



## Minutes of a Meeting of the Governing Body (the “GB”)

held on Monday, 26<sup>th</sup> June 2023 17:30 (GMT) in Meeting Room D17, Lisburn Campus and via Microsoft Teams

Agenda Item 1: Confidential Session (Annual Session without management)

A separate note was taken for this item.

Agenda Item 2: Chair’s Business:

a) Attendance and Apologies for Absences:

### **Present:**

Mr John Nugent (Chair of the Governing Body), Mr John Mackell, Mr Ken Webb (CEO/Principal), Mrs Deborah O’Hare, Mr Alan McCrum, Mr Derek Wilson, Mr Darren Stewart, Mr Mark Huddleston, Ms Majella Corrigan, Mr Samuel Hagen, Mrs Karen Fraser, Mr Andrew Corbett; Ms Sophie Leigh Francis (Student Governor), Mrs Carolyn King

### **In Attendance:**

Mrs Claire Williamson (Secretary to the Governing Body), Mr Tommy Martin (Chief Finance Officer (“CFO”)), Mr Paul Smyth (Chief Human Resources Officer (CHRO)),

**Apologies:** Dr Danny McConnell, Ms Wilma Fee, Mr Michael McQuillan

**In the Chair:** Mr Nugent

b) Declarations of Conflicts of Interest:

The Chair invited members to declare any known or perceived conflicts of interests.

- Mrs O’Hare declared she is employed by The Board of Governors of the Wallace High School (a NDPB) as Principal. The sponsor department for funding and development work and other applications is DENI supported by or delegated to the EA as appropriate. She is also a current member of the College Advisory Group (Education) CAFRE DAERA CAFRE offers level 2 to level 6 + qualifications. No action was taken in relation to any of the declared conflicts.

#### c) Conflict of Interest

The Secretary directed members to the Conflict-of-Interest policy provided and reminded them of their responsibility to ensure their register is kept up to date throughout the year.

#### d) Minutes of the Meeting of the Governing Body held on 15<sup>th</sup> May 2023:

The Governing Body reviewed the Minutes of the Meeting held on 15<sup>th</sup> May 2023 and agreed they were accurate record of the meeting. The minutes were adopted on the proposal of Andrew Corbett and seconded by John Mackell.

#### e) Matters Arising/Action Points from previous Meetings:

The Chair confirmed there were no outstanding actions from the previous meetings.

#### f) Board Effectiveness Review

The Secretary presented the appendices included in the framework document and advised the members who had helpfully met with her to review the documents and suggested some changes. The Chair highlighted the guidance issued to staff on presenting to committees was to ensure that the meetings ran effectively, and he invited the CMT to provide feedback on the guidance to the Secretary. Members agreed with the approach and noted that presentations and cover sheets need to be focused strategically and highlight a few salient points to members.

The Secretary advised that the Board Effectiveness survey would be issued to members this week with a return date of 21<sup>st</sup> July, a report on the results will be presented to the Governing Body in September.

**Agreed:** The Boardroom Effectiveness Survey and its appendices were approved on the proposal of Majella Corrigan and seconded by Carolyn King.

#### g) Governing Body Membership and Recruitment

The Chair advised that he is continuing to liaise with the Department on the Governing Body membership numbers, as the Board will have lost 3 long standing members by the end of 2023 it is critical that a solution is provided to SERC to ensure that strong, effective governance can be delivered.

#### h) Learning Engine update

The Secretary reminded members of their responsibility to complete the mandatory training modules on the Learning Engine.

i) Governing Body Cycle of Business 23/24

The Secretary advised that over the summer months she will work with the Chairs to review the work plans so that they are agreed in September.

**Action:** Members were asked to advise the Secretary of any particular items they want to include on the GB or committee work plans for 23/24

Agenda Item 3: Correspondence:

a) GB Correspondence Log

The Secretary confirmed that no correspondence had been received since 15<sup>th</sup> May to include on the log.

Agenda Item 4: Principal and Chief Executive's report:

The Principal talked to the written report provided and began by highlighting the recent success of the College which was contained within the appendix of the report.

The Principal advised that he had included a risk heat map for information, and this would enable a more efficient way of providing all members with information on the current strategic risks along with the biannual review of the register.

The Principal further advised that the procurement of a Health and Safety management system has now commenced, this will aid the presentation of Health and Safety reporting to the Governing Body. The CHRO confirmed that reports can be provided to the GB by September. The Chair commented that this will provide members with a higher level of assurance.

The Principal informed members that Heather Miller, an ex-member of CMT, had been awarded MBE for services to education in Northern Ireland, in the King's birthday honours list.

Members also noted that staff attended an event today where the College was awarded OCN learning endeavour award provider of the year and the Vice President from Pearson visited the College for the announcement of the 2023 Pearson Awards, where SERC staff were awarded silver of 3 out of the 17 categories. The silver award winners will now go through to the finals on 11 November in London.

The Chair thanked the Principal for the update and congratulated Mrs Miller and the staff involved in the OCN awards on their recent success.

Agenda Item 5: Items for Approval

a) Committee Terms of Reference

The Secretary began by advising the terms of reference for Audit committee would revert to the committee for review after receiving late feedback from a member.

**Agreed:** The Terms of reference for the Education were presented by the committee Chair, Mrs O'Hare, she advised that the committee had not proposed any changes to the ToR and were content they were fit for purpose. The ToR was adopted on the proposal of Andrew Corbett and seconded by Majella Corrigan.

**Agreed:** The FGP Committee Chair, Mr McCrum presented the ToR for the Finance and General Purposes Committee, He highlighted those changes had been made to the staffing element of the ToR, this was to reflect the work the committee was already doing and ensuring it was captured formally. The ToR for FGP was adopted on the proposal of Derek Wilson and seconded by Majella Corrigan.

b) Audit Committee minutes from meeting held on 19th April 2023:

Mr Mackell, Chair of the Audit Committee, presented the minutes for adoption.

**Agreed:** The minutes were adopted on the proposal of John Mackell and seconded by Deborah O'Hare.

c) Education Committee minutes from meeting held on 25<sup>th</sup> April 2023.

Mrs O'Hare, Chair of the Education Committee, presented the minutes for adoption.

**Agreed:** The minutes were adopted on the proposal of Andrew Corbett and seconded by Carolyn King.

d) Finance and General Purposes minutes from meeting held on 18<sup>th</sup> April 2023:

Mr McCrum, Chair of the FGP Committee, presented the minutes for adoption.

**Agreed:** The minutes were adopted on the proposal of Derek Wilson and seconded by Majella Corrigan.

## 6. Policies for approval

a) Fees Policy

The Chief Finance Officer presented the policy for approval, he advised that the 2023/24 tuition fees had received earlier approval, for operational purposes. This version of the policy includes a change to the payment mechanism to increase instalments from 2 to 6.

**Agreed:** The Fees Policy was adopted on the proposal of Alan McCrum and seconded by Carolyn King.

b) Risk Management policy

The CFO advised members that a review of the financial policies had been undertaken, the risk management policy has been Updated to include scale used to articulate College risk appetite (Hungry, Flexible, Cautious, Averse).

Section now includes risk appetite description for the three categories of risk other than overall corporate governance:

- Students
- Staff
- Financial

Agreed: The Risk Management Policy was approved and recommended to the Governing Body for adoption, proposed by Mark Huddleston and seconded by Deborah O'Hare

## 7. Items for Information

- a) Annual review of the Strategic Risk Register and Update on strategic risk R095: Failure of EBS system and support mechanisms to perform properly.

The CFO presented a high-level summary of the strategic risk register and directed members to the heat map included in the report at agenda item 3. He advised that there are currently 6 red risks and 1 amber on the register.

The main risk is around financial viability, some others upgraded recently to red such as the cyber threat risk and industrial relations and a new risk on the EBS system.

The CFO advised the Cyber threat was escalated to a red risk due directly to a lack of finance and investment and up to date kit. He stated that this is an indication of what the College will likely see across the board because of financial implications.

In response to a question from the Chair the CFO provided a brief update on the TAMS system. He advised that although some of the issues are now being looked at by the Department it will likely be autumn by the time any significant progress is made, therefore a lot of SERC staff are still doing manual workarounds on something that should be automated.

The Principal added that the NIAO now looking at TAMS. He understood from the perspective of ensuring only valid payments had been made rather than reviewing the effectiveness and implementation of the system.

**Action:** Members asked that a letter of support and thanks was written to staff working with the TAMS, to acknowledge the difficulties they have faced and the effort they have made throughout the year

The Principal moved onto to update members on the new risk regarding the EBS system. He advised that the system is a common student system for the sector and after the Software provider Tribal, made a change to the system, the College could not complete a CDR lift.

This was escalated to the register as a red risk, only applied to SERC, tribal indicated system is working but yet to advise what the problem was; therefore, the College is uncertain if this could happen again. Although the College is in a position to downgrade this from a red risk the Principal advised that the CMT will still pursue a satisfactory answer with tribal

## b) Financial Governance Report

The CFO directed members to the report and advised it confirms the financial position for the March year end. He highlighted that the operational target was met, and the Department had approved the adjustments around holiday pay, pay wards and retrospective payments.

Moving on to highlight the College position for the July year end the CFO advised that the College's year-end Resource Requirement target is currently (as at Period 9) £45,972k.

The CFO advised that although a lot of the operational savings were made since October/November time they are almost completely wiped out by inflationary increase in RPI to PPP contracts which total £700k.

## c) Staff Governor Reports

Mrs King talked to her written report, she highlighted the recent trip she made to Valencia with the College as part of the Erasmus+ Training and Teaching mobility scheme which had been a very worthwhile trip.

Mr Corbett advised that academic staff are mostly finished for the academic year, he highlighted the issues that some awarding organisations cause by not considering the end of term in Northern Ireland which leads to a lengthy delay on an examiners report.

The Chair thanked both staff governors for their reports and enquired how morale is within the College. Mr Corbett acknowledged that morale had dropped significantly but that staff are continuing to work and do their best for the students. The Chair noted this is a very difficult time for staff.

## d) Student Governor Report

The Student Governor talked to the written report provided and advised members of the recent work the Student's Union have been doing across the College. Members noted the success of the free student breakfast and that the SU have had over 24k engagements this year which a very positive outcome delivering on the pride alliance and period conference initiatives.

## e) Audit Committee briefing on meeting held on 12<sup>th</sup> June 2023

Mr Hagen, Chair of the Audit Committee, provided an overview of the recent meeting, the following points were highlighted in summary:

- Audit, Correspondence re low risk and PA, external audit strategy highlighted 2 risks, highlighted TAMS within that risk, risk-based approach to the audit.

## f) Finance and General Purposes Committee briefing on meeting held on 13<sup>th</sup> June 2023

Mr McCrum, Chair of the FGP Committee, addressed the meeting and provided an update on the recent committee meeting, the following points were noted:

- Mr McCrum began by advising the committee noted the caveat at the outset of the meeting around the unprecedented financial challenges and therefore it was the committee's decision to consider the draft budget for 23/24 under confidential business.
- The financial governance report as set out by the CFO earlier confirmed the year end position. The committee reviewed the standard finance reports including the operational finance report. This report sets out the debt report, supplier payment and procurement,

where the committee noted there are some residual issues around people issues and supplier payment dates as we don't have the resources, we need in the finance team to meet the KPI's.

Under HR the committee reviewed the HR priorities and key metrics report where it was noted long-term absence rates are still high, with the rate significantly above the 3% target.

- The CHRO presented the annual monitoring report, and some new business was the staff training report.

g) Education Committee briefing on meeting held on 20<sup>th</sup> June 2023

Mrs O'Hare, Chair of the Education Committee, provided an update on the recent meeting and highlighted the following in summary:

- Dr Lorna Warren Head of the Quality Improvement Team at DfE attended the meeting to provide an overview of their role. Mrs O'Hare highlighted that it was clear Dr Warren has a very good relationship with CMT in the College and she was very generous with her time.
- Mrs O'Hare advised the committee received Updates from the Director of Strategic, Planning, Quality and Support on the re-drafted Strategy 2030 and the Step-Up programme.
- The Chief Training and Contracts Officer provided a presentation on Traineeships and Apprenticeships, while the Head of Collaboration and Transformation gave the committee a very helpful presentation on the construction hub.
- The committee noted the response submitted by the College on the call for evidence to Place 10X and confirmed they were content it was submitted.

8. Any Other Business:

At this juncture the Chair presented Mrs Fraser with a plaque to recognise the significant contribution she has made to SERC as a governor since 2014 and as this is her last meeting wished her well for the future.

The Chair thanked all members for their significant efforts and work over the last academic year and wished them a restful summer break.

9. Confidential Business

A separate note was taken for this item.

**Date of next Meeting:**

The next meeting of the Governing Body is scheduled for Monday 2<sup>nd</sup> October June 2023, 17.00, Lisburn Campus.

There being no further business, the Chair declared the meeting closed at 8.07pm

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

John Nugent

Chair of the Governing Body