

**WEST COLLEGE SCOTLAND**

**BOARD OF MANAGEMENT**

**THURSDAY 1 AUGUST 2013 at 10.30 a.m. in**

**The Cunard Suite, Clydebank Campus**

**AGENDA**

**General Business**

1. Welcome
2. Apologies
3. Declaration of Interests

**Main Items for Discussion and/or Approval**

1. Constitutional Matters
2. Constitution and Articles of Government Paper 1 MY

of the Board of Management

1. Membership of the Board of Management, Paper 2 MY

Board Committees and Dates of Meetings 2013/14

1. Establishment of the Board Committees’ remits Paper 3 MY
2. Adoption and approval of College Policies Paper 4 MY
3. Principal’s Report Oral AC

**Items for Information**

1. Draft Schedule of Business for the Board 2013/14 Paper 5 GMcA
2. Project Management Report Oral SR
3. Minutes of the Shadow Board of 29 July 2013 Paper 6 MY
4. Any other business
5. Next meeting: **Thursday 12 September 2013 starting at 10.00 a.m.**

in the Abercorn Conference Centre, Reid Kerr Campus. This will be a full day Strategic meeting ending at 5.00 p.m. - further details will follow.

 Gwen McArthur

Secretary to the Board

**Confidential**

**BOARD OF MANAGEMENT**

**Minutes:** 1 August 2013

**Present:** Michael Yuille (Chair), Audrey Cumberford, Lee Campbell, Esther Denning, Mike Haggerty, Jacqueline Henry, John McMillan, Maggie Morrison, Joyce White.

**Attending:** Stephanie Graham (Vice Principal Educational Leadership), Stephanie Robertson (Project Manager), Alan Ritchie (Director of Finance and Estates), Johnpaul Johnston (Students’ Association), Michelle McCrorie (Students’ Association), Gwen McArthur (Secretary to the Board).

**Apologies:** Andrew Hetherington, Gerard Kelly, Maggie McManus, Michael McAuley, David McDonald.

1. **WELCOME**

Michael Yuille, the Chair, welcomed everyone to the first meeting of the Board of Management of West College Scotland. This was an historic day and the start of a new era for the College, its staff and students and its various stakeholders and communities.

1. **DECLARATION OF INTERESTS**

None

1. **CONSTITUTIONAL MATTERS**
	1. **Background**

The Chair informed the Board that Clydebank College was the ‘host’ for the new College and so the Board was, technically, the Clydebank Board of Management rebranded as the Board of West College Scotland. This arrangement would apply until the new legislation confirming the establishment of the new Colleges in Scotland was passed by the Scottish Parliament, at which point West College Scotland would become a legal entity in its own right. The Board noted that non-continuing members of the Clydebank College Board had resigned from the Board at midnight on 31 July. The continuing members endorsed the appointment to the Board of the new members.

* 1. **Constitution and Articles of Government**

The Board considered its Constitution and Articles of Government. In discussion the following points were noted:

* It was the responsibility of the Board to determine the educational character of the College, so that its role was wider than just ensuring sound financial and staff management;
* In relation to teaching and learning while the Board had overall responsibility, the Learning, Teaching and Quality Committee had delegated responsibility for strategic development and ensuring the quality of provision in this area. It was queried if the Principal’s delegated authorities should be extended to include operational responsibility for these activities.
* The College would also need to serve its local community and the Constitution as currently worded perhaps did not adequately reflect this;
* The Board currently had the power to borrow money but this would not be the case in the future once the revised legislation came into effect;
* Further information on the limits of the level of expenditure that could be delegated would be circulated to the Board for information.

The Board **agreed** that its Constitution and Articles of Government be approved as presented, but in the knowledge that further consideration would be given to the detailed wording once information on the revised legislation was available.

* 1. **Membership of the Board and Board Committees**

The Board **agreed** its membership as set out in the Annex to the minutes.

The Board also **agreed** the membership of its Committees and that, in the first instance, the Chairs of each committee, having agreed that a separate Estates Committee should be established, be as follows:

Audit – Michael McAuley

Finance and Business Enterprise – Gerard Kelly

Estates – John McMillan

Organisational Development and HR – Maggie McManus

Learning, Teaching and Quality – Mike Haggerty.

It was noted that the Board still had two members to recruit and that a meeting of the Nominations Committee would be held shortly to consider the applications received.

**Action: MY & Nominations Committee**

In relation to Attending Officers the Principal informed the Board that it was the intention for the Executive level to report to the full Board in the future. Directors would report primarily at Committee level but would attend Board meetings as and when appropriate.

* 1. **Dates of Meetings in 2013/14**

The Board considered the proposed dates of meetings. It was acknowledged that in the first year of operation it would be appropriate for the Board to meet more often, and that, in the longer term, the number of meetings would reduce. It was also noted that some members of the Board had difficulties in attending on Thursdays and so it was **agreed** that, following the meeting in September, the Board meetings would be held on Monday afternoons thereafter. The frequency and timing of meetings would be reviewed at the December meeting of the Board, by which time further information on the revised legislation would be known and could be taken into account. Revised dates would be issued following the meeting.

**Action: GMcA**

* 1. **Establishment of Board Committee Remits**

The Board considered the establishment of the seven committees as set out in its Constitution and **agreed** that these be established with immediate effect with the remits and composition as specified in the paper presented. Meetings for these committees would be set up shortly. **Action: GMcA**

* 1. **Adoption and Approval of College Policies**

The Board received a paper which provided information on Human Resources (HR) policies. It was noted that Clydebank had been identified as the ‘host’ and so the HR policies of Clydebank College would be the default policies of the new College in the first instance, save for those being defined as contractual and requiring negotiation with the Trade Unions. Once new West College Scotland HR policies had been agreed and harmonised then these would become the policies of the College. The Board **agreed** to this action. All other College policies and procedures would continue to be developed by cross campus teams.

* 1. **Financial Forecasts 2013/14 and 2014/15**

The Chair informed the Board that the Funding Council (SFC) required the College to submit Financial Forecasts for the periods August 2013 to March 2014 and April 2014 to March 2015 by 31 August 2013. This information was currently being prepared. In the absence of another Board meeting before the end of the month it was **agreed** that the Finance and Business Enterprise Committee meet to consider the Financial Forecasts and, once satisfied, to recommend this to the Board for approval before submission to the SFC. Board members would receive this information electronically.

**Action: AR; GMcA; Finance & BE Committee.**

The Chair informed the Board that the financial reporting requirements of the College would change, given that the new legislation reclassified the Colleges as public sector and subject to ONS (Office of National Statistics) reporting. Discussions on this matter were taking place at national level and further information would be available in the future.

1. **PRINCIPAL’S REPORT**

The Principal reported on a number of matters including the following:

* A significant amount of work had been undertaken to develop the brand for the new College, including signage, the web site and publicity materials. The Communications Team had provided samples of some of the new letterheads, leaflets, badges, etc that they had been developing for the new College. These were welcomed by the Board members.
* Interviews were now taking place to recruit the remaining senior managers.
* Restructuring across the College was continuing but this was being conducted in such a manner so as not to interrupt the core business of the College.
* There would be no headquarters as such, rather, the Senior Managers and Directors would be peripatetic and have a presence on all three campuses.
* Leadership development would be provided for all senior staff, with further information on this being brought to the Board.
* A culture study of the staff of all three campuses had been undertaken. This had provided invaluable information on what the new College should look like in the future, with the outputs of the study used to inform activities with staff going forward.
* Guidance had just been issued by the SFC on the information required for the Outcome Agreement 2013/14. This had to be completed and submitted to SFC by the end of December and would be used to determine the funding level for the College. The Board would be asked to consider this at its next meeting.
* Stephanie Robertson would continue in her role as Project Manager with input from some former senior members of staff who had agreed to stay on to help with the transition.
* Information on the Principal’s membership of outside bodies was noted and welcomed. As was information on various meetings held with stakeholders. Similar networking was encouraged for senior members of the College leadership.
1. **DRAFT SCHEDULE OF BUSINESS FOR THE BOARD 2013/14**

The Board noted the draft schedule of the main items of business that would be brought to it during the forthcoming year. This would be updated as further information became available.

1. **PROJECT MANAGEMENT REPORT**

Stephanie Robertson provided the Board with a report on progress with the project to form the new College. Now that the merger had taken place the project would move into a different phase, with the activities and priorities changing accordingly. One of the first priorities was that of information and communications technology (ICT) and the need to get the three email systems connected, plus all other systems to be integrated. One of the first of these would be the Finance system, along with HR and student records. It was noted that cultural change would take longer to achieve. A revised timetable for the various activities was being prepared and further information would be brought to the Board as appropriate.

1. **MINUTES OF THE SHADOW BOARD**

The Board received and noted the minutes of the meetings of the Shadow Board held on 1 and 29 July 2013.

1. **NEXT MEETING**

8.1. Thursday 12 September 2013 starting at 10.00 a.m. in the Abercorn Conference Centre, Paisley Campus. This will be a full day strategic meeting.

8.2 It was **agreed** that information on the Students Association, its strategic plans and hopes for the future, would be brought to the next meeting.

GMcA/6.08.13

**Annex 1**

**WEST COLLEGE SCOTLAND**

**BOARD OF MANAGEMENT**

Under the terms of paragraph 1.5 of its Constitution the membership of the Board of Management ‘shall consist of not less than 10 and not more than 16 members’. Further members are still to be recruited and will be added to this membership list. The membership, recruited so far, for 2013/14 will be as follows:

**Chair**

Michael Yuille

**Deputy Chair**

Gerard Kelly

**Principal**

Audrey Cumberford (*ex officio*)

**Teaching staff – 1 elected**

David McDonald

**Non-Teaching staff – 1 elected**

Esther Denning

**Students Association – 1 nominated\* for a period of 1 year**

**\*3 students have been elected (one from each Campus) and they will take it in turns to attend meetings**

Lee Campbell

Johnpaul Johnston

Michelle McCrorie

**Lay Members**

Mike Haggerty

Jacqueline Henry

Andrew Hetherington

Michael McAuley

Maggie McManus

John McMillan

Maggie Morrison

Joyce White

**In Attendance**

Stephanie Graham, Vice-Principal Educational Leadership

Vice-Principal Operations

Vice-Principal Corporate Development

David Gunn, Director of Organisational Development and HR

Alan Ritchie, Director of Finance and Estates

Gwen McArthur, Secretary to the Board

Stephanie Robertson, Project Manager

GMcA/01.08.13