

**Minutes of Governing Body (GB) Meeting
Monday 30^h September 2019, 5.40pm, Lisburn Campus**

Agenda Item 1: Chair's Business

a) Attendance and apologies for absences

Present: Mr Gareth Hetherington (Temporary Chair of the Governing Body), Professor Alan Woodside, Mr Andrew Corbett, Mrs Barbara Larkin, Mrs Heather Reid, Mrs Karen Fraser, Mr Neil Bodger, Mr Steve Pollard, Ms Christine Goodwin, Mr John Mackell

Apologies: Mrs Carolyn King, Mr Ken Webb (CEO/Principal)

In the Chair: Mr Hetherington

In attendance: Mrs Claire Williamson (Secretary to the Governing Body) Mrs Heather McKee (Director of Strategic Planning, Quality and Support – DSPQS), Mr Tommy Martin (Chief Finance Officer-CFO), Mr Niall Parfitt (Boardroom Apprentice), Mr Dillon Stanley (Student Governor Elect)

The Temporary Chair welcomed everyone to the meeting and extended a particular welcome to Mr Parfitt and Mr Stanley to their first Governing Body. The Temporary Chair advised that Mr Stanley was in attendance in an observation role only as his term does not officially begin until 1st October.

b) Declarations of conflicts of interests

The Temporary Chair invited members to declare any known or perceived conflicts of interests. Mr Pollard highlighted his standing conflict regarding payroll as his wife works for the department. The Temporary Chair noted that all members are conflicted in item 5A, Governing Body Remuneration SOP, that was being presented for information.

c) Minutes of the GB meeting held on 24th June 2019 (excluding item 4a)

The Governing Body reviewed the minutes from the meeting held on 24th June 2019, it was agreed the minutes were a true and accurate reflection of the meeting. The Temporary Chair asked members to note that the separate note taken for item 4a will be presented for approval under confidential business.

Proposer: Barbara Larkin

Seconder: Alan Woodside

d) Matters arising/action points from previous meetings

Members were asked to note there are no outstanding actions from the previous meetings. The Temporary Chair advised that a stand-alone session will be held to discuss and approve the proposed Standing Orders and the Secretary will be in contact with members soon to source an agreeable date.

e) Completion of GB Skills Mix

The Temporary Chair advised that a recruitment competition will be held in the coming months to appoint new members to the Governing Body. In order to progress the competition, the Department have requested that members complete the enclosed skills matrix to identify gaps that will aid the process.

Action Point: Members were asked to return their completed skills matrix to the Secretary no later than Thursday 3rd October at midday

f) Review of current Committee Structure

The Temporary Chair reminded members that during the meeting on 8th October 2018 that the Governing Body reduced the number of committees as a temporary measure, it had been agreed to review the structure after one year to ensure that it is fit for purpose and how members feel it is working on an interim basis. Members agreed that whilst the current structure is working it is not ideal and the structure should be reviewed again when new members are recruited. In response to a comment from Mrs. Larkin on the importance of attendance at meetings because of the current low membership the Temporary Chair reminded members to inform the Secretary if they are unable to attend to allow time for alternative arrangements to be made if the meeting is not going to be quorate.

The Temporary Chair reminded members at this point of the importance of reading papers that have been circulated for meetings and to regularly check their SERC email account. He advised that in some instances a fast response is needed from members and therefore members should be checking their email accounts daily or at least every other day to ensure they pick up on important messages. He emphasised the governance responsibility members have in reading meeting papers and the effort that is put into producing them, currently the number of views for papers on the TeamSite is less than the number of members. Some members advised that they would download the documents and would perhaps not count as viewed on the site.

Action Point: The Secretary will check with the IT department how views are counted on the TeamSite in relation to the meeting papers

Agenda Item 2: Correspondence

Nothing to note.

Agenda Item 3: Chief Executive Officer's (CEO) Business

a) CEO's report including update on enrolments

The Director of Strategic Planning, Quality and Support presented the report on behalf of the Chief Executive and advised that the go live date for the STS project had been pushed back to 4th November and the Finance & General Purposes Committee will receive an update on the project at their next meeting on 12th November.

b) Final Resource Allocation

The Chief Finance Officer directed members to the correspondence from the Department setting out the Final Resource Allocation for 2019/20. He highlighted the additional funding provided which totals £39,412K for the year. In response to a question from the Temporary Chair the CFO advised that an additional £3m had been provided through several negotiations and the Department had recognised the staffing pressures facing the Sector but a long-term solution was still required to cover contractual increases.

c) Final Resource Budget

The CFO presented the Final Resource Budget for review and approval, he began by advising the updated allocation ties directly in the baseline budget and the budget highlights a resource requirement for the July year end of £34,145k. He went on to highlight some significant items and the following points were highlighted:

- In response to queries from members on the increased target for Commercial Income the CFO advised that there was shortfall last year because of delays in getting the Professional Skills Centre at both Nutts Corner and Dublin operational. There was also £165k of income not secured in time to deliver and include in last years accounts.
- The Temporary Chair noted that there is a significant increase of c.£800k targeted for commercial income this year. The CFO responded that a lot of work has been carried out on forecasting for

this area including a review by internal audit. He asked members to note that this area will be monitored closely throughout the year and any decrease in forecasts will be mitigated through lower delivery costs.

- In response to members' questions about an apparent increase in the insurance budget, the CFO gave an overview of the commercial insurance contract. He advised that a Sector business case had been produced to ensure the Colleges had sufficient cover as normally NDPB's do not require commercial insurance. In approving the business case the Department of Finance had stipulated that there should be a 33% reduction in premiums; in order to deliver such a reduction, the sector added a number of excesses. For 2019/20, an additional excess has been added in relation to legal expenses in order to keep premiums at the required level. The 2019/20 budget therefore includes an amount to cover a £2.5k excess per claim based on SERC's claim history of the last 3-5 years.

Agreed: The Governing Body approved the Final Resource Budget 2019/20 on the proposal of Mr Pollard and seconded by Mr Mackell.

Agenda Item 4: Items for Approval

The Chief Finance Officer presented the policies under items 7a-d for approval. He gave a brief overview of any changes that had been made to each and asked members to note the Acceptable ICT Use Policy was rewritten in response to the National Audit Office guidance on cyber security.

a) Information Governance Policy

Agreed: The policy was adopted on the proposal of Mr Corbett and seconded by Mr Hetherington.

b) ICT Security Policy

Agreed: The policy was adopted on the proposal of Mrs Reid and seconded by Mr Corbett

c) E-safety Policy

Agreed: The policy was adopted on the proposal of Mr Bodger and seconded by Mrs Fraser

d) Acceptable ICT Use Policy

Agreed: The policy was adopted on the proposal of Mrs Larkin and seconded by Mr Bodger

e) Special Educational Needs Policy

The Director of SPQS presented the policy for approval, she highlighted that the changes made were to ensure that the College's role in SEN is clear and the definition for SEN has been updated.

Agreed: The policy was approved on the proposal of Professor Woodside and seconded by Mr Hetherington

f) Audit Committee minutes from meeting held on 20th June 2019

The Chair of the Audit Committee, Mr Bodger presented the minutes for adoption. Mr Bodger provided a brief overview of the business discussed during the meeting and highlighted that in the recent internal audit conducted on GDPR a satisfactory rating was achieved, however there are some outstanding recommendations as they fall outside of our scope of influence. The CFO confirmed that two of the recommendations should be completed at the next Sector meeting in October.

Agreed: The minutes were adopted on the proposal of Mr Mackell and seconded by Mr Pollard.

g) Education Committee minutes from meeting held on 8th May 2019

The Chair of the Education Committee, Mrs Reid presented the minutes for adoption.

Agreed: The minutes were adopted on the proposal of Professor Woodside and seconded by Mr Corbett.

h) Finance and General Purposes minutes from meeting held on 18th June 2019

The Chair of the Finance and General Purposes Committee, Mrs Larkin presented the minutes for adoption.

Agreed: The minutes were adopted on the proposal of Mrs Larkin and seconded by Mrs Fraser.

i) Finance and General Purposes Terms of Reference

Mrs Larkin presented the ToR for approval and advised members the committee had reviewed these and there had been no changes made.

Agreed: The FGP Terms of Reference were adopted on the proposal of Mrs Fraser and seconded by Mrs Reid

j) Audit Committee Terms of Reference

Mr Bodger presented the ToR for approval and advised members the committee had reviewed these and there had been no changes made. The Temporary Chair reminded members that the Audit ToR had been significantly revised 18 months previously in response to an internal audit.

Agreed: The Audit ToR were adopted on the proposal of Mr Mackell and seconded by Mr Pollard

k) Education Committee Terms of Reference

Mrs Reid presented the ToR for approval and advised members the committee had reviewed these and there had been no changes made.

Agreed: The Education ToR was adopted on the proposal of Mrs Reid and seconded by Mr Corbett

Agenda Item 5: Items for Information

a) Governing Body Remuneration SOP

The Secretary advised members the SOP had been reviewed and in consultation with the CFO there are no changes required to the document.

The Temporary Chair advised members that the Secretary would be reviewing all SOPs in the College to determine which ones are directly relevant to Governing Body members, and SOPs identified will be highlighted to members through the Governing Body meetings.

b) Finance SOPs review

The CFO advised the committee that after a recent review of finance SOPs the following had been identified as relevant to the Governing Body members.

- External Consultancy SOP
- Overseas Travel SOP
- Use of College Seal and Logo SOP

c) Updated Governing Body and Committee Cycle of Business

The Secretary advised that the FGP committee will receive a regular stand-alone report on Employee Relations at each meeting, this information has been removed from the regular KPI report and this has been reflected in the updated cycle of business.

d) Financial Governance Report

In presenting the Financial Governance Report the CFO advised that it aims to set out the forecasted financial position as at both 31 March 2019 (DfE year-end) and 31 July 2019 (SERC year-end). The CFO highlighted that the current report shows the College's actual financial performance for the year up to the end of March; and its forecast for the year ending July. The report outlines that financial performance was on target for the March year-end (to meet the resource requirement of £39,912k). The CFO advised that the outcome for the year ended was (£93k (0.27%) short of the £34,427k resource requirement. He reminded members that 0.27% is not material and that the hard target for the College is the March year end, he gave a brief overview of some of the variances that attributed to the short fall including missed target on Commercial Income.

The CFO advised that Commercial Income is an area which the College has strategically targeted for further development and a challenging income target of £1.3m has been set for 2019/20 which is a significant increase on the previous year's actual income. The shortfall can be attributed to the delays this year with getting the Professional Skills Centre at both Nutts Corner and Dublin operational. He

asked members to note that this area will be monitored closely throughout the year and any decrease in forecasts will be mitigated through delivery costs.

The Temporary Chair noted that the 0.27% variance is testament to the financial monitoring that the College carries out throughout the year.

In response to a question from Professor Woodside the CFO confirmed that the £145K project expenses are incomes claimed from projects such as Erasmus and British Council, this funding is ring fenced and so must be spent on projects.

e) FGP Chair Visit to Business Services

Mrs Larkin advised members that she had visited the Business Services team in order to get a better understanding of their role as they are tasked with generated the £1.3m of income the CFO had referred to the previous discussion. She highlighted that the two main strands which are funded by Department for the Economy (DfE) are InnovateUs and Skills Focus. She informed members that the team also have a high level of engagement with business and she enquired if the team must engage new business' each year. In response the CFO advised that a significant portion of their work is from repeat business and because of the challenging targets set there is a lot of cold calling done by the team to generate new business.

In concluding her report Mrs Larkin advised that she had been very impressed during her visit and commended the team for generating the amount of income that they have as they are not a big team.

f) Staff Governors' Reports

Mr Corbett highlighted that after recent feedback he was aware that a lot of students are not registered to vote, and he enquired if the Electoral Commission could be invited to the College to encourage more 18-35-year olds to register. The Director of SPQS informed members that this initiative had been conducted in the past with the Student's Union and it could of course be done again. The Student Governor Elect highlighted that during the recent Freshers week the Students Union had encouraged students to vote and register and it would be great to do something official within the College.

g) Audit Committee briefing on meeting held 18th September 2019

Mr Bodger, Chair of the Audit Committee, gave a brief overview of the recent meeting and highlighted the following:

- The ALB Partnership Agreement is progressing, a response has been received from the Department in which they have considered a response from the Sector, there is no set timescale to complete this work.

- The committee had been advised that the Properties Services Division has progressed since their last meeting. The Department have agreed that the Sector Business Case can progress however they have also indicated that the Sector's budget may be cut by up to £1m if the business case is successful.
- The Temporary Chair enquired if the Sector were going to accept the budget reduction, the CFO advised that it is unlikely. A response has been submitted to the Department from the Chair of the Principal's group requesting further discussion on this point as the goal of increased efficiency is designed to enable the sector to do more with the funding they have rather than pave the way for funding cuts.

h) Education Committee briefing on meeting held on 24th September 2019

Mrs Reid, Chair of the Education Committee, gave a brief overview of the recent meeting, the following points were noted:

- As part of the committee's work on social inclusion they received a detailed presentation of the Special Educational Needs provision within the College and the governance responsibilities the Governing Body have to ensure that the provision meets legislative requirements. The Chair highlighted that this work will also have implications for the Audit and FGP committees in terms of risks and staffing implications.
- The committee then looked at Building Resilience for staff and students, the particular focus for staff is to ensure that the curriculum can be delivered when facing so many challenges.
- The committee continues to receive updates on the College's Engagement Plan and in particular how engagement is being conducted with the economically inactive. Following on from this the Director of SPQS informed the committee that a successful bid had been made to secure funding for creche facilities in the Newcastle campus.
- The Director of SPQS advised that following a successful business case the College have received funding for £99k that will cover the capital building works and fund staff for the first year. The creche will have capacity for 26 children which will enable parents to attend classes whilst their child is in the creche.
- The Director highlighted that there has been a very positive response so far from the local community to the proposals. Following a detailed mapping exercise during the bid the team discovered that there was an undersupply in creche facilities in the area and parents found it

difficult to use the existing ones along with public transport as the bus routes changed in the afternoon and so parents could not get to the creche.

- Mrs Reid highlighted that the FGP committee will be asked to review how the creche is sustained after the first year of funding.
- The committee also received information on Restart programmes, applications and enrolments and the CPD progress report. Mrs Reid advised that the HE enrolment numbers are lower this year and the committee discussed the factors contributing to this in detail. One of the main factors is that universities have lowered their entry requirements and the College is unable to offer foundation degrees from GB universities because of a DfE policy.
- During a brief discussion Professor Woodside and Mr Pollard advised the Director of SPQS that there are viable courses and options that could be looked at alongside the existing foundation degrees.
- Mrs Reid concluded her briefing by advising that the committee also received a report on Cause for Concerns and mental health is still a concern for students.
- The committee will also review their work plan in line with the Strategy 2025 when it has been reviewed and approved by the Governing Body in November.

Action Point: The Director of SPQS agreed to follow up with Mr Pollard and Professor Woodside to explore further options for the College's HE offering

i) Finance and General Purposes Committee briefing on meeting held 17th September 2019

Mrs. Larkin, Chair of the FGP Committee, provided a brief overview of the committee's recent meeting, the following points were noted:

- Mrs Larkin advised that the committee had reviewed and approved the Committee's Terms of Reference that had been adopted by the Governing Body earlier in this meeting.
- The CFO had presented the first draft of the Financial Statements and Annual Report for the year ended 31st July 2019.
- In terms of HR matters the committee had been presented with reformatted reports for Key metrics and employee relations to ensure they are fit for purpose and the committee have a strategic oversight of these areas.
- Mrs Larkin highlighted that the committee had been presented with the revised Estates Strategy and she noted that the Governing Body as a whole should make use of this document as it is a key

document on how the College delivers curriculum and can be used when planning for strategy in the future.

j) Chair's Working Group Minutes for meeting held on 1st May 2019

The Temporary Chair presented the minutes for information. He advised members that during the meeting a discussion had taken place on OBA, as the Governing Body are still in agreement to the OBA approach, however some of the data requests from the Department have not been in the principle of the approach.

k) Gifts and Hospitality Policy and current Register

The Secretary presented the current register for 2019/20; she reminded members that if they are in receipt of any gifts or hospitality to ensure that they declare it so it can be included on the register and the policy was included for information to ensure members are aware of what they can and cannot receive. The Temporary Chair highlighted that under 4.4 of the policy it is helpful to note that the limit is set out at £50 but should declare any gifts received.

l) Annual Equality Progress Report

The Chief Finance Officer presented the Annual Equality Report on behalf of the Chief Human Resources Officer, the following points were highlighted during discussion:

- The CFO advised that the report is a statutory document that must be presented annually to the Equality Commission to demonstrate that the College is meeting its statutory obligations. The FGP committee have reviewed the report and the CHRO advised that there are no complaints and the progress of the one outstanding action in the report will be reported to the FGP committee.
- Mr Pollard noted that he didn't get a sense of a clear structure on gender in the report and that it seemed to focus more on social inclusion. The CFO advised he would report this feedback to the CHRO.
- Mr Mackell enquired if there was a piece of work with young Protestant males in terms of social inclusion as he noted that the College is engaged with a low level of this group. A brief discussion took place and members noted that the College is very aware of this group and that they underperform educationally and yet are not picked up by FE.
- Mr Mackell also commended the endeavours of the Student Union and noted that the report highlights the importance of having an active and engaged Student's Union.

Action Point: The CHRO will be advised of the feedback provided on the Annual Equality Progress Report in relation to gender and also to confirm if the College use the Athena Swan Charter

6. Any other business

The Temporary Chair highlighted that the Education Committee has been moved from 19th November to the 21st November at 5.30pm in the Bangor Campus.

Members were advised that the Governing Body have agreed to partake in the CAPNI Mentoring Scheme for post graduate students from Queen's and Ulster Universities. The Temporary Chair advised that a decision had to be made before this meeting and so the information had been circulated by email and discussed at the Education Committee on 24th September.

7. Confidential Business

A separate note was taken for this item.

The next meeting is scheduled for Thursday 14th November 2019, 5.30pm, at the Lisburn Campus.

The meeting concluded at 7.13pm

Signed: _____

Date: _____

Temporary Chair of the Governing Body