EDINBURGH COLLEGE BOARD OF MANAGEMENT

MINUTES OF MEETING OF 12 DECEMBER 2023

Meeting held in the Boardroom, Milton Road Campus

Start time: 14:00

Present: Bruce Cassidy; Sue Cook; Audrey Cumberford; Stewart Darling; Fiona Doring; Becky Duff; Daniel Holland; Alex Killick; Ross Laird; Skye Marriner; Kerry McCormack; Liz McIntyre; Ian McLaughlan; Luna Morrison; Gwen Raez Nora Senior (Chair); Eleanor Sim; Bill Troup

In attendance: Jon Buglass; Michael Jeffrey; Jonny Pearson; Marcus Walker (Clerk); Alan Williamson

Observer(s): Kevin Dixon; Jan Juillerat

1. WELCOME AND APOLOGIES

1.1 WELCOME AND APOLOGIES

1.1.1 No apologies were received.

1.1.2 The Chair welcomed Luna Morrison, ECSA Vice President Welfare, to her first meeting as a Member of the Board of Management.

1.1.3 The Chair welcomed Unison representative Kevin Dixon to the meeting, via Microsoft Teams, as an observer.

1.1.4 The Chair welcomed Jan Juillerat (Lead Reviewer, Advance HE) to the meeting as an observer. The Chair advised the Board that Advance HE were undertaking meeting observations as part of an Effectiveness Review of the Edinburgh College Board of Management, conducted in line with the requirements of the Code of Good Governance for Scotland's College.

1.1.5 The Board NOTED that the Audit Director (Mazars), Michael Speight, would join the meeting (via Microsoft Teams) for *Item 7.1, Annual Accounts & Financial Statement to Year End 31 July 2023*.

1.1.6 The Board NOTED that the Secretary to the Edinburgh College Development Trust, Nick Croft, would join the meeting for *Item 7.2, ECDT Memorandum of Understanding*.

1.2 CHAIR OF THE BOARD'S UPDATE

1.2.1 The Board NOTED its thanks to both Monica Hoenigmann (Assistant Principal Curriculum) and Andrew Clark (Curriculum Team Manager) for their pre-Board presentation on the award-winning Aspire Programme. The Chair advised the Board that it was hoped that a continuous funding stream for the Aspire Programme could be found to support such valuable widening access initiatives.

1.2.2 The Board NOTED that Graduation 2023 had been a major success with 600 students graduating at the McEwan Hall on 2 November 2023, and over 1,800 guests in attendance across three ceremonies. The Chair, on behalf of the Board, congratulated the College on hosting the Graduation event, which was one of the highlights of the College calendar.

1.2.3 The Board NOTED that the College had paid its annual membership fee to Colleges Scotland. The Board DISCUSSED the value for money offered by Colleges Scotland as an instrument for taking forward key sector priorities and supporting regional colleges. The Board AGREED that the Chief Executive of Colleges Scotland should be invited to speak with Members - prior to the next meeting of the Board of Management on 26 March 2024.

1.3 COLLEGE AWARDS

1.3.1 The Chair, on behalf of the Board, acknowledged recent national awards won by the College since the last meeting of the Board. The Board NOTED and commended the following award winners and nominees:

i. The College was highly commended in three awards and commended in three others at the annual CDN College Awards.

ii. Roofing apprentice Hamish Morgan was awarded second place in the Roofing and Tiling competition at this year's SkillsBuild final held in Milton Keynes, while Automotive Vehicle Body Repair apprentice Alec Macleod and HND Web Development student Euan Livingstone both winning bronze medals at WorldSkills UK Live held in Manchester.

iii. Computing and Technology Head of School, Sam Blyth, won a national award for her commitment to equality and diversity within the technology sector. Ms Blyth was named the winner of the Technology Champion in Education accolade at the Scotland Women in Technology Awards 2023 for driving a number of initiatives to encourage women and girls to consider a career in technology.

iv. Edinburgh College won a major national award following the success of its ground-breaking virtual reality (VR) dementia initiative. The College and learning technology experts Cadpeople were recognised in the *'Best use of simulations or virtual environments for learning'* category at the Learning Technologies Awards.

2.   DECLARATIONS OF INTEREST

2.1   The Board NOTED that Ross Laird and Gwen Raez, in relation to *Item 7.2, ECDT Memorandum of Understanding*, were members of the ECDT.

2.2   The Board NOTED that the Unison representative (observer) would be asked to leave the meeting for *Item 12, Closed Items of Business*.

3.   MINUTES OF PREVIOUS SCHEDULED MEETING

3.1   The Board APPROVED the minutes from 26 September 2023 as an accurate record of the meeting.

4.   MATTERS ARISING REPORT

4.1   The Board NOTED that actions from its previous meeting(s) were complete, overtaken or on the agenda.

4.1.1 RISK APPETITE STATEMENTS *[REF. MINUTE 5.10/13.06.23]*

The Board NOTED that it had, via correspondence in October 2023, approved a series of risk appetite statements linked to risk categories within the College's operating environment. The Chief Operating Officer advised the Committee that the risk appetite statements clarified the College's approach to striking the right balance between risk and reward in pursuit of its strategic objectives, as outlined in the new Edinburgh College Strategic Plan.

The Board NOTED that following further feedback from a Non-Executive Member of the Board, with expertise in cyber-resilience, the statement relating to *'Cyber & Information'* would be revisited and any proposed changes presented to the Board of Management,

The Board welcomed the risk appetite statements outlined and NOTED that each statement was 'live' and could be reviewed – as required - to suit the future strategic needs of the College. The Chair informed the Board that an annual review of each Risk Appetite Statement would be conducted again before the end of the academic year.

4.1.2 REGIONAL OUTCOME AGREEMENT (ROA) 2023/24

The Board NOTED that, following changes to the SFC submission deadline for college outcome agreements, Edinburgh College had been required to submit its ROA 2023/24 to the Funding Council by the end of October 2023. The Chair informed the Board that, in order to submit the ROA 2023/24 in a timely manner, it had been reviewed and approved by the Board of Management via correspondence on 26 October 2023.

The Board NOTED that following its approval, the ROA 2023/24 had been submitted to the SFC on 31 October 2023. Further to this, the Chair advised

the Board that the Learning, Teaching & Student Experience (LTSE) Committee had also received an opportunity to consider the submitted document at its meeting on 17 November 2023.

5.   PRINCIPAL & CHIEF EXECUTIVE REPORT

5.1   The Board NOTED an update from the Principal on developments across both the College and the wider college sector since its last meeting on 26 September 2023.

5.2   The Board NOTED that EIS Headquarters had confirmed, on 23 October 2023, that a statutory ballot on local industrial action had been cancelled following the EIS-FELA Branch resolving its dispute with the College. The Principal advised the Board that this was a positive outcome for both staff and students, however, the impact of industrial action over recent months continued to be felt by a significant number of students.

5.3   The Board NOTED that Action Short of Strike (ASOS) had ended on 14 October 2023, with all lecturing staff returning to full duties. The Principal informed the Board that following significant efforts by staff there were currently no outstanding 2022/23 results on the College system.

5.4   The Board NOTED that a key priority for the College was its culture, which underpinned the delivery of its strategic ambitions - along with the successful delivery of the People Strategy. The Principal advised the Board that work with Hive HR, an external specialist supporting the delivery of a Staff Engagement Survey, was progressing well with several engagement sessions recently completed with managers and staff groups across the College – to help develop the survey and engage staff with the process.

5.5   The Board DISCUSSED the following relating to both industrial relations and College culture:

  i.   The opportunity for enhanced engagement with the People & Culture priority provided by a reset in local EIS-FELA industrial relations.
  ii.   The current EIS-FELA national ballot for strike action and ASOS, its potential impact on students, and the response of the college sector.
  iii. The recent ballot undertaken by Unison which supported national industrial action, and the implementation of a communications plan once strike dates were known.
  iv.   The work undertaken to develop and finalise the Staff Engagement Survey questions and a timeline for their implementation.
  v.   The target of 65% to 75% response rate for the Staff Engagement Survey to ensure its validity.
  vi.   The internal communications plan to launch and follow-up on the Survey's release on 15 January 2024.

5.6   The Board NOTED that the initial results and findings from the Staff Engagement Survey would be presented to the Board of Management on 26 March 2024. The Board DISCUSSED staff engagement and AGREED that it would welcome feedback from Staff Board Members, following informal conversations with colleagues, on the implementation of the Survey at its next meeting.

5.7 The Board NOTED that there had been no communication from the SFC regarding the continuation of the Flexible Workforce Development Fund (FWDF) or potential Year 7 funding. The Principal informed the Board that the Scottish Government would publish its 2024/25 Budget on 19 December 2023, at which time further details would be known.

5.8 The Board NOTED an update on its Key Performance Indicators (KPIs) which could be viewed through the College's Microsoft PowerBI Dashboard. The Board DISCUSSED current performance against listed indicators, including enrolments, credit activity and the Adjusted Operating Position, and AGREED that the Vice Principal Innovation, Planning & Performance should consider how best to present live data to Board Members.

5.9 The Chair, on behalf of the Board, commended the Senior Management Team on the significant improvements highlighted across a wide range of KPIs, as highlighted in both the Dashboard and the *Annual Accounts & Financial Statements to 31 July 2023* (Minute 7.1 refers).

6. EDINBURGH COLLEGE STUDENTS' ASSOCIATION (ECSA) REPORT

6.1 The Board NOTED a report from ECSA covering a range of activities at the College since the last meeting of the Board of Management on 26 September 2023.

6.2 The Board NOTED that at its first, Class Reps meetings of the year, which took place on the week commencing 6 November 2023, students were asked to reflect on their experience of the College induction. The ECSA Student President advised the Board that although the induction process experience had mainly been positive, a significant number of Class Reps had been negatively impacted by industrial action during the first weeks of Semester 1.

6.3 The Board DISCUSSED feedback from the Class Reps meetings and issues highlighted by the ECSA Student President relating to College facilities and accessibility. The Board AGREED that the Executive should review how matters relating to facilities and accessibility were reported and by whom.

6.4 The Board NOTED that six Members of the Board of Management had signed up to ECSA's reverse mentoring initiative, with two Members participating in the mentorship scheme in early December 2023.

6.5 The Board DISCUSSED the reverse mentoring initiative and AGREED that, once all Board Members had received an opportunity to participate, feedback from the participants should be collated and presented to a future meeting of the Board. Further to this, the Board AGREED that participation in the initiative should also be considered as part of Board Members' individual annual objectives.

7. FOR APPROVAL

The Audit Director (Mazars) joined the meeting

7.1 ANNUAL REPORT & FINANCIAL STATEMENTS FOR THE PERIOD TO 31 JULY 2023

7.1.1 The Board NOTED the 2022/23 annual report from the Audit & Risk Assurance Committee, which highlighted areas of activity undertaken by the Committee for the period of 1 August 2022 to 31 July 2023. The Chair of the Audit & Risk Assurance Committee informed the Board that members wished to highlight the following:

i. Financial sustainability and the College's ability to manage its activities and deliver its outcomes within its funding limits will continue to be a challenge. The College should ensure that plans are in place to manage potential future financial shortfalls, and that they are implemented in a timely manner.

ii. The continued concerns of the College that the SFC funding model is no longer fit for purpose, and the need for equity in relation to credit pricing across the college sector.

iii. The need for continued strong partnership working between management, unions, and the Scottish Government through national bargaining.

iv. Whilst significant progress has been made in improving cyber security at the College, ongoing vigilance and investment in cyber security and information governance will be necessary.

v. The significant work undertaken by the Board of Management to review and update its risk appetite statements, to align with the ambitions of the College outlined in the Edinburgh College Strategic Plan.

The Board NOTED the Edinburgh College Annual Report and Financial Statements for the 12-month period ended 31 July 2023. The Chief Operating Officer advised the Board that through strong cash management, underpinned by a voluntary severance scheme, and staff recruitment freeze, the College had delivered close (-0.1%) to a balance Adjusted Operating Position in 2022/23. Further to this, the Board NOTED that a recent land and buildings valuation had added net £4.5m to the value of the College's fixed assets since the last valuation.

The Board NOTED the External Audit Annual Report for the financial year with an unqualified audit opinion. The External Auditor informed the Board that Mazars were content to close-off the financial accounts - subject to their approval by the Board.

The Board DISCUSSED the following matters in relation to the Annual Report and Financial Statements:

vi. The positive report provided by the external auditors under challenging circumstances for the college and the college sector.

vii. The presentation of information in the Remuneration Report relating to senior staff benefits.

viii. The valuation of pension assets and the assurances outlined by Mazars.

ix. Members' concerns relating to the financial sustainability of the wider college sector, and the assurances provided by the SFC and the Scottish Government.

The Board NOTED that Mazars were content with the College preparing the financial statements on a going concern basis. The Audit Director advised the Board that financial sustainability remained a major challenge for the college sector, but Mazars had received reassurances through its annual audit that the College had plans in place to meet these challenges over the next financial year.

The Board APPROVED the Annual Report and Financial Statements to 31 July 2023 and the letter of representation, as endorsed by the Audit & Risk Assurance Committee, for sign-off by the Chair and the Principal.

The Board NOTED the commendations of the Chair of the Audit & Risk Assurance Committee and the Finance Team for the work of both the Edinburgh College Finance Team, and the Mazars Team, in presenting the Annual Accounts and Financial Statements for approval in a timely matter.

The Audit Director left the meeting

The Board took a scheduled break for the Chair and the Principal to sign the Annual Accounts and Financial Statement to 31 July 2023

The Secretary to the Edinburgh College Development Trust joined the meeting

7.2 EDINBURGH COLLEGE DEVELOPMENT TRUST MEMORANDUM OF UNDERSTANDING 2023/24 AND ANNUAL UPDATE

7.2.1 The Board NOTED a presentation from the Edinburgh College Development Trust (ECDT) Secretary on the activities of the Trust over the past year. The ECDT Secretary updated the Board of recent College projects which had received investment from the Trust, including the Edinburgh College History and Archiving Project, the Ukrainian English Language Support, and the ECSA Free Breakfast Pilot.

7.2.2 The Board welcomed the ECDT presentation provided and DISCUSSED the following:

i. The awarding of funds to relevant projects and the restrictions placed on the Trust.

ii. The realistic strategic ambitions for the continued growth of the ECDT.

iii. The great work done by the Trust, to date, in supporting a wide range of projects across the College and enhancing the experience of both students and members of the community.

7.2.3 The Board NOTED a proposed Memorandum of Understanding (MOU) between the Edinburgh College Development Trust (ECDT) and the Board, for the academic year 2023/24.

7.2.4   The Board NOTED that the MOU defined the key principles on which the relationship between the College and the ECDT were based, whilst outlining the key strategic responsibilities of both parties to ensure good governance, and efficient and effective partnership working. The Trust Secretary highlighted to the Board that partnership working between the College and the ECDT would continue to benefit both students and staff at Edinburgh College.

7.2.5   The Board DISCUSSED the MOU and its joint development between the College and the ECDT and APPROVED its implementation for 2023/24.

The Secretary to the Edinburgh College Development Trust left the meeting

8.   **FOR DISCUSSION**

8.1   BOARD STRATEGY SESSION REPORT 01.11.23: ARTIFICIAL INTELLIGENCE (AI) STRATEGY DEVELOPMENT

8.1.1   The Board NOTED a summary report outlining the key points arising from an AI strategy session held on 1 November 2023. The Vice Principal Innovation, Planning & Performance advised the Board that a draft AI Strategy / Manifesto, which outlined relevant high-level principles, would be presented to its Planning & Resources Committee on 16 May 2024.

8.1.2   The Board DISCUSSED the format of the strategy session and welcomed the attendance of Board and Senior Management Team Members at the event. The Chair advised the Board that such sessions were highly beneficial for grounding Board discussions and supporting interlinks between both the Board and the Senior Management Team.

Kevin Dixon left the meeting.

8.2   BOARD EQUALITY, DIVERSITY & INCLUSION WORKING GROUP UPDATE

8.2.1   The Board NOTED an update from its Equality, Diversity & Inclusion (EDI) Working Group which had held meetings on 1 September and 17 November 2023. The Chair of the EDI Working Group advised the Board that, in line with its terms of reference, it had developed a series of draft recommendations and priorities.

8.2.2   The Board welcomed the priorities outlined and DISCUSSED the following with regards to the draft EDI recommendations:

i)   The potential challenge created by requiring candidates to demonstrate their advancement of equality 'with impact' in current or previous roles.
ii)   The College's work with the Black Leadership Group around anti-racism and its proposed integration into Board induction and development activities.

iii) The inclusion of EDI development activities within the Chair's annual evaluation of individual Board Members.

8.2.3 The Board AGREED that the EDI Working Group should consider amendments to its recommendations based on Board Members' feedback. Further to this, the Board AGREED that finalised priorities and recommendations from the EDI Working Group should be integrated into the 'Board Development Plan' arising from the ongoing External Effectiveness Review.

8.3 COMMITTEE BUSINESS

8.3.1 PLANNING & RESOURCES COMMITTEE

8.3.1.1 Recruitment, Retention & Credits Dashboard

The Board NOTED that the projected credit position of the College, as of 12 December 2023, was 157,972 The Vice Principal Education & Skills advised the Board that based on this projection the College currently expected to fall short of its end of year credit target. The Vice Principal Education & Skills advised the Board that the Assistant Principals Curriculum were working with Heads of Schools and Curriculum Team Mangers to ensure credit claims were maximised for all students, in order to achieve at least 98% of the annual credits target.

The Board NOTED an overview of Recruitment and Enrolment Data for the academic year 2023/24 and DISCUSSED withdrawal rates (to date) within Semester 1. The Chair welcomed the information provided as an evidence base for further discussions on student withdrawals with both the SFC and the Scottish Government.

The Board AGREED that, further to the information provided, it would welcome the inclusion of more demographic data within the Recruitment, Retention & Credits Dashboard.

Dan Holland left the meeting.

8.3.1.2 Management Account Summary to October 2023

The Board NOTED the financial performance of the College as outlined in the Management Accounts to October 2023.

8.3.2 LEARNNG, TEACHNIG & STUDENT EXPERIENCE (LTSE) COMMITTEE

8.3.2.1 LTSE Committee Minutes 17.11.23

The Board NOTED the LTSE Committee minutes from the meeting held on 17 November 2023.

The Board NOTED that an Improvement & Enhancement Plan, in response to recommendations arising from the recent Education Scotland Progress Visit, has been approved by the LTSE Committee. The Vice Principal Innovation, Planning & Performance advised the Board that the Senior Management Team would review the number of top tiers 'priorities' within the Plan - to ensure that resources were focussed on key matters of business.

The Board NOTED that the development of an Edinburgh College Health & Wellbeing Strategy, which included such initiatives as staff mental first aid training, would require financial investment. The Board DISCUSSED the limited national funding available to colleges to support health and wellbeing initiatives and AGREED that the Chair should continue to raise this matter with Scottish Ministers.

8.4   GOVERNANCE UPDATE

8.4.1   The Board NOTED a Top-Level Risk Register (TLRR) Summary graphic, which included a URL link to the main TLRR. The Chief Operating Officer advised the Board that no changes to the top-level risks outlined in the summary graphic had occurred since its last meeting on 26 September 2023.

8.4.2   The Board NOTED that the Scottish Government had laid a Draft Order to the Scottish Parliament on 22 November 2023 to allow legislative changes thereby introducing two trade union nominees to boards of management. The Board Secretary advised the Board that the local branches of the two recognised trade unions had been invited to prepare for an election process, with a view to trade union board members being elected to the Board of Management by 31 January 2024.

8.4.3   The Board NOTED that, in preparation for the implementation of governance reforms, minor changes to the Edinburgh College Board of Management's Standing Orders were required. The Board DISCUSSED and APPROVED the proposed changes to the Standing Orders from 31 January 2024 onwards.

9.   **ANY OTHER COMPETENT BUSINESS**

9.1   BOARD REFLECTION / FEEDBACK

9.1.1   The Board DISCUSSED the potential for a 'Governance Group' to support the Board Secretary. The Board AGREED that the creation of such a group should be considered as part of the External Effectiveness Review.

9.2   BOARD DEVELOPMENT SESSION 07.02.23

9.2.1   The Board NOTED that a development session would be held on 7 February 2023 with the Chief Operating Officer. The Chair advised the Board that the purpose of the session would be to look at the SFC's credit funding mechanism and the impact of the shift from full-time to part-time provision.

9.3   END OF YEAR BOARD MESSAGE TO STAFF

9.3.1   The Board AGREED that the Chair of the Board, on its behalf, should circulate a message to all staff recognising the achievements of the College during Semester 1, and the continued challenges going forward.

10.   CLOSED ITEM(S) OF BUSINESS

10.1   REMUNERATION COMMITTEE MINUTES 04.10.23

10.1.1   The Board NOTED the Remuneration Committee minutes from the meeting held on 4 October 2023.

11.   FOR INFORMATION

11.1   AUDIT & RISK ASSURANCE COMMITTEE MINUTES 11.10.23

11.1.1   The Board NOTED the Audit & Risk Assurance Committee minutes from the meeting held on 11 October 2023.

11.2   PLANNING & RESOURCES COMMITTEE MINUTES 16.11.23

11.2.1   The Board NOTED the Planning & Resources Committee minutes from the meeting held on 16 November 2023.

11.3   AUDIT & RISK ASSURANCE COMMITTEE MINUTES 22.11.23

11.3.1   The Board NOTED the Audit & Risk Assurance Committee minutes from the meeting held on 22 November 2023.

11.4   CORPORATE DEVELOPMENT COMMITTEE MINUTES 23.11.23

11.4.1   The Board NOTED the Corporate Development Committee minutes from the meeting held on 7 September 2023.

11.5   RIDDOR REPORT

11.5.1   The Board NOTED a RIDDOR Report for the first Quarter of 2023/24, there were no RIDDOR reportable accidents.

12.   FOR CIRCULATION

12.1 TOP LEVEL RISK REGISTER TO DECEMBER 2023

12.1.1   The Board NOTED the Top-Level Risk Register to December 2023 included within.

12.2 BOARD OF MANAGEMENT AGENDA PLANNER 2023/24

12.2.1   The Board NOTED an agenda planner for the 2023/24 academic year, which aimed to provide members with an opportunity to review upcoming items of business.

13.   DATE OF NEXT MEETING

13.1   The next meeting of the Board of Management is scheduled to take place on 26 March 2024.

Meeting closed at 17:00