

West College Scotland Board of Management

Minute of Meeting held on Monday 11 December 2023

Present:

Hilary Cameron (HC)
Liz Connolly (LC)
Jillian Couto-Pheonix (JCP) (TEAMS)
Ed Cselik (EC)
Terry Dillon (TD) (TEAMS)
Waiyin Hatton (WH) (Chair)
Gordon Hunt (GH)
Linda Johnston (LJ)
John Leburn (JL)
Ronald Leitch (RL)
Grant Lyall (GL) (TEAMS)
Jane McKie (JM) (TEAMS)
Fiona McLaren (FMcL)
Danny McMahon (DM) (TEAMS)
George Rice (GR) (TEAMS)
Jackie Russell (JR)

In attendance:

Stephanie Gunn (SG), Vice Principal Educational Leadership
Amy McDonald (AM), Vice Principal Operations
Susan McDonald (SM), Governance Manager (Minutes)
Nathan Tyler (NT), Director Communications, Engagement & Student Experience (TEAMS)

BM955	Welcome & Apologies Apologies were noted from Kyle Prele (KP).
BM956	Declaration of Interest The standing declarations of interests of members, as available on the Register of Interests on the College website, were noted as current. There were no specific interests declared regarding the items on the agenda for the meeting.
BM957	Minutes of Meetings held on 9 and 31 October 2023 The Board approved the Minutes of the meetings held on 9 and 31 October 2023 as accurate records of discussions at both meetings.
BM958	Actions from the Minute The Board noted the updated actions since the last meeting.
BM959	Matters Arising There were no matters arising not otherwise on the agenda.

<p>BM960</p>	<p>Student Association Report</p> <p>EC, recognising the paper had been discussed at the recent Learning, Teaching & Quality Committee (LTQC), spoke to the report providing Board Members with an overview of the achievements of the Student Association over the last few months. EC highlighted the following:</p> <ul style="list-style-type: none"> • There are currently 311 class representatives now in place, with further recruitment taking place with January start programmes, with a hope for c.400. • Training for class representatives has started across all campuses. • Work continues on the Strategic Plan, with highlights noted from the SWOT analysis, including great working relationships and communication channels between the Student Association Team and Senior Staff, and the improvements with the SA election process. • The funding made available to the Student Association to ensure financial sustainability and access to relevant resources. • The new Podcast has started, with the first session now recorded. EC to forward a copy to the Board. Action: EC • A new Student Newsletter to start early in the New Year, to be published every two months. <p>The Board questioned if there was the possibility of the College committing to a multi-year funding level agreement with the Student Association, in order to help with their succession planning and implementing their Strategy. LC, noting the financial pressures at colleges, agreed the importance of investing in the Student Association, and that the Executive would take this forward and review to consider a minimum percentage level of funding for a multiple year period. Action: Exec</p> <p>The Board noted the excellent update provided and welcomed the renewed energy of the Student Association.</p>
<p>BM962</p>	<p>Chair's Report</p> <p>WH gave a verbal update on activities taken place since the last Board meeting, highlighting the following:</p> <ul style="list-style-type: none"> • Individual reviews with Board Members have now been completed and thanked Members for their time for the sessions. • Self-appraisals had been undertaken with the College's Board Vice-chair and Senior Independent Member, as well as with the Scottish Government Deputy Director for Lifelong Learning, as part of the Chair's appointment. • Attended the recent nationwide HR Awards where the College's HR Team were finalists in both categories entered. The Team was congratulated on the achievement, with West College Scotland being the only college in Scotland to be finalists in the all-sectors event. • Work continues on the planning for the Board Strategy Day on 17 January 2024, on how to challenge thinking and ideas on how to shape the future. A full programme will be issued in due course. <p>The Board noted the update provided.</p>

BM964	<p>Procurement Approvals - RESTRICTED</p> <p>AM updated on the two single supplier frameworks noted for the supply of Mobile Client Devices and Client Devices to HP Ltd. The Board noted that these had been fully considered at the recent meeting of the Corporate Development Committee.</p> <p>AM provided the Board with a full update on the proposals for the Oakshaw building. A slide was shared showing the four projects required to refurbish the building including areas to be demolished; windows / cladding and heating upgrades; and change of use of spaces.</p> <p>The Board was advised that the projects would improve the overall Paisley campus, with better use of existing space and the creation of a better teaching environment for students, as well as allowing for growth opportunities.</p> <p>Following a full discussion, and having been recommended by Corporate Development Committee, the Board endorsed and approved the three procurement requests:</p> <ul style="list-style-type: none"> • Supply of Mobile Client Devices to HP Ltd for an initial two-year period, with the option to extend for two further 12month periods. • Supply of Client Devices to HP Ltd for an initial two-year period, with the option to extend for two further 12month periods. • The College to commence a tender process to re-furbish the Oakshaw building at Paisley Campus, for a value up to £1.3m.
BM966	<p>2022/2023 Internal Auditors Annual Report</p> <p>Having been fully discussed at the joint meeting of the Audit & Risk and Corporate Development Committee, AM spoke to the report provided highlighting the following:</p> <ul style="list-style-type: none"> • Overall Internal Auditors opinion is that the College has adequate and effective risk management control and governance processes to manage the achievement of the College’s objectives and has proper arrangements to promote and secure value for money. • Areas of work covered all resulted either Strong or Substantial conclusions. In total there were no high-grade recommendations, 2 medium and 6 low. • Where it was possible to benchmark in each review, the College’s number of recommendations were similar in comparison of those benchmarked against. <p>The Chair, on behalf of the joint committee, noted the positive report and the good work undertaken across internal audit during the year.</p> <p>Following recommendation from the Joint Committee, the Board noted the content of the Internal Auditor’s Annual Report 2022-23.</p>
BM967	2022/2023 Annual Report from the Audit & Risk Committee

	<p>The Chair of the Audit & Risk Committee spoke to the Annual Report to the Board of Management which detailed the work conducted by the Committee during the period 1 August 2022 to 31 July 2023.</p> <p>He noted the good assurance of internal and external controls on governance and risk management. He advised that closed sessions had been held with both Internal and External Auditors and that positive working relationships had been noted. He further noted that at the recent joint meeting of Audit & Risk and Corporate Development Committee a closed session was held with Azets, the new External Auditors for 2023/2024. It was noted that this being the first year of working together, work continues to develop the relationship and agree future processes that suit both parties.</p> <p>The Chair of the Committee advised he was happy to note that the Audit & Risk Committee had satisfactorily discharged its duties and responsibilities to the Board.</p> <p>RL, as the next Chair of the Audit & Risk Committee, thanked GL for the comprehensive report and his work as Chair over the years.</p> <p>The Board approved the 2022/2023 Audit & Risk Committee Report provided.</p>
BM968	<p>2022/2023 External Auditors Annual Report & Letter of Representation</p> <p>Having been fully discussed at the recent joint meeting of Audit & Risk and Corporate Development Committee, AM spoke to the paper provided and highlighted the following:</p> <ul style="list-style-type: none"> • An unqualified audit opinion had been provided on all areas covered. • Effective arrangements, including budgetary control in place and adequate financial planning. • The need for significant capital investment in the College estate. • Governance arrangements in place and an effective performance management framework that supports progress towards the achievement of value for money. • This was the first year working with new External Auditors, • The change to the more realistic value for the Finnart Campus workshop block of £1.8m, following a zero-value noted due to the issue with Reinforced Autoclaved Aerated Concrete (RAAC). However, the building was still safe and in use. • The actuarial estimate of the pension position now recognised as an asset rather than a liability. • The IT audit, completed following the audit process, reflected the controls the College has in place providing strong evidence in relation to access and change management controls. Any issues recognised within the report were being fully addressed. • The report highlighted the significant financial challenges, which were also reflected in the College’s annual report and accounts.

- The College Estate Strategy and the emphasis on sustainability, covering the risk of investment required across buildings and infrastructure in order to deliver curriculum.
- Climate change and Net Zero underpinning financial planning and being astute around investment.
- The College is currently working on the Key Performance Indicator (KPI) reporting and the recommendation from the Auditors will be built into future reports.
- The fee for the audit service provision for 2022/23 was noted.

The Board raised and noted the following:

- A closed session with the auditors had been held at the recent joint meeting of Audit & Risk and Corporate Development Committee.
- The Auditors report noted that to meet budget requirements across the period 2022-2027 an overall reduction in staffing levels of 22% would be required (equating to 174 Full Time Equivalent [FTE]). It was noted this was not unique to WCS but required across all government organisations. Further discussions to take place on the impact of flat or negative funding awards, and the scale of required changes to meet these requirements, including any agreed pay settlements.
- The impact of this size of reduction to staffing levels would have an adverse impact on the College achieving its annual credit target and other national objectives, with a knock-on effect on future performance.
- The need to look at a different operating model in order to balance future years budgets.
- Awaiting announcement of the Minister's statement on 19 December 2023.
- At the Strategy Day discussion required on the aspirations of the College, and the reality of working differently, or how to find other ways of meeting requirements, with a minimum impact in staffing.
- The need to consider longer-term planning of Estates, and not dealing with on annual basis.
- The need for a joined-up team approach to move things forward.

LC noted the ongoing challenges for SG and team, in balancing the curriculum and staff, while making sure not to lose income and still meet credit targets. The challenges associated with reducing cash and escalating costs and how to make savings without reducing people.

LC noted the work of the Parliamentary Audit Committee which has recognised the issues facing the sector. She noted that information and evidence had been submitted from the College Principals Group, EIS, UNISON and NUS which was now being deliberated, and any recommendations from the Committee were awaited.

WH noted that College sector has suffered the most with reductions in funding as any other sector.

AM also highlighted the enormity of challenges going forward.

	<p>In conclusion, the Board noted that:</p> <ul style="list-style-type: none"> • This was a sobering report. • It contains serious cautions on the budget and implications of further reductions. • WCS must maintain income whilst minimising reduction in staffing. • For the Strategy Day, the Board needs to understand the severity of the problem and consider a change to the future business model. <p>The Board of Management commended the ‘unqualified’ report and approved the External Audit Annual Report for the year ended 31 July 2023 and for the Chair to sign off the Letter of Representation.</p>
BM969	<p>2022/2023 WCS Annual Report & Financial Statements</p> <p>AM spoke to the College Report and Financial Statements for the year to 31 July 2023 distributed for review and approval. The report provided an overview of the 2022-23 Financial Statements and encompassed:</p> <ul style="list-style-type: none"> • Financial reporting requirements. • The College’s underlying adjusted operating position as of 31 July 2023. • An overview of the final year end position, reconciling the College 2022-23 budget to the audited position as of 31 July 2023. <p>AM confirmed that the Report and Financial Statements for the year ended 31 July 2023 had been audited by Azets and referred to the associated 2022-23 Annual Audit Report and associated Letter of Representation that had been considered earlier.</p> <p>The Board noted that an amendment was required in the document on the Vision and Values (p5) and the dates noted against one Board Member (p20).</p> <p>Following recommendation from the Joint Audit & Risk / Corporate Development Committee, and subject to the two amendments noted above, the Board of Management approved the 2022/2023 WCS Annual Report & Financial Statements.</p>
BM970	<p>Review of Articles / Standing Orders / Scheme of Delegation</p> <p>The above documents having been previously distributed, had been updated to include the appointment of two Trade Union (TU) Members on Boards. Other changes include revised job titles and Committee name change.</p> <p>It was noted that TU Board Members would be elected from the TU memberships of the College, one for teaching staff and one for non-teaching staff. As employees of the College, TU Board Members would be elected on the same basis as Staff Board Members through a local nomination and election process.</p>

	<p>Inductions for the new Members would be provided by College Development Network (CDN) as well as internally. A role descriptor had been developed and Members would be bound by the guidance set out in the Guide for Board Members in the College Sector, the Code of Good Governance and the College’s Code of Conduct.</p> <p>SM advised that the local process was due to start early in the New Year and the Unions were hopeful that the TU Members would be elected in time to join the February 2024 Board meeting. Further updates would be provided as the process moves forward. Action: SM</p> <p>The Board approved the revised Articles, Standing Orders and Scheme of Delegation and agreed for them to be published on the College’s Website.</p>
BM971	<p>Health & Safety Annual Statement</p> <p>The Board approved the annual Health & Safety Policy Statement which was provided as part of the overall Health & Safety Policy.</p>
BM972	<p>Remit of Learning, Teaching & Quality Committee</p> <p>GH, as Chair of the LTQ Committee advised the Board of the proposed changes to the remit, being the addition of the overview of risk and to advise the Audit & Risk Committee on the adequacy of risk management. He noted that these had been agreed at the October meeting of LTQ Committee.</p> <p>The Board approved the changes and the updated Remit of the Learning, Teaching & Quality Committee.</p>
BM973	<p>Committee Chair Updates</p> <p>Papers were provided on Chair’s updates of the recent Committee cycle. Highlights were noted as follows:</p> <p>GH (LTQ)</p> <ul style="list-style-type: none"> • The fantastic progress of the new Students Association. • Good discussions on the outcomes of the ROA (Regional Outcome Agreement). • Presentation received on the new Cyber First Programme. • Update provided from the Digital Strategy Group and the sharing of exemplar resources. • STEM (Science, Technology, Engineering & Mathematics) awareness and the work being undertaken in the STEM curriculum and sustainability. <p>GL /JL (Joint A&R/CDC)</p> <ul style="list-style-type: none"> • Full discussion on the Internal and External Auditor reports. • Full discussion on the WCS 2022/2023 Annual Report & Accounts. <p>JL (CDC)</p>

	<ul style="list-style-type: none"> • The amount of work undertaken by Executive staff to ensure improvements across the College to ensure a better and safer place for staff and students. • Committee noted the number of initiatives and actions being undertaken across the SMT and staff groups. • Work ongoing with new CIVICA system to improve processes for both students and staff. <p>SG advised the Board that recruitment has now started for the three senior management vacant posts and asked Board members if they could share this around their own contacts.</p> <p>The Board noted the updates provided and thanked Executive and staff for the work undertaken over the year.</p>
BM974	<p>Committee Minutes</p> <p>LTQ – 25 October 2023 (Approved); LTQ – 29 November 2023 (Draft) CDC – 21 November 2023 (Draft) Joint Meeting of CDC and Audit & Risk Committees – 21 November 2023 (Draft)</p> <p>The above minutes of meetings were provided for information to the Board.</p>
BM975	<p>Schedule of Business & Updated Membership List</p> <p>The Board noted the Schedule of Business and the updated Membership list provided.</p>
BM976	<p>Date of Next Meeting</p> <p>Wednesday 17 January 2024, Board Strategy Day and Dinner, Paisley Campus 10am – 7.30pm</p> <p>Monday 26 February 2024, 4pm, Venue TBC</p>
BM977	<p>AOCB</p> <p>The Chair of the Board left the room for this single item.</p> <p>The Vice Chair confirmed with Members that, along with the Senior Independent Member, they had conducted the Chair’s annual appraisal. LJ thanked Board members for their input in returning the evaluation questionnaire. She advised the Board of the positive insightful discussions to discuss the feedback received and look at the year past and priorities going forward. Discussions included:</p> <ul style="list-style-type: none"> • The significant challenges facing the sector. • The volume of papers coming to the Board and the need for effective executive summaries.

- Key involvement of Student Association to continue to deep-dive and improve the overall student experience. (This would form part of the Strategy Day on 17 January 2024).
- Ongoing income generation.
- The need to ensure the quality of service provision within the budget envelope, and in line with employer expectations, to ensure an overall positive student experience.

LJ advised that the Chair was well informed and energised and she looked forward to continuing working alongside WH as Chair of the Board.

The Chair of the Board returned to the meeting.

The Chair noted this was the last Board meeting that Grant Lyall would be attending. On behalf of the Board, the Chair thanked GL for his dedication, input and support across the Audit & Risk Committee and the Board of Management. The Board wished him well for the future. GL thanked the Chair, Principal and the Board for their guidance and input over the years and wished the College the very best for the future.

With no further business raised, the Chair closed the meeting.

APPROVED