

**WEST COLLEGE SCOTLAND
BOARD OF MANAGEMENT**

**MONDAY 3 OCTOBER 2016 at 3.00 p.m. in
The Cunard Suite, Clydebank Campus**
Please note the earlier start to this meeting.

AGENDA

General Business

1. Apologies
2. Declaration of Interests
3. Minutes of the meeting held on 20 June 2016

.1 Actions from the minutes	Enclosed	KM
	Enclosed	KM
4. Matters Arising from the minutes
(and not otherwise on the agenda)

Main Items for Discussion and/or Approval

5. Chief Executive's Report

.1 Update on strike action/national bargaining	Paper 5	AC
.2 Programme for Scottish Government		
.3 Priorities for 2016/17		
6. Chair's Report

	Paper 6	KM
	To follow	
7. Students Association Report

	Oral report	AH
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8. Governance

.1 Appointments to the Board	Paper 8.1	KM
.2 External Review of Governance Effectiveness	Paper 8.2	KM
.3 Revised Code of Good Governance	Paper 8.3	KM
9. Outcomes from Staff Survey

	Paper 9	AC
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10. Audit Scotland Report

	Paper 10	AC
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11. Merger Evaluation Report

	Paper 11	AC
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| 12. Estates Matters | | |
| .1 Estate Strategy 2016-26 | Previously circulated | DA |
| .2 Carbon Management Plan 2016-2021 | Paper 12.2 | DA |
| | To follow | |
| .3 Greenock: Options Appraisal and Outline Business Case | Paper 12.3 | DA |
| | To follow | |
| .4 Paisley: Options Appraisal and Outline Business Case | Oral report | DA |

Note: agenda items 12.3 and 12.4 are commercially sensitive and are restricted under Freedom of Information legislation.

Committee Reports

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| 13. Nominations Committee | Paper 13 | KM |
| Minutes of the meeting held on 23 August 2016 | | |
| 14. Remuneration Committee | Oral report | MM |
| Report from meetings held on 5 and 22 September 2016 | | |
| 15. Estates Committee | Paper 15 | NA |
| Minutes of the meeting held on 13 September 2016 | | |

Risk

16. Consideration of Risk

Items for Information

- | | | |
|--|----------|----|
| 17. Board of Management: Membership, Dates of meetings and Proposed Schedule of Business 2016/17 | Paper 17 | GM |
| 18. Report on Delegated Action Taken since last meeting | | |
| 19. Any other business | | |
| 20. Next meeting: Monday 5 December 2016 at 4.00 p.m. at the Paisley Campus | | |

Gwen McArthur
Secretary to the Board

BOARD OF MANAGEMENT

Minutes: 3 October 2016

Present: Keith McKellar (Chair)
Audrey Cumberford, Nick Allan, Moses Apiliga, Mike Haggerty, Jim Hannigan (from item 8.1), Andrew Hetherington (from item 5.1), Andrew Hunter, Lyndsay Lauder, Paul McFarlane, John McMillan, Alison Mitchell and Mark Newlands

Attending: Stephanie Graham (Vice Principal Educational Leadership), Liz Connolly (Vice Principal Corporate Development), David Alexander (Vice Principal Operations), Alan Ritchie (Director of Finance and Estates) and Douglas Wilson, on behalf of Secretary to the Board

Apologies: Jacqueline Henry, Jenifer Johnston, Maggie McManus, Joyce White and Gwen McArthur

BM286 WELCOME

The Chair welcomed Moses Apiliga, the newly elected Students Association Vice President and student member of the Board, to his first Board meeting and Douglas Wilson, who was supporting the Board in the absence of the Board Secretary.

BM287 DECLARATION OF INTERESTS

John McMillan, Audrey Cumberford and David Alexander declared an interest as Trustees of the West College Scotland Foundation.

BM288 MINUTES

The minutes of the meeting held on 20 June 2016 were approved.

BM289 ACTIONS FROM THE MINUTES

The Board noted the actions taken since the last meeting and, in particular, the following:

.1 Productivity and Innovation (BM268 (iii))

The Chair agreed he would circulate to Board members a productivity and innovation paper that had been produced by St Andrews University.

[Action: KM]

BM290 CHIEF EXECUTIVE'S REPORT (BM268)

The Board noted the report from the Principal and Chief Executive and in particular the following matters:

- i. **National Bargaining (BM271(i))** – the Employers Association remit and memorandum of understanding, approved at the Employers' Association meeting held on 5 September 2016, had been circulated to members for information. An update on the latest position with regard to national bargaining and the pay offer to support staff was provided including information on the response to and impact of recent industrial action by UNISON. The College had remained open to students on the most recent day of action on Tuesday 27 September 2016. There was also continuous industrial action with respect to specific duties which the College had made contingencies for with respect to health and safety issues including first aid provision. This was being addressed in line with business continuity arrangements but would be kept under review as the action continued ensuring all the necessary health and safety requirements were in place. Student impact had been minimised, however, further industrial action was anticipated. The Board would be kept updated as appropriate. **[Action: AC]**

- ii. **Workforce for the Future** – it was noted that the Employers' Association was in the process of developing a project plan with a view to enabling a fit for purpose, cost effective and professional workforce to meet the needs of the college sector.

- iii. **Programme for Scottish Government** – the programme was published in September 2016 and the priorities for the college sector were set out. These include:

- the maintenance of 116,000 FTE college places
- ensuring the Good College Governance task group recommendations were fully implemented
- priorities with respect to student support funding, access, attainment and the learner journey
- completion of the review of Enterprise, Development and Skills agencies (now likely to be end of the year) – a copy of Colleges Scotland's response to the call for evidence with respect to this review had been circulated to members for information.

It was also noted that a one off allocation of £10m had been allocated to the college sector for estates maintenance during 2016/17. The College continued to be in discussion with the Scottish Funding Council regarding priorities, access to funds and long term funding strategy. Reference was made to the recently received interim letter of guidance 2017/18 issued by the Scottish Funding Council, a copy of which would be circulated to Board members for information. **[Action: AC]**

- iv. **Strategic Partnership: Renfrewshire Council** – the College had recently developed a strategic partnership agreement with Renfrewshire Council, a copy of which was provided to members, with 4 key strategic

themes being agreed, with respect to place; economy and jobs; learning; and expertise and innovation. This approach would inform discussions with other partner local authorities.

- v. **STEM Assured Status (BM281.4(i))** – the STEM assured accreditation panel had determined that West College Scotland was a forward-thinking institution that had embraced the ethos of STEM innovation in all its activities. The Board noted this achievement and congratulated all those involved.
- vi. **College Priorities 2016/17** – the Principal's address at the all staff event held on the 15 August 2016 at the Glasgow Royal Concert Hall had been well received and had been an effective way to bring all staff together to acknowledge success and to reinforce priorities for the College. The Board acknowledged the success of the event and the commitment to the key College priorities.

BM291 CHAIR'S REPORT (BM271)

The Board noted a brief verbal update from the Chair with respect to the completion of all Board member annual reviews and the successful all staff event held on 15 August 2016. Other governance related matters would be picked up later on the agenda.

BM292 STUDENTS ASSOCIATION REPORT (BM272)

The Board noted the report from the Student President on the activities of the Students Association. In particular, the Student President reported to the Board on the following activities:

- The election for the Greenock Campus Vice President post was due to be held in October;
- On-going in-house class representative training;
- Continued development of student communications including a Fresher Week programme and a 'big welcome' email to all students.

The Student President noted significant improvements to the student enrolment and funding processes. The Board welcomed the improvements and noted the joint effort of the Students Association and College staff in the on-going improvements to the student journey.

BM293 GOVERNANCE

1. Appointments to the Board (NM44)

A report had been submitted advising on the recommended outcomes from meetings of the Nominations Committee held on 23 August and 29 September 2016 with respect to the extension of current Board members appointment to the Board and the recruitment of new members of the Board.

i. Extensions of Appointments

At its meeting on 23 August 2016, the Nominations Committee considered the possible extension of 4 Board members whose current term of appointment would end on 31 January 2017. Of those 4 members, M McManus had indicated that she was not seeking a further re-appointment. Accordingly, the Committee considered the proposed extension of appointment of 3 Board members, M Haggerty, A Hetherington and J McMillan. On the recommendation of the Nominations Committee the Board

RESOLVED that M Haggerty, A Hetherington and J McMillan be recommended to Scottish Ministers for a further 4 year appointment to the Board for the period 1 February 2017 to 31 January 2021. **[Action: GMcA]**

(**Note:** M Haggerty, A Hetherington and J McMillan left the meeting during consideration of this item)

ii. Recruitment of New Board Members

The Nominations Committee had established a Selection Panel with a view to recruiting 2 new members to join the Board. The Panel had considered 9 applications and had agreed to interview 5 candidates at its meeting on 29 September 2016. The Chair advised the Board that, following those interviews, 2 candidates had been identified, L Johnston and J Leburn, and recommended that those 2 candidates be approved for recommendation to Scottish Ministers for appointment to the Board. With respect to the other 3 candidates it was acknowledged that there may be an opportunity for them to be considered for co-opted membership of a Board Committee.

On the recommendation of the Selection Panel the Board

RESOLVED that L Johnston and J Leburn be recommended to Scottish Ministers for appointment to the Board with effect from 1 December 2016, or as soon as possible thereafter. **[Action: GMcA]**

2. External Review of Governance Effectiveness (BM276)

A report was submitted advising that the Board, in terms of the College Code of Good Governance, required to ensure its effectiveness was kept under annual review and that at least every 3 years this process should be externally facilitated. Colleges Scotland had issued guidance on conducting externally facilitated effectiveness reviews and a copy had been circulated for members' information. Colleges had been asked to undertake such a review by 31 March 2017 and the Chair and Board Secretary had developed a brief for an external facilitator which had been circulated to the Board for information. This set out what the external review should cover and had gone beyond what had been set out in the guidance but was considered appropriate for the College at this time.

The Chair advised that, following approaches to potential external facilitators and subsequent discussions with them, it was recommended that the College's current internal auditors, Scott Moncrieff, undertake the external evaluation of governance effectiveness. It was noted that Scott Moncrieff had given clear explanation of the distinctiveness of their role as internal auditors and external assessors.

The Board **agreed** that Scott Moncrieff undertake the external review of the Board governance effectiveness and that their final report be considered at the March 2017 meeting of the Board. **[Action: KM; GMcA]**

3. Revised Code of Good Governance (BM276)

The revised Code of Good Governance for Scotland's Colleges had been subject to consultation and previous consideration by the Board. The revised Code had now been finalised and had been circulated for members' information. The Board would take account of changes and any actions identified would be incorporated in the Board Development Action Plan. The Board noted the revised Code of Good Governance for Scotland's Colleges.

BM294 OUTCOMES FROM STAFF SURVEY (BM268 (v))

The Principal had circulated a summary report which examined the results from the recent staff survey as well as issues arising from national member surveys undertaken by Unison and EIS-FELA. The full results from the College staff survey had also been circulated to staff and to members.

The Principal's report provided:

- An overview and context of the significant changes in the college sector in recent years
- An overview analysis of the recent surveys
- The key themes arising from the staff survey
- Areas identified for further consideration
- A number of next steps and actions being undertaken as part of the wider improvement agenda in response to the outcomes of the staff survey.

The Board welcomed the survey and recognised the value such surveys can have. The Board discussed the findings in detail and, in particular, considered the following:

- the staff survey response rate of 30% which was considered acceptable by public sector standards
- a recognition of the challenging national, regional and local environment in the context of college mergers, funding restrictions, national legislation and priorities, the introduction of national bargaining and a general change agenda
- the value of the all staff event held on 15 August 2016
- the requirement to ensure that action was taken in response to the issues raised and as set out by the Principal in her covering report

- the staff survey provided effective base-line information for the on-going improvement agenda
- the process and timescales for undertaking follow up surveys as part of the broader communication and engagement framework. The intention was to undertake such a full staff survey every 2 years but this would be kept under review recognising it was critical that sufficient time and opportunity was given to enable a response and to implement improvements arising from the survey
- that the Human Resources and Organisational Development Committee be given the opportunity to consider the resulting improvement plan

The Board noted the outcomes of the staff survey and the actions arising and **agreed** that the improvement plan be considered through the Human Resources and Organisational Development Committee with further progress reports to the Board as appropriate. **[Action: ODHR Committee]**

BM295 AUDIT SCOTLAND REPORT – SCOTLAND'S COLLEGES 2016

Audit Scotland's Report, Scotland's Colleges 2016, had been circulated to members for information. In response to the report, each of the Board's sub-committees would consider the relevant recommendations within the Audit Scotland report and the Audit Committee, at its meeting on 6 October 2016, would consider the full report and recommendations within the context of the strategic risk register and consider any implications for the Internal Audit plan.

The Board noted the key issues arising from the Audit Scotland report and the proposed consideration by the Board sub-committees.

BM296 SCOTTISH FUNDING COUNCIL REPORT – IMPACT AND SUCCESS OF THE PROGRAMME OF COLLEGE MERGERS IN SCOTLAND

The Scottish Funding Council (SFC) report on the impact and success of the programme of college mergers in Scotland had been circulated to members for their information. The Board noted the report including specific references to West College Scotland.

BM297 ESTATES MATTERS

1. Estate Strategy 2016-26 (BM281.6(i); EM176)

The College's Estate Strategy 2016-2026 had been tabled at the Board meeting on 20 June 2016 to allow members time to consider the Strategy fully before it was brought back for approval. An opportunity had also been afforded to all Board Members to attend a specific briefing on the Estate Strategy prior to the committee meeting on 13 September 2016.

The Committee and Board Members had considered in some detail the Strategy which had been developed in accordance with Scottish Funding Council (SFC) guidance. The Strategy set out the vision, ambitions and

strategic priorities for the College estate and to provide a fit for purpose teaching, learning and support environment.

It was estimated that funding of at least £33m was required in order to bring operational buildings up to a suitable condition and required standard over the next 10 years. The College's Estate Strategy recognised that within the current financial environment there would be challenging decisions to be taken and that it would be necessary to work with the SFC to secure appropriate funding. Implementation plans would be refined as necessary as the funding position develops, however, the Strategy set out an ambitious and effective framework for the College.

The Chair and the Board recognised the significant amount of work that had gone into developing the Strategy and agreed that this was an excellent document that clearly set out the College's plans and aspirations for its future estate. The Board

RESOLVED that the West College Scotland Estate Strategy 2016-2026 be approved for submission to the Scottish Funding Council. **[Action: DA]**

2. Carbon Management Plan 2016-21 (EM172.3)

The Carbon Management Plan 2016-2021 had been developed with the assistance of the Carbon Trust and was based on the template, approach and CO2 baseline tool recommended and validated by the Trust.

Following consideration and agreed revisions by the Estates Committee the Plan had been issued to Board members for consideration. The Board

RESOLVED that the Carbon Management Plan 2016-2021 be approved for submission to the Scottish Funding Council. **[Action: DA]**

3. Greenock: Options Appraisal and Outline Business Case (EM183)

The College had received £70,000 from the Scottish Funding Council (SFC) to undertake an options appraisal and outline business case for the Greenock estate. This report set out the final Options Appraisal report and the final Outline Business Case for the consideration of the Board.

The Options Appraisal and Outline Business Case for development at the Greenock Campus had been considered by the Estates Committee at its meeting on 13 September 2016 with an invitation extended to all members of the Board. The Committee had recommended approval to the Board of option 2, refurbishment of the current Greenock estate.

It was noted that SFC had now specifically queried whether it would be logistically possible to accommodate a new build on the current Finnart Street site, and discussions were progressing in relation to this. Final

information on this potential rebuild option on the Finnart Street site was not yet available and would therefore follow at a later date. Information had been provided by the College to the consultants acting on behalf of the SFC but no response had yet been received from the SFC. The Chair of the Estates Committee recognised the amount of work and effort that had gone into developing the Options Appraisal and the Business Case and this was acknowledged by the Board. The Board

RESOLVED that the Options Appraisal and Outline Business Case for the development of the College Greenock campus be approved for submission to the Scottish Funding Council. **[Action: DA]**

4. Paisley: Options Appraisal and Outline Business Case (EM184)

The Vice Principal, Operations advised the Board that the Scottish Funding Council (SFC) had indicated to the College that it could proceed with the development of an outline business case for the Paisley campus. He advised that the Estate Strategy set out the strategic context and that the College welcomed this opportunity in order to secure some funding for this project.. He was due to meet SFC on 5 October and would seek funding for the preparation of the outline business case. Updates would be provided to the Estates Committee and the Board as this develops.

In considering the Paisley Campus it was noted that some of the buildings were relatively modern but some were very old and no longer fit for purpose. The College was clear that it wished to remain on the site at Renfrew Road. The campus was also such that there was scope to take a phased approach to development, including the opportunity to construct while remaining on site. The next stage would be to identify the projects that the College would wish to prioritise and progress first should funding become available.

The Board **agreed** that the College work with the SFC in developing an Options Appraisal and Outline Business Case for the Paisley campus and supported the idea of a phased approach to any development. **[Action: DA]**

BM298 COMMITTEE REPORTS

The Board noted the following reports:

.1 Nominations Committee

The minutes of the meeting held on 23 August 2016 were noted and matters with respect to Board membership had been considered separately – see BM293.1 above.

i. Co-opted Members (NM46)

With respect to co-opted members the Committee recommended to the Board that the appointments process, role and responsibilities of co-opted

members, as set out in the paper provided, be approved. The Board **approved** this recommendation.

ii. Terms and Conditions for Board Members (NM49)

It was noted that terms and conditions for Board Members had been developed nationally through the Colleges Scotland Governance Steering Group. It was **agreed** that these be circulated for information.

[Action: GMcA]

.2 Remuneration Committee

The Committee had met on both 5 and 22 September 2016 and the minutes were in the process of being finalised. The Chair of the Committee was unable to attend today's meeting therefore the Board agreed to defer consideration to its' next meeting on 5 December 2016.

.3 Estates Committee

The draft minutes of the meeting held on 13 September 2016 had been circulated and recommendations arising with respect to estates matters had been separately considered at BM297 above. The Board agreed that the Estates Committee's remit be amended by the inclusion of the following:

- g) To consider risk relating to the matters that fall within the Committee's remit and to agree what mitigating factors/actions are in place and what further action, if any, needs to be taken to address such matters of risk.

[Action: GMcA]

BM299 RISK (BM280)

The Board's Strategic Risk Register 2016/17 was tabled and it was **agreed** that the risk register would be considered by each of the Board's committees and that any proposed revision would be assessed by the Audit Committee and reported to the Board.

[Action: DA]

BM300 BOARD: MEMBERSHIP, DATES OF MEETINGS AND PROPOSED SCHEDULE OF BUSINESS 2016/17

The Board noted the current Board and committee membership, the schedule of business for 2016/17 and the dates of Board and committee meetings for 2016/17.

BM301 REPORT ON DELEGATED ACTION TAKEN SINCE LAST MEETING

There was no delegated action to report.

BM302 NEXT MEETING

Monday 5 December 2016 at **4.00 p.m.** at the Paisley Campus.