

## **EDINBURGH COLLEGE BOARD OF MANAGEMENT**

Approved minutes of the meeting held at 14:00 on Thursday 11 December 2025 in the Boardroom, Milton Road Campus.

**Members:** Audrey Cumberford; Stewart Darling; Fiona Doring; Judit Harangozo; Daniel Holland; Alan Holligan; Derek Hynds; Alex Killick; Adam Lowe (Online); Ian McLaughlan; Mary O'Driscoll; Nora Senior; Kate Signorini; Eleanor Sim; Paul Smart; Bill Troup.

### **In attendance:**

Jon Buglass	Vice Principal, Innovation, Planning & Performance
Mike Jeffrey	Vice Principal, Corporate Development
Jonny Pearson	Vice Principal, Education & Skills
Fraser Rudge	Board Secretary
Michael Speight	External Auditor, Forvis Mazars (item six only)
Alan Williamson	Chief Operating Officer

## **APPOINTMENT OF THE BOARD SECRETARY**

Prior to the start of the meeting, the Board APPROVED the appointment of Fraser Rudge as Board Secretary in line with paragraph D.14 of the Code of Good Governance for Scotland's Colleges.

The Board Secretary joined the meeting.

### **1 WELCOME & APOLOGIES**

The Chair welcomed all to the second Board of Management meeting of the 2025/26 academic year; and confirmed that the meeting was quorate.

The Board NOTED apologies from Becky Duff; Gillian Laird; and Bethany Winkler.

The Chair thanked Neale Gardiner, Director of Income Generation and Partnerships, for his pre-meeting presentation on the College's upcoming research publication: 'Addressing language as a barrier to work and progression'. The Board NOTED that the report examined the impact of the College's English for Work programme amid an increase in demand for ESOL (English for Speakers of Other Languages) courses, as students looked to develop the English language skills needed to access job opportunities and succeed in the workplace. The report's findings demonstrated the success of the College's English for Work programmes and highlighted the important role the College could play in tackling key economic issues at a regional level, such as skills shortages, economic inactivity, and in-work poverty.

### **2 DECLARATIONS OF INTEREST**

The Board NOTED that the re-appointment of non-executive Board members Eleanor Sim and Bill Troup would be considered under Item 9, Governance Report.

### **3 MINUTES OF PREVIOUS MEETING**

The Board APPROVED the minutes of 23 September 2025 (Paper A) as an accurate record.

## **4 MATTERS ARISING REPORT**

The Board NOTED the status of actions as detailed in the Matters Arising Report (Paper B).

The Board NOTED that consideration had been given to an action agreed at the September 2025 Board meeting on setting of targets for non-mandatory training, and an assessment of the achievability of reporting on such targets on an ongoing basis. The Board AGREED that the action be amended to the provision of high-level information on 'target groups' for non-mandatory training within Health and Safety Reports.

## **5 CHAIR'S REPORT**

The Board NOTED an update from the Chair on internal and external matters follows:

- 5.1 The College had held three successful graduation ceremonies at McEwan Hall on 6 November 2025. The Chair, on behalf of the Board, congratulated all of the College's graduates and thanked members of staff and the Board for their participation. The Board viewed the video played at the beginning of each ceremony.
- 5.2 The Scottish Funding Council had published its report on the financial sustainability of the College sector in September 2025. The Chair observed that the report described the financial context as "extremely challenging", and highlighted risks around cash balances, operating deficits, and insolvency.
- 5.3 Audit Scotland had published its report 'Scotland's colleges 2025' in September 2025. The Chair observed that the report concluded that "without changes to baseline funding, colleges will have to deliver even less to remain sustainable at a time when demands from students and employers are not being met."
- 5.4 Colleges Scotland had published 'A Budget to Save Scotland's Colleges' in November 2025, and the Chair highlighted that the publication included an explicit call for colleges to receive sustainable and equitable funding. It was explained that the publication set out four funding scenarios: Decline, Diminished, Survivable, and Sustainable. The Chair briefly summarised the implications reported with each funding scenario.
- 5.5 The Board DISCUSSED briefly potential implications arising from the recent UK Government Budget, and potential implications associated with the upcoming Scottish Government budget.

## **6 ANNUAL REPORT & FINANCIAL STATEMENTS FOR THE PERIOD TO 31 JULY 2025**

The Board NOTED Paper C, which contained: the Audit & Risk Assurance Committee's Annual Report for 2024/25; the Annual Report & Financial Statements to 31 July 2025; the External Auditors Annual Report for 2024/25; and a Letter of Representation.

- 6.1 The Board NOTED the Audit & Risk Assurance Committee's Annual Report for 2024/25, which highlighted areas of activity undertaken by the Committee for the period of 1 August 2024 to 31 July 2025. The Board NOTED that the Committee had highlighted the following matters in its annual report:
  - i. Financial sustainability and the College's ability to manage its activities and deliver its outcomes within its flat-cash funding limits would continue to be a challenge. The College should ensure that plans are in place to manage potential future forecast financial shortfalls, and that they are implemented in a timely manner.

- ii. The continued concerns of the College that the Scottish Funding Council's (SFC) funding model was no longer fit for purpose, and the need for equity in relation to credit funding across the college sector.
  - iii. Whilst significant progress had been made in improving cyber resilience and security at the College, ongoing vigilance and investment in cyber security and information governance would be necessary.
- 6.2 The Board NOTED the Edinburgh College Annual Report and Financial Statements for the 12-month period ended 31 July 2025. In response to a query on an increase in trade creditors, it was explained that there had been approximately £700k more compared to the prior year and, of this, around £400k related to computer replacements and around £300k related to a payment made to the Lothian Pension Fund.
- 6.3 The Board NOTED the External Audit Annual Report for the financial year 2024/25, which included an unqualified audit opinion. The External Auditor informed the Board that Forvis Mazars were content to close-off the financial accounts, subject to approval by the Board.
- 6.4 The Board NOTED that an update to the Letter of Representation had been circulated prior to the meeting, and related to the existence of reinforced autoclaved aerated concrete (RAAC) within certain buildings at the Milton Road campus. The Board NOTED that Avison Young had been provided with all available information and had concluded that their original valuation did not need to be amended. It was reported that an intrusive investigation was required, and would take place early in 2026. Once the investigation was complete, information on any remedial works required would be provided to the Board.

The Board APPROVED the Annual Report and Financial Statements to 31 July 2025 and the letter of representation, as endorsed by the Audit & Risk Assurance Committee, for sign-off by both the Chair and the Principal.

The Chair, on behalf of the Board thanked members of staff and members of the Audit & Risk Assurance Committee for their work in preparing and reviewing the documents.

## **7 PRINCIPAL & CHIEF EXECUTIVE REPORT**

The Board NOTED an update from the Principal and Chief Executive on developments at Edinburgh College, and across the wider college sector, since its last meeting on 23 September 2025 (Paper D):

- 7.1 The College had received information on the Scottish Funding Council's (SFC) new Outcomes Framework and Assurance Model (OFAM). It was explained that the Vice Principal, Education & Skills would act as the executive lead, and that updates would be provided to the Board through the Student Success Committee.
- 7.2 The College had hosted the SFC Board's strategy days on 20 and 21 November at the Granton Campus, and at the EH15 restaurant at Milton Road campus. While the SFC strategy session was private, the Principal attended the welcome session and provided an overview of the College and the Transformation Programme. The Board noted that attendees included the Cabinet Secretary for Education and Skills, Jenny Gilruith, and the Minister for Higher and Further Education, Ben MacPherson. It was reported that the private evening meal had been facilitated by the College's professional cookery and hospitality students; and the Board noted that the SFC's Chief Executive and Chair of the Board had expressed their gratitude for the College's hospitality.
- 7.3 The College had recently hosted visits from various political parties, and from the Minister for Higher and Further Education. The Principal provided a brief summary of the visits.

- 7.4 The Principal had represented the college sector as part of a citizens jury event, facilitated by the Carnegie Trust, and which had focused on funding for higher education in Scotland, including provision delivered within colleges. The Board were informed that the Carnegie Trust had also held a citizens' panel in April 2025 to explore the current funding environment for colleges and universities; and that the Trust was expected to publish recommendations in January 2026.
- 7.5 The Principal had represented the College, and the wider college sector, at the Edinburgh Chamber of Commerce's Business Festival on 28 November.
- 7.6 College Employers Scotland had confirmed that a pay offer for all support staff had been agreed, and would give support staff a cumulative increase of 11% over a three-year period. A 4.25% increase would be implemented from 1 September 2025; a 3.4% increase from 1 September 2026; and a 3% increase from 1 September 2027.
- 7.7 The Board NOTED that the Heads of School consultation had concluded, and that feedback from those affected had been reviewed by the Executive Team, and that a strong theme had emerged which sought the creation of a new role and more senior position within the college that had a more strategic outlook than the current Head of School position. The Board were informed that a meeting had been held with the Heads of School to confirm how the process would progress.
- 7.8 The Board congratulated Neale Gardiner on his recent appointment as Director of Income Generation and Partnerships; and noted the appointment of James Davies as Assistant Principal, Curriculum.

## **7.9 Strategic Updates**

The Vice Principal, Innovation, Planning & Performance reported on progress made on the development of the new college strategy, EC2030+; movement on the Board KPI Dashboard; and progress on the Transformation Programme.

- 7.9.1 The Board NOTED an update on the process to update the College's strategic plan. It was explained that consultation had occurred with around 270 members of staff (a turnout of 28%) participating via focus groups and an online survey. The Board were informed that there had been good engagement in the consultation, and that output was being considered. Versions of the strategy would be presented to the March 2026 Board meeting for initial consideration, and then to the June 2026 meeting for approval. Separately, it was reported that a new intranet page had been launched and which included information for members of college staff on progress towards EC2030+.
- 7.9.2 The Vice Principal, Innovation, Planning & Performance provided a brief overview of movement on the Board KPI Dashboard, including enrolments, retention, credits, and student success.
- 7.9.3 The Board received a brief update on the projects associated with the Transformation Programme: Curriculum for the Future, Social Spaces+, and Single Student Record.
- 7.9.4 The SFC had confirmed that the College, as part of its Transformation Programme, had been granted full flexibility for 16,000 credits (approximately 10% of the overall credit target) for the period 2025/26 to 2028/29. The Principal commented that this was welcome confirmation, and allowed the Transformation Programme to progress as planned. The Board discussed how the flexibility offered would be used within the timeframe permitted. Separately, in response to a query, it was clarified that no additional funding was being provided.
- 7.9.5 It was explained that the College's transformation plan financial performance was on track, and that detailed information would be provided to the March 2026 Board meeting. The Board AGREED that an interim update should be provided in February 2026.

- 7.9.6 The Chair invited Board members to provide feedback from staff members' perspective. In response, there was a brief discussion on the level of detail available to staff, and on opportunities for staff to consider information collectively in group settings. It was suggested that it would be useful to facilitate group discussions, potentially by having members of the Senior Management Team attend staff meetings. The Board were informed that the communications plan for the Transformation Programme had been updated, and included opportunities for staff engagement at town hall meetings.

## **8 EDINBURGH COLLEGE STUDENTS' ASSOCIATION REPORT**

The Board NOTED the report from ECSA (Paper E), which included updates on class representative activity; the Lead Rep Programme; Sustainable Education Week; the Sighthill Wellbeing Fair; the SwapShop Winter Coat Drive; 16 Days of Activism Against Gender-Based Violence; and networking activity with external stakeholders.

- 8.1 The Board NOTED that the Student President had recently been involved in several sector-level campaign events on housing, education, and funding. The Board discussed briefly the upcoming Scottish Parliamentary elections, and how student interests could best be communicated to political parties.
- 8.2 The Board NOTED that the Student President had been engaging with the National Union of Students' Scotland, and that he would be running for the role of NUS Scotland President in 2026. The Chair, on behalf of the Board, congratulated the Student President for being nominated to NUS Scotland President and wished him every success in his campaign.
- 8.3 The Board were informed that the ECSA Reverse Shadowing Scheme was now in its third year, and had been extended to partners in other Students' Associations and Unions Across Scotland. The Board NOTED that the Chair of the Student Success Committee, Kate Signorini had recently attended a session with class representatives at the Granton Campus. The Student Success Committee Chair commented that she had thoroughly enjoyed the participating in the scheme; had gained valuable insight into the College; and encouraged all Board members to consider participating.

## **9 GOVERNANCE REPORT**

The Board NOTED the Governance Report (Paper F), which included updates on the SFC's Expectations of Good Governance; the re-appointment of non-executive members; the appointment of the Board Secretary; plans for the recruitment of non-executive members; feedback from a recent senior management team reverse shadowing event; and information on the Top-Level Risk Register and the Board Improvement Plan.

- 9.1 The Board NOTED that the Scottish Funding Council had published a report on its Expectations of Good Governance in September 2025, and NOTED the accompanying analysis provided by the College Development Network. The Board Secretary advised that initial consideration had been given to the expectations, and that no concerns had been identified. A detailed benchmarking paper would be presented to the next meeting of the Governance and Nominations Committee for consideration.
- 9.2 The Board NOTED that the initial three-year terms of Eleanor Sim and Bill Troup were due to end on 28 February 2026. The Board Secretary advised that both non-executive members were eligible to seek a second term. The Board AGREED that the term of office for Eleanor Sim and Bill Troup be extended for a second three-year term, subject to the approval of Scottish Ministers.
- 9.3 The Board congratulated Fraser Rudge appointed on his appointment to the role of Board Secretary and Governance Adviser, effective from 1 December 2025; and his confirmation as Board Secretary immediately prior to the meeting.

- 9.4 The Board NOTED the revised timeline for the recruitment of non-executive members, and were advised that consideration would be given on how progress could be made against the College's fifth Equality Outcome "*The representation of employees and Board of Management will align with the population of City of Edinburgh and the wider region*".
- 9.5 The Board NOTED that Jakki Jeffrey, Assistant Principal Curriculum, had hosted Ian McLaughlan and Fraser Rudge at a Creative Industries reverse shadowing event on 28 October 2025. Members were informed that the event included a tour of the Creative Industries facilities, introductions to staff and students, and attendance at an employer event for Professional Cookery, Hospitality, Travel and Tourism students. Both participants spoke very highly of the visit, and commended the students, staff, facilities and industry connections of the Creative Industries Faculty.
- 9.6 The Board NOTED the Board Improvement Plan 2025/26 and the Top-Level Risk Register. There was a brief discussion on the consideration of risk at Board level, and it was AGREED that an item on risk be added to the agenda of the March 2026 Board meeting. Separately, a Board workshop would be arranged to consider the College's risk appetite.

## 10 REPORTS FROM COMMITTEES

### 10.1 Finance, Business Development & Resources

The Board NOTED the minutes of the Finance, Business Development & Resources Committee's meeting of 20 November 2025. The Committee Chair reported that the Committee had:

- Reviewed the Annual Procurement Report for 2024/25, and endorsed it for publication on the College website.  
The Committee also discussed the role of procurement in addressing the climate emergency; whether greater collaboration in procurement would be possible; and including community benefits in contracts wherever possible.
- Approved the tuition fees for 2026/27.  
The Committee Chair explained that, with some exceptions, there would be a standard inflationary increase of 4%. The Board were informed that the proposed fee structure had been benchmarked against other colleges, and that an equality impact assessment group had provided effective challenge and consideration of the changes proposed.
- Noted the alternative income outturn for 2024/25, and noted updates on Business Development Unit activity.
- Discussed the Health and Safety Report for Quarter 1 2025/26.

The Committee Chair highlighted to the Board that an External Engagement Plan had been developed to support Board members engage with key college stakeholders. Board members were encouraged to use the External Engagement Plan to support their roles as advocates for the College. Members were advised to direct any feedback or suggestions to the Director of Communications, Marketing and Policy.

The Board were informed that a revised Estates Strategy was being drafted, and members were invited to provide feedback to the Director of Finance and Estates Infrastructure. Separately, members had queried which Board committee held responsibility for oversight of the College's efforts to reduce its gross carbon footprint and achieve net zero. It was reported that further consideration would be given and, if necessary, a proposal would be presented in due course.

### 10.1.1 Management Accounts to October 2025

The Board NOTED the financial performance of the College as outlined in the Management Accounts to October 2025 (Paper G).

The Board NOTED an update on discussions associated with an ongoing retrospective grant claim to recover the financial costs associated with the College's accommodation support provided to the Dnipro families. The Chief Operating Officer confirmed that the funding had not been received, and that the expectation of receiving such funding was now low.

The Board DISCUSSED briefly the deficit which had been forecast for the Nursery during the financial year; and whether a greater proportion of the Nursery's capacity could be utilised. It was explained that nursery places were by limited by age, and that demand for nursery provision did not align with the available capacity in each age group.

### 10.1.2 Financial Forecasts 2024/25 to 2027/28

The Chief Operating Officer provided an overview of the College's forecast income and expenditure accounts and cash-flow forecasts to 2027/28, and commented on the potential opportunities and key risks identified for the period. The Board NOTED that the forecasts had been created using financial assumptions advised by the SFC, which included:

- 'Flat-cash' funding from 2025-26 onwards. This excluded the additional £1m in relation to the funding allocation change, which was phased over three years.
- Unfunded pay awards, that would total 9% over the three-year period. This was in accordance with the Public Sector Pay Policy (and represented a 3% increase each year).
- Flat income from non-SFC sources, other than for a small inflationary uplift.
- Job Evaluation for Support Staff, with assumed funding to the indicative level (£1.1m pa). Members were informed that, at the time of the meeting, there was no known end-date for the job evaluation process.

The Board NOTED that, during the period 2025-28, the College would need to deliver total cost savings and/or income growth of £3m to deliver a balanced adjusted operating position (AOP). Members were informed that the £3m represented an improvement of £0.7m from the forecast presented to the July 2025 Board of Management meeting.

The Board were advised that the forecasts would continue to be updated as new information became available, and DISCUSSED the opportunities and risks that had been identified. It was observed that a further voluntary severance scheme was expected to be required, and the Board DISCUSSED how risks associated with the quality of student learning would be measured and mitigated against. The Principal acknowledged members' concerns and observed that the vast majority of the College's expenditure related to staff costs, and that the College had been required to operate voluntary severance schemes every year since the College had been created through merger. The Principal added that communications to politicians and funders now emphasised that Edinburgh College, and the wider college sector, had reached a tipping point beyond which the quality and availability of student learning was likely to suffer without the provision of more sustainable funding.

It was suggested that it would be beneficial for the identified risks to be prioritised, and for consideration to be given to the College's ability to mitigate the risks. Separately, it was suggested that further information was required on how changes resulting from the Transformation Plan would be reflected in the financial information provided to the Board. The Board AGREED that the Finance, Business Development and Resources Committee be asked to consider and respond to the suggestions.

## 10.2 People and Remuneration

The Board NOTED the minutes of the People and Remuneration Committee's meeting of 18 November 2025. The Committee Chair reported that the Committee had:

- Approved a revised Equality, Diversity and Inclusion Policy.
- Noted a presentation on the College's Equality Outcomes, and had endorsed a proposed committee reporting structure for the Equality Outcomes.
- Noted that the People Strategy was being reviewed, and that it would be aligned closely with the new College Strategy that was due for approval by the Board in June 2026.
- Noted the Human Resources & Organisational Development report, and that a HIVE Staff Survey was planned for late March / early April 2026.
- Noted an update on recent college activity associated with communications, marketing, research, and public relations.

The Committee Chair reminded members that, at the Board meeting of 23 September 2025, clarity had been sought on how instances of sexual misconduct were recorded and monitored at the College. Board members were informed that the People and Remuneration Committee had received a presentation on the policies and systems in place to prevent instances of sexual misconduct occurring, and the arrangements for supporting victims of sexual misconduct. The Committee Chair added that Committee members had agreed that the presentation had provided assurance on the College's arrangements.

## 10.3 Student Success

The Board NOTED the minutes of the Student Success Committee's meeting of 13 November 2025. The Committee Chair reported that the Committee had:

- Noted an update on Recruitment and Retention, and agreed that the March 2026 committee meeting would consider factors affecting student recruitment.
- Noted the College Performance Indicators for 2023/24, and discussed factors affecting student withdrawals.
- Noted the ECSA Overview Report for November 2025 and considered the initial results from the 'Have your say' survey of class representatives.
- Noted that the College achieved an average score of 4.3 (out of 5) in the Learning & Teaching Survey 2025; up from 4.2 (out of 5) in 2024.
- Noted updates from the Access and Inclusion Strategy Group and the Learning, Teaching and Quality Strategy Group.

The Committee Chair further informed the Board that the College's Self-Evaluation & Action Plan had been submitted in December 2025; and that the College would be subject to Tertiary Quality Enhancement Review (TQER) in 2026. It was explained that TQER represented a significant undertaking by staff; that the Student Success Committee would be providing oversight of the College's TQER preparations; and that a TQER Review Panel was scheduled to visit in October 2026.

The Committee Chair reported that she had attended, and thoroughly enjoyed, a reverse shadowing event hosted by the Edinburgh College Students' Association at the Granton campus. Board members were encouraged to attend future reverse shadowing events.

The Committee Chair concluded by commenting that the Student Success Committee had oversight of the College's Digital and Curriculum strategies, and would contribute to an ongoing refresh of the strategies.

## **10.4 Audit & Risk Assurance Committee**

The Board NOTED the minutes of the Audit & Risk Assurance Committee's meetings of 8 October and 26 November 2025. The Committee Chair reported that the Committee had:

- Considered various items associated with the Annual Report and Financial Statements to July 2025 and External Audit.
- Considered various items associated with Internal Audit, including audit reports on Curriculum Planning, Financial Planning, and IT Security. The Board were informed that there had been no findings or recommendations made in relation to the Financial Planning audit, and the Committee Chair congratulated the team for such an achievement.
- Conducted an annual evaluation of the Internal Audit function, and had concluded that Internal Audit performed well during 2024/25. The Board were advised that the Committee's findings had been communicated to the Internal Auditor (BDO).
- Considered the College's arrangements for Risk Assurance, which included the Three Lines of Defence Annual Review, the Risk Management Report, and the Annual Report on Data Breach incidents and Cyber Attacks. The Chair of the Audit & Risk Assurance Committee assured the Board that the Committee had identified no significant gaps in the College's arrangements.
- Approved a revised Whistleblowing Policy and Procedure, and noted that there had been no cases recorded since the policy was first implemented. The Board was advised that the Committee would receive regular reports on the number of, or absence of, whistleblowing cases.

## **11 ANY OTHER COMPETENT BUSINESS**

### **11.1 Board Reflections / Feedback**

The Chair invited Board members to reflect on the meeting, and to provide constructive feedback as appropriate. Members of the Board spoke appreciatively of the quality and comprehensive nature of the papers, and of the approach taken to updating the Board on committee business. It was observed that recent committee meetings had been scheduled closely together, and the Board were advised that consideration would be given to the scheduling of future committee meetings. It was noted that dates of the Student Success Committee's meetings would also be reviewed to ensure alignment with key milestones associated with the Tertiary Quality Enhancement Framework.

### **11.2 Chief Operating Officer**

The Board NOTED that Alan Williamson had tendered his resignation from the role of Chief Operating Officer and that he would demit office on 20 February 2026.

The Principal and Chief Executive explained that, beyond February 2026, there was an agreement in principle for Alan Williamson to be re-engaged on a one or two-day per week basis to support the College whilst a successor was appointed. The Board formally recorded its thanks to Alan Williamson for supporting the College during the transitional period.

Separately, the Principal and Chief Executive advised that she would reflect on the distribution of responsibilities amongst the College's executive management structure.

### **11.3 Closed Items of Business**

Two items of business were considered by the Board as part of a closed session, and have been recorded under a separate minute.

## **12 FOR INFORMATION**

### **12.1 Health & Safety Report: Q1 2025/26**

The Board NOTED the Health & Safety Update for quarter one of the 2025/26 academic year; which included monthly reports for August, September and October 2025.

### **12.2 Top Level Risk Register – Summary**

The Board NOTED the Top-Level Risk Register as reviewed by the December 2025 meeting of the Risk Management Action Group.

### **12.3 Board of Management: Agenda Planner 2025/26**

The Board NOTED an agenda planner for the 2025/26 academic year, which aimed to provide members with an opportunity to review upcoming items of business.

### **12.4 Draft Estates Strategy**

The Board NOTED the Draft Estates Strategy, and members were advised that any suggestions or feedback could be provided to Director of Finance and Estates Infrastructure.

### **12.5 Self-Evaluation & Action Plan 2025**

The Board NOTED the College's Self-Evaluation & Action Plan 2025, which had been submitted to the Scottish Funding Council in December 2025.

## **13 DATE OF NEXT MEETING: 24 MARCH 2026**