Status	KPI	
6. Staff Governance	Maximise Board knowledge re Finance & Sustainability	Self Eval questionnaire	BGA research	Maximise new member understanding & input	BGA	June 2025	Not yet started		
			Specific training/presentations to Board esp on Fair Work						
			Demo fair & effective staff management						
			Review Sustainability measures/KPIs						
			How can the Board be green						
	Review Governance Reports/Infor to Board	BGA	How can the Board use AI?	Improved governance assurance	BGA			Not yet started	
			BGA supply Board with quarterly/annual Governance reports?						
			Review Appraisal documentation/methods	Ensure Chair appraisal linked to relevant values, codes etc and is effective & worthwhile	BGA	July 2025	Initial research started by BGA		
			SIM to complete Chair appraisal Objectives – share?						
			Support & Development to new SIM	Maximise SIM effectiveness	Chair BGA	July 2025	Chairs meetings arranged		
Senior Member	Chair, BGA	Conflict resolution training alongside other SIMs?	Improved attendance rates Timely decisions Effective interaction, challenge, critical thinking and decision making	Chair	July 2025	Meetings rotated at campuses, Jan 25 Board dinner booked, proposal received for profiling & teambuilding workshop			
		Review Appraisal documentation/methods							
		Keep hybrid meeting approach							
		Use all 3 campuses for meetings Informal/social opportunities							
		More skill utilisation of members							
Board Members	Chair EER -CDN	Team building activities							
		Individual profiling questionnaire then group workshop							
		Review Appraisal documentation/methods	Ensure Principal appraisal linked to relevant values, codes etc and is effective & worthwhile	Chair					
		Review Appraisal documentation/methods	Improved awareness, resource pooling, benchmarking	BGA				CDN sharepoint site active	
		Use evaluation for Induction/exits	Simplify BGA duties timeline	BGA ELT	Feb 2025	Research started			
Principal and Executive	Chief	Key meetings in Induction Checklist	Increased feedback received	BGA					
		New/additional ways of evaluation	Key meetings planned	ELT					
Governance Professional	BGA	1. BGA develop relationships with other college BGAs	Increased feedback received	BGA					
		2. College Network meetings & development attended	Key meetings planned	ELT					
Board Appointment, Induction and Training	BGA	3. Combine training courses with other Colleges to maximise budgets and increase collaboration	Key meetings planned	BGA					
		4. Utilise new CDN Sharepoint site to share/benchmark	Increased feedback received	BGA					
Board Evaluation	BGA	5. Investigate formal learning/qualification	Key meetings planned	BGA					
		6. Develop BGA Gantt chart	Increased feedback received	BGA					

Principles	Development recommendations	Source	Action Plan	Impact	Lead	Timeline	Status	KPI
E: Relationships and Collaboration	Demonstrate Partnership Working	EER -CDN	Stakeholder map reviewed annually. Stakeholder map included in Board Member induction handbook. Social media/website demonstrations of engagement	Demonstration of range of stakeholder relationships & College contributions	ELT Chair BGA	June 2025		
		EER -CDN	Invite key stakeholder speakers, set informal voluntary meetings and discussion times out with formal meetings.	Demonstration of range of stakeholder relationships & College contributions	ELT Chair BGA	June 2025		
		EER -CDN	Offer dedicated time for informal discussion, focus on significant college issues relevant to the Board with key stakeholders invited to present and engage with the Board Include briefings and discussions on wider strategic context of post 16 education Offer Briefings and discussions on growth deal and established businesses within the local economy Ensure members invited to relevant stakeholder visits and meetings	Update & inform Board re current issues. allow for strategic questioning, longer term thinking and discussion, enhance members stakeholder knowledge, assist with informed decision making, maintain understanding of current key employment needs to aid strategic decisions	ELT Chair BGA	June 2025		

Title of Meeting: Board of Management

Date: 03 October 2024

Title: Committee Chair's Report - Learning Teaching and Quality Committee Meeting, 12 September 2024.

Purpose: To Inform, update and alert the Board to any areas of escalation raised at Board Committee level.

Recommendation: The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

1. Executive Summary

To provide the Board with a summary of significant items considered by the Learning Teaching and Quality Committee meeting in advance of the approved minutes being submitted to the next Board meeting in December 2024.

2. Associated Risks

There is a risk that the Committee could fail to demonstrate that it was fulfilling the requirements of its Terms of Reference because it has not updated the Board of Management, resulting in a failure to evidence compliance with governing legislation and regulation, and the Board's governance requirements.

3. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

4. Publication

This paper will be published on the College website.

2024-25 Performance Dashboard

The dashboard will remain on the agenda to provide members the opportunity to review live data throughout the academic year. As the Academic Year has just begun, the system is not yet fully updated with information.

2023-24 Apprenticeships and Work Based Learning Report

Members received the very positive report, with a verbal update on the additional places achieved by redesign actions.

Strategic Risk Register

Members considered the controls and mitigating actions for those risks within the remit of the Committee, and recommended approval of the Strategic risk register to the Board. The strategic risks faced by the College have not moved since the review in June 2024.

3. Proposal

The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

4. Resource Implications

No further resource implications require to be noted.

5. Consultation

Chair & Vice Chair LTQC, Board Governance Adviser.

6. Conclusion

The full Learning Teaching and Quality Committee meeting minutes will be brought to the next Board of Management meeting for information following their approval at the next Learning Teaching and Quality Committee meeting.

Alison Sutherland
Chair, Learning Teaching and Quality Committee
21 September 2024

Title of Meeting: Board of Management

Date: 03 October 2024

Title: Committee Chair's Report – Business, Resources & Infrastructure Committee Meeting, 17 September 2024.

Purpose: To inform, update and alert the Board to any areas of escalation raised at Board Committee level.

Recommendation: The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

1. Executive Summary

To provide the Board with a summary of significant items considered by the Business, Resources & Infrastructure Committee meeting in advance of the approved minutes being submitted to the next Board meeting in December 2024.

2. Associated Risks

There is a risk that the Committee could fail to demonstrate that it was fulfilling the requirements of its Terms of Reference because it has not updated the Board of Management, resulting in a failure to evidence compliance with governing legislation and regulation, and the Board's governance requirements.

3. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

4. Publication

This paper will be published on the College website.

- **Background**

The Business, Resources & Infrastructure Committee Meeting took place on the 17 September 2024.

- **Current Situation**

The Committee considered, noted or approved the following:

- **2024-25 Committee Terms of Reference and Workplan**

The Committee recommended the BRIC 2024-25 Committee Terms of Reference and Workplan to the Board for approval.

- **SFC Financial Forecast Return (FFR)**

The Committee noted the College is required to present a FFR annually to the Scottish Funding Council and had submitted a draft FFR in July which covered the 2023-24 forecast, approved 2024-25 budget and projections for the two years to 2026-27. In June 2023 there were several assumptions that the College required to verify to allow it to complete the FFR process and additional verifications have now been undertaken. The College financial operating environment and challenges faced by the sector will continue in the years to come. A requirement for the College Senior Leadership Team to exercise financial restraint across key areas to ensure financial viability based on current SFC assumptions. Details of associated assumptions and risks were detailed and discussed at length.

- **Draft Infrastructure Strategy**

The Committee noted the drivers and principles upon which the Strategy is being compiled, the Strategy Mission Statement, the six proposed College objectives, aligning to the proposed SFC Infrastructure Strategy, the advantages, constraints and next steps, and a detailed account of the physical infrastructure of the College due to the political landscape, regionalisation and ownership status of each campus.

- **ICT Update Report**

The Committee were provided an overview of the 2023-24 ICT Service Department operations, focusing on cyber security measures and the future direction over the following year. The Committee and chair specifically noted the significant volume of progress made in this area.

- **Human Resources and Health, Safety and Wellbeing Update**

The Committee received an overview of Human Resources and Health, Safety and Wellbeing team activities during the reporting period, May to July 2024, including an update on recruitment and selection; sickness absence; staff learning and development; completion of the four-year Equality and Inclusion cycle, with future steps for the next cycle now being considered; accident and incident figures, including those for the previous year as requested by BRIC members; a new service introduced to support mental health coping mechanisms; Support staff and Curriculum pay award settlements; Evolve workshop delivery and the follow up to embed learning; SLT executive coaching sessions being conducted and rebrand of the staff

learning portal and introduction of 3C time, which will support mandatory training processes.

- **Property Update Report**

The Committee noted the work to complete the Kilwinning PFI contract was reaching a conclusion; the ongoing work with ASTAC and the Ayrshire Growth Deal, and the ongoing work to update the College property benchmarking data including wider sectoral benchmarks.

- **Transformational Projects Update**

The Committee received a progress and risk update on the College transformation projects, noting the updates provided for the Aerospace Part 147, Workforce Skills and Digital Transformation Projects. A more detailed progress update will be delivered on the Aerospace Part 147 project at the next BRIC meeting. Workforce Skills project progressing with leadership development and the Ayrshire Way, which will deliver access to 3C time, and a competency framework to enhance staff skills and support recruitment.

- **Management Accounts as at 31 July 2024**

The Committee were provided with a summary of the College's financial position as of 31 July 2024 and an outline of the key variances, and the Committee recommended the Management Accounts as of 31 July 2024 to the Board of Management for approval.

- **Strategic Risk Register**

The Committee reviewed and approved the Strategic Risk Register for consideration and approval to the Board of Management.

- **Internal Audit Report – IT Security**

The Committee were provided with an overview of the internal audit review into IT Security, in line with the 2023-24 Annual Internal Audit Plan. The audit identified several areas of good practice and overall assurance was substantial.

- **Internal Audit Report – Overall Financial Controls**

The Committee received a high-level overview of the recently conducted internal audit review into overall financial controls at the College, in line with the 2023-24 Annual Internal Audit Plan. Committee members noted the review assessed College processes relating to purchasing, income, cash, banking, payroll and fixed assets, and it identified several areas of good practice and overall assurance was strong.

3. Proposal

The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

4. Resource Implications

No further resource implications require to be noted.

5. Consultation

Chair & Vice Chair BRIC, Board Governance Adviser.

6. Conclusion

The full Business, Resources & Infrastructure Committee meeting minutes will be brought to the next Board of Management meeting for information following their approval at the next Business, Resources & Infrastructure Committee meeting.

Matthew Wilson
Chair, Business, Resources & Infrastructure Committee
24 September 2024

Title of Meeting: Board of Management

Date: 03 October 2024

Title: Committee Chair's Report - Audit and Risk Committee Meeting, 24 September 2024.

Purpose: To Inform, update and alert the Board to any areas of escalation raised at Board Committee level.

Recommendation: The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

1. Executive Summary

To provide the Board with a summary of significant items considered by the Audit and Risk Committee meeting in advance of the approved minutes being submitted to the next Board meeting in December 2024.

2. Associated Risks

There is a risk that the Committee could fail to demonstrate that it was fulfilling the requirements of its Terms of Reference because it has not updated the Board of Management, resulting in a failure to evidence compliance with governing legislation and regulation, and the Board's governance requirements.

3. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

4. Publication

This paper will be published on the College website.

- **Background**

A meeting of the Audit and Risk Committee Meeting took place on 24 September 2024.

- **Current Situation**

The Committee considered, noted or approved the following:

- **2023-24 External Audit Progress Report**

The Committee were updated on the three related financial statements audit assignments, and the Estate Maintenance issue. Members commented on options highlighted and noted the contents of the paper.

- **2024-25 ARC Committee Terms of Reference & Workplan**

The Committee reviewed the updated ARC Committee Terms of Reference & Workplan, and recommended to the Board for approval.

- **Audit and Risk Committee 2023-24 Report (Draft)**

All Committee members to feedback any suggestions for this draft report to A Ritchie by Friday 29 November at the latest.

- **2024-25 Internal Audit Plan**

This plan was previously approved by the Committee in June 2024. It was brought back to the new Committee membership with background to the rationale for selecting the areas to be included in the 2024-25 plan and proposed 2025-26 plan. This was to allow new Committee members to gain an understanding of the reasons for selecting the work proposed. The Committee noted the final 2024-25 Internal Audit Plan.

- **Business Continuity Plan**

The Committee reviewed and approved the Business Continuity Plan for consideration and approval to the Board. The Committee agreed to receiving an update going forward rather than an annual review of the entire large volume BCP documentation.

- **Internal Audit Rolling Audit Action Plan**

The members received an update on the recommendations made by both the internal and external auditors, and approved a date extension to one low grade recommendation.

- **2023-24 Strategic Risk Register**

The Committee reviewed and approved the Strategic Risk Register for consideration and approval to the Board.

3. Proposal

The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

4. Resource Implications

No further resource implications require to be noted.

5. Consultation

Chair & Vice Chair ARC, Board Governance Adviser.

6. Conclusion

The full Audit and Risk Committee meeting minutes will be brought to the next Board of Management meeting for information following their approval at the next Audit and Risk Committee meeting.

Sharon Morrow
Chair, Audit and Risk Committee
25 September 2024

**Minute of the Learning, Teaching and Quality Committee Meeting
Held via Microsoft Teams
Thursday 23 May 2024**

Present:

Alison Sutherland	Chair LTQC
Sharon Morrow	Vice Chair LTQC
Iain Shearer	Non-Executive Board Member
Jason Currie	Non-Executive Board Member
Lisa Keggans	Elected Member, Support Staff
Janette Moore	Elected Member, Curriculum Staff
Tim Chan	Elected Member, Student Vice President
Amanda-Louise Woods	Elected Member, Student Executive (Up to Item 7)
Angela Cox	Principal, Ex-officio

In attendance:

Sarah Halliwell	College Link Inspector, HMle Education Scotland (Item 3 only)
Anne Campbell	Vice Principal, Skills and Enterprise
Alan Ritchie	Vice Principal, Finance and Infrastructure
Gavin Murray	Assistant Principal, Skills and Enterprise
Alistair Rodgers	Director of Enterprise Development
Jennifer Anderson	Assistant Principal, Skills and Enterprise
Hilary Denholm	Board Governance Advisor (Governance)
Katelyn Kilbride	Executive Assistant (Minutes)

1. Welcome and Declarations of Interest

Alison Sutherland, Chair of the LTQC, welcomed everyone to the meeting, especially welcoming the three new Non-Executive Board Members, Iain Shearer and Jason Currie to the Committee, adding that unfortunately Michael Ross is unable to attend the meeting today.

The Chair welcomed the new Assistant Principal, Skills and Enterprise, Jennifer Anderson. The Chair also welcomed Sarah Halliwell, College Link Inspector, from Education Scotland for Item 3.

It was also noted that Gillian Murray, Non-Executive Board Member has now left the Board, and thanks were recorded for her contribution to the Committee.

There were no Declarations of Interest presented.

The meeting was confirmed as quorate.

2. Apologies

Apologies were received from Non-Executive Board Members Mike Stewart, Norman Bone, Steven Wallace and Michael Ross, and in addition from David Davidson – Vice Principal, People, Performance & Transformation, and Doreen Wales – Assistant Principal, Student Experience & Quality Enhancement.

3. Education Scotland – Annual Engagement Visit (15 April 2024)

Anne Campbell introduced College Link Inspector, Sarah Halliwell, HMle from Education Scotland, who delivered a presentation on the Ayrshire College Education Scotland Annual Engagement Visit.

The committee noted:

- The purpose of the Annual Engagement Visit is to review and record annual improvements and areas for further action.
- The themes highlighted were Learner Progress and Outcomes, Approaches to Assuring and Enhancing the Quality of Learning and Teaching and Learner Engagement.
- It was noted that the Principal, Senior Management and Learner Representatives receive verbal feedback followed by a detailed report of outcomes. A letter is then published summarising the main findings of the report.
- Sarah highlighted that the latest published data is for AY 2021-22 and therefore this was detailed in the report, though the College provided unconfirmed data for AY 2022-23 which is also.
- Significant improvement was noted across Learner Progress and Outcomes.
- Good practice under Approaches to Assuring and Enhancing the Quality of Learning and Teaching were highlighted within the report including Trauma-informed approaches to curriculum planning, building future pathways and the Aspire programme. It was also highlighted that many teaching staff make effective use of professional learning opportunities to gain full professional registration with GTCS.
- The report positively demonstrated the impact of the Student Association and the learner awareness of its impact. It was reported that diversity and inclusion is well promoted and evidenced in the inclusion of the S Word Campaign, 16 Days of Action and The White Ribbon Campaign.
- Within the final report, there are three areas for development:
 - Delivery of Core Skills and recognition of Core Skills.
 - Embedding and development of Meta Skills.
 - Learner participation rates in the Student Engagement and Satisfaction Survey.
- The overall outcome of the Annual Engagement Visit highlighted no main points for action and all areas of development identified within the 2022-23 Annual Engagement Visit have been actioned.
- Sarah advised that she will follow-up areas of development and will be in touch to advise of arrangements for AY 2024-25.

The Chair thanked Sarah for attending the meeting and thanked colleagues for their input to the Education Scotland Annual Engagement Visit. Sarah then left the meeting at this point.

The Committee welcomed the detailed presentation, thanked the College Link Inspector for an informative update and thanked college staff for all their work.

4. Minutes of the previous meeting held on 07 March 2024 (Paper 1) (C/P)

The minutes of the meeting held on 07 March 2024 were approved as a correct record.

Proposed: Sharon Morrow

Seconded: Angela Cox

4.1. Action Tracker (Paper 1a)

The Committee noted the updates provided and that there were no outstanding actions.

5. Student Association Report Q3 (Paper 2) (P)

T Chan highlighted the main activities from the report, and verbally updated the Committee on activities since the report submission.

The Committee noted:

- The positive feedback received from the Education Scotland Annual Engagement Visit.
- 2023-24 Class Ambassador meetings have been completed.
- The Student Association are considering the possibility of continuing Student Clubs throughout the Summer Break.
- Due to the announcement of the upcoming General Election, the Student Association will issue a communication to support students to vote.
- The Student Association are awarding volunteering awards for the first time, which are graded from Bronze to Platinum and issued in recognition of extra activities.
- The Student Mental Health Agreement has been launched and will be uploaded to Ayrshire College's website.
- The Mind Myself App has been launched which includes mental health resources for staff and students.
- SA will be meeting with Ayrshire College foundation for two bids, one of which is in collaboration with Essential Radio to endeavour for increased funding of the Student Association Funding Scheme.
- It was noted that Student President elections took place at the beginning of May and Darcie Hamilton was elected as Student President and Connor Skipsey was elected as Student Vice President.
- The Student Association are also preparing handover activity for incoming sabbatical officers. The Student Association Advisor will be providing inductions in July.
- Over the summer months, the Student Association will be focusing on preparing for Students return including Class Ambassador and Student Officer recruitment and Freshers.

T Chan extended his thanks to all members and noted this would be his last meeting.

The Chair and Committee Members thanked T Chan for his efforts and contributions.

A Cox requested data in relation to which areas are unaware of the Student Association as highlighted within the Class Ambassador Mid-Year report. T Chan will provide this information to Assistant Principals.

A brief discussion took place in relation to the Extra Curricular Fund and A Ritchie confirmed there will no change of budget for the Student Association in AY 2024-25.

The Committee welcomed the detailed report, informative updates, and acknowledged the volume of activity, noting the report as presented.

6. 2023-24 SFC Student Satisfaction and Engagement Survey (Paper 3) (P)

A Campbell provided Committee Members with an overview of the report and made reference to possible survey feedback fatigue experienced by students.

The Committee noted:

- An increase in completion rate was seen in comparison to 2022-23, with 406 additional participants.
- Statistics show a 1% increase in the overall rate of satisfaction.
- It was noted that students reported the positive influence of the Student Association and this figure has increased by 11%.

The Committee welcomed the positive report, acknowledged the hard work to produce such positive results, noting the report as presented.

Amanda-Louise Woods left the meeting at this point.

7. W&B Internal Audit Report – Student Retention (Paper 4) (P)

A Campbell provided Committee Members with an overview of the Internal Audit Report of Student Retention.

The Committee noted:

- The Internal Audit Report was presented at the Audit and Risk committee meeting.
- Several areas of good practice were identified and the Auditor provided overall assurance.
- Items of improvement highlighted have been rectified.

Discussion took place around the current Student Retention rates, and concern noted about the impact of industrial action on the current and future rates.

The Committee welcomed the positive report and noted the report as presented.

Decision: LTQ44-D01: Chair and Committee Members agreed to include the Performance Dashboard as a standard agenda item.

Action: LTQ44-A01: Include regular Agenda item on Performance Dashboard Update at future Committee Meetings

9. 2023-24 Student Support Funds Position as at 30 April 2024 (Paper 6) (P)

A Ritchie provided an update to Committee Members on how the College has expended funds in line with guidance received from the Student Funding Council and SAAS.

The Committee noted:

- The College is not currently looking to exceed funds and are in the process of clearing all AY 2023-24 payments.
- The process for AY 2024-25 has begun and returning students should have received a link to submit applications.
- It was highlighted that the SFC have not yet provided clear guidance however this is expected to be available in June 2024.
- It was noted that there will be no increase in Maintenance Payments for AY 2024-25 despite the current cost of living crisis.
- Indicative funding has been maintained at the same level of AY 2023-24 which will help with the provision of support for AY 2024-25.
- A Ritchie highlighted the College are in a comfortable position at present.
- A brief discussion took place in relation to the Student Funding Council reintroducing publication of Student Cost Expenditure. A Ritchie provided assurance that this will not impact Ayrshire College.
- A Ritchie informed Committee Members that clarity is expected over the upcoming months in relation to the Inisoft System Supplier Update.

The Committee welcomed the very positive report, acknowledging the high level and range of support offered to students, noting the report as presented.

12. AOB

- The Chair thanked Mike Stewart, Steven Wallace and Tim Chan for their contributions and efforts to the Learning, Teaching and Quality Committee and noted this is their last meeting.

Approved minutes and papers will be published as detailed on agenda.

13. Date of Next Meeting: Thursday 12 September 2024

(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 THE NEXT PAGE

**Minute of the Business, Resources and Infrastructure Committee
Held via Microsoft Teams on Tuesday 28 May 2024**

Present:

Mike Stewart	Chair
Matthew Wilson	Vice Chair
Norman Bone	Non-Executive Board Member
Gordon Neil	Non-Executive Board Member
Michael Ross	Non-Executive Board Member
Lisa Keggans	Elected Member, Service/Support Staff
Tim Chan	Elected Student Vice President
Angela Cox	Principal, Ex-Officio
Janette Moore	Elected Member, Curriculum

In attendance:

Anne Campbell	Vice Principal – Skills and Enterprise
David Davidson	Vice Principal – People, Performance and Transformation
Alan Ritchie	Vice Principal – Finance and Infrastructure
Gillian Brown	Head of HR Services
Martin Hammond	Head of Health, Safety and Wellbeing
Alistair Rodgers	Director of Enterprise Development
Liz Walker	Head of Financial Services
Hilary Denholm	Board Governance Advisor
June Northcote	Executive Assistant (Minutes)
Fiona McQueen	Chair, Board of Management (shadowing)

1. Welcome and Declarations of Interest

The Chair welcomed everyone to the meeting, particularly Non-Executive Board member Michael Ross who joined BRIC for the first time, and also Chair of the Board of Management, Fiona McQueen, who was shadowing the meeting to assist with annual appraisals.

The Chair noted thanks to Gillian Murray, who has now left the Board, for her contribution to this committee.

The meeting was confirmed as quorate.

No declarations of interest were presented.

2. Apologies

No apologies were received.

3. Minutes of the Previous Meeting held on 12 March 2024 (Paper 1) (P)

The minute was approved as an accurate account.

Proposed: Matthew Wilson

Seconded: Norman Bone

Action & Decision Log (Paper 1a) (P)

The Committee noted all previous decisions and one outstanding action (BRIC27: A01) scheduled for completion in the next academic year.

4. Matters Arising

There were no matters arising outwith those detailed on the meeting agenda.

8. 2023-24 Financial Compliance Report (Paper 5) (P)

Alan Ritchie introduced Paper 5 which was a report to provide assurance to BRIC that College is operating in compliance with the Scottish Funding Council Financial Memorandum and the Scottish Public Finance Manual.

The Committee noted that:

- The documents are being reported to the Committee to provide assurance that the financial governance requirements of both the SPFM and SFC FM are being complied with.
- Based on this assurance, the Board of Management can therefore look to sign off the year end governance statement as part of the annual Financial Statements.

The Committee noted the report as presented.

9. 2023-24 Financial Matters Update Report (Paper 6) (P)

Liz Walker introduced Paper 6, which was a report to provide BRIC with update of several key matters including: Key Stakeholder Engagement; External / Internal Audit; Procurement; Taxation; Banking and Loans.

The Committee noted that:

- The College continues to discuss the CDEL / RDEL matter with the Scottish Funding Council (SFC); however, the SFC see this as a Scottish Government matter. The College has engaged with local MSPs to highlight the impact, of this change in policy, on Ayrshire. Discussions are ongoing with the College external auditors and the matter will be discussed at the June Audit and Risk Committee.
- Although the Skills Development Scotland 2024-25 contract value has increased, this is not the increase that was projected and the College is in discussions with SDS. A further update on discussions with SDS was provided.
- 2023-24 will be the second year of Azets five-year external audit appointment regarding Statutory Accounts. As previously reported the College has met with Azets to review the lessons to be learned from the 2022-23 audit.
- The College has confirmed with Wylie and Bisset that the audit of SFC credit activity is to be undertaken in the period 16 to 20 September. The student

funding and EMA audit is to be undertaken in the period 26 to 30 August 2024.

- Wylie and Bisset are currently conducting Internal Audits on three areas: Overall Financial Controls; IT Security and Corporate Governance. The final reports will be issued to the June Audit and Risk Committee for their consideration with the Business, Resources and Infrastructure Committee receiving a verbal update on the outcomes at the May meeting and the actual reports at the September meeting.
- Based on professional advice the College annually reviews the areas of activity which are likely to be deemed as non-charitable including the provision of catering services and rent/lease of premises, and it has been confirmed that there was no corporation tax liability on any of the College's non-charitable activities.
- The latest College VAT review was undertaken in November 2023 and resulted in the College recovering £2,507 from HMRC. This was because of the annual calculation of the recovery percentage increasing from 0.89% to 1.06%. This is recalculated every year. A similar review will be undertaken in November 2024.
- The Scottish Government issued a retender for the provision of banking services to 31 July 2026, which was awarded to RBS. The current banking arrangements are therefore not subject to any immediate change.
- The College has two long term loans related to the Kilmarnock and Kilwinning campuses.

The Committee noted the report as presented.

11. Internal Audit Report – Estates Management (Paper 8) (P)

Alan Ritchie introduced Paper 8, as presented.

Committee members noted that:

- The College has accepted one high and one medium graded recommendation, which would be added to the Rolling Audit Action Plan.

The Committee considered and noted the report.

14. Quarterly Complaints Report Q2 (Paper 10) (P)

Anne Campbell introduced Paper 12, as presented.

Committee members noted that:

- 40 complaints were received. 3 issues were recorded as cannot directly assist and 1 as a policy issue.
- 27 out of 40 complaints received were dealt with at stage 1, which equates to 68% of complaints.

- Of the 40 complaints received, 13% of complaints were upheld, with a further 15% partially upheld. This combines to 11 out of 40 complaints. 16 complaints were resolved.

The Committee noted the report as presented.

16. AOB

It was noted that, following a competitive interview process, Brad Johnstone had been appointed to the post of Director of Digital Infrastructure.

The outgoing Chair, Mike Stewart, gave a farewell message and thanked Vice Chair Matthew Wilson who is taking over as the new Chair of BRIC.

No other items of business were noted.

Date of Next Meeting: Tuesday, 17 September 2024 at 4 pm.

(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 THE NEXT PAGE

**Minute of the Audit and Risk Committee
Held by Microsoft Teams
Thursday 04 June 2024**

Present:

Steven Wallace	Chair
Sharon Morrow	Vice – Chair
Jason Currie	Non-Executive Board Member
Alison Sutherland	Non-Executive Board Member
Matthew Wilson	Non-Executive Board Member

In attendance:

Anne Campbell	Vice Principal, Skills and Enterprise
David Davidson	Vice Principal, People, Performance and Transformation
Hilary Denholm	Board Governance Advisor & Minutes
Alan Ritchie	Vice Principal, Finance & Infrastructure
Liz Walker	Head of Financial Services
Stephen Pringle	Wylie & Bisset – Internal Auditors
Adrian Kolodziej	Azets – External Auditors
Fiona McQueen	Chair, Board of Management (Shadowing from Item 6)

1. Meeting with external auditors

No College staff were present for this discussion around the list of regulatory questions that the External Auditor needed to ask members of ARC in advance of the audit starting. To assist in the process, questions were circulated before the meeting to the Non-Executive Board members within the ARC Committee.

2. Welcome and Declarations of Interest

The Chair, Steven Wallace, welcomed all present to the meeting, including to their first ARC meeting, Jason Currie, new Non-Executive Board Member.

There were no Declarations of Interest presented.

The meeting was confirmed as quorate.

3. Apologies

Apologies were received from Andy Reid Director from Azets, who was only present for the private meeting before the full Committee meeting took place.

4. Minutes of the Previous Meeting held on 19 March 2024 (Paper 1) C/P

The minutes were approved as a correct record, with one small change of date.

Proposed: Alison Sutherland **Seconded:** Matthew Wilson

ARC Action & Decision Tracker (Paper 1A) (P)

The Committee noted there were no outstanding actions.

5. Matters Arising

There were no other outstanding matters arising from the minutes.

7i. Internal Audit Report – IT Security (*Paper 3*) (*P*)

S Pringle introduced Paper 3 as presented which provided an overview of the recently conducted internal audit review into IT Security.

The Committee was requested to consider and approve the report.

The Committee noted:

- The purpose of this audit was to review cyber security arrangements in place to ensure appropriate controls were in place to mitigate loss of business-critical information due to cyber-attack or failure of key systems/suppliers.
- The overall assurance was substantial (2nd highest rating), with eleven areas of good practice highlighted.
- The College accepted 3 medium and 1 low grade recommendations which will be added to the Rolling Audit Action Plan.

Discussion and questioning took place around some of the recommendations, and the actions, systems and processes in place to address them. A Ritchie advised of ongoing cyber security exercises and future business continuity testing that is planned. In addition, the onboarding and learning & development processes and monitoring for cyber security were discussed.

Action: ARC44-A01 Arrangement for presentation of a cyber security report to be organised for a future Committee meeting.

The Committee noted the report and gave their approval.

Decision: ARC44-D02 The Committee approved the Internal Audit Report – IT Security

7ii. Internal Audit Report – Corporate Governance (*Paper 4*) (*P*)

S Pringle introduced Paper 4 as presented which provided an overview of the recently conducted internal audit review into Corporate Governance.

The Committee was requested to consider and approve the report.

The Committee noted:

- The purpose of the audit was to ensure the College has appropriate governance arrangements in place and that these are embedded throughout the whole College.
- The review looked to provide assurance that the College's Corporate Governance arrangements were appropriate and represent good practice.

- The overall assurance was strong, with several areas of good practice identified.
- There were no recommendations raised.
- The amount of excellent work by staff, including the Board Governance Adviser, was acknowledged.

The Committee noted the positive report and gave their approval.

Decision: ARC44-D03 The Committee approved the Internal Audit Report – Corporate Governance

7iii. Internal Audit Report – Overall Financial Controls *(Paper 5) (P)*

S Pringle introduced Paper 5 as presented which gave an overview of recently conducted internal audit review into the Overall Financial Controls in operation at the College.

The Committee was requested to consider and approve the report.

The Committee noted:

- The purpose of the audit was to perform high-level review of key financial controls in place at the College, to provide assurance that key financial controls were suitably designed and operated effectively.
- The review sought to assess processes relating to purchasing, income, cash and banking, payroll, and fixed assets.
- The overall assurance was strong.
- The College accepted 3 low grade recommendations which will be added to the Rolling Audit Action Plan
- The amount of excellent work by the Finance Team was acknowledged.

The Committee noted the positive report and gave their approval.

Decision: ARC44-D04 The Committee approved the Internal Audit Report – Overall Financial Controls

7iv. 2023-24 Internal Audit Progress Report as at June 2024 *(Paper 6) (P)*

S Pringle introduced Paper 6 as presented which summarised the audits already completed, and those still planned, with key dates agreed.

The Committee noted:

- Detailed assignment plans are prepared for each audit undertaken, setting out the scope and objectives of the work, allocating resources and establishing target dates for the completion of the work.
- Each assignment plan is agreed and signed off by an appropriate sponsor from the College.
- All audits had been completed with exception of the three funding audits planned for the Autumn which will be reported on at the September Committee meeting.

The Committee noted the report.

7v.2024-25 Internal Audit Plan (Paper 7) (P)

A Ritchie introduced Paper 7 which presented to the Audit and Risk Committee the final 2024-25 Internal Audit Plan for approval.

The Committee noted:

- The draft plan had been discussed at the March Committee meeting.
- The areas of high (red) risk are subject to either an internal audit assignment during the 5-year planning cycle, or alternative assurance will be provided to the Committee.
- Financial systems auditing will always be included annually due to the risk level.

Decision: ARC44-D05 The Committee reviewed and approved the final 2024-25 Internal Audit Plan for consideration and approval to the Board, and welcomed the risk based approach.

8. External Audit Annual Plan 2023-24 (Paper 8) (P)

A Kolodziej introduced Paper 8 giving an overview of the external auditor's audit planning and approach in relation to the financial statements of the College for year ended 31 July 2024, and an overview of significant risks and key judgement areas.

The Committee was requested to consider and approve the 2023-24 External Audit Annual Plan.

The Committee noted:

- The Plan largely follows last year's plan.
- Significant risks are management override of controls; fraud in revenue recognition and in expenditure recognition; valuation of land and buildings; pension net asset/liability, and valuation of PFI provision.
- Valuation of PFI provision is a new risk as the College's PFI contract for the Kilwinning Campus is due to expire in June 2025.
- Financial sustainability is a standard risk for all colleges.
- The proposed timetable for presentation of the audit reports.
- Azets have set their 2023-24 fee at £54,030 (2022-23: £50,970) a 6% increase, which is within the range set by Audit Scotland.
- Materiality is slightly up from last year.

The Committee noted the very comprehensive plan and gave their approval.

Decision: ARC44-D06 The Committee approved the External Audit Annual Plan 2023-24

13.AOB

It was noted that this was the last Committee meeting for the current Chair, Steven Wallace. Thanks were given for his dedication, professionalism, wisdom and experience.

The new Committee Chair will be the current Vice Chair of the Committee, Sharon Morrow.

Date of Next Meeting – Tuesday 24 September 2024 at 4pm

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

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