

SOUTH WEST COLLEGE GOVERNING BODY

Minutes of a meeting of the **Governing Body of South West College**
held on Wednesday 19 September 2018 at 5:35 pm
in the Boardroom, Omagh Campus, Mountjoy Road, Omagh

PRESENT:

- Mr Michael Skuce (Vice Chair)
- Mr Michael McAlister (Chief Executive)
- Mr Peter Archdale
- Mrs Joanne Lucas (*via video conference*)
- Mrs Margaret Martin (*via video conference*)
- Mr Wilbert Mayne
- Mrs Patricia McCaffrey
- Mr Seamus McCaffrey
- Mrs Monica McGeary (*via video conference*)
- Mr Michael McGuckin (*via video conference*)
- Mr Michael Skuce

IN ATTENDANCE:

- Dr Jill Cush, Deputy Chief Executive
- Mrs Fiona McCauley, Secretary to the Governing Body

APOLOGIES:

- Mr Stephen Moss
- Mr Derek Weir

1.0 WELCOME, PRELIMINARIES AND APOLOGIES

Mr Skuce, Vice Chair, welcomed all present to the first Governing Body meeting of the 2018/19 academic year and explained that, at the request of the Director of Further Education, he would manage the work of the Governing Body whilst the Department for the Economy (DfE) seeks the necessary approvals to appoint a Chair, either in a permanent or temporary capacity.

He then advised those present of the recent death of Mrs Anne Wright, a long-serving and valued member of college staff. At the request of members, the Chief Executive, Mr McAlister, undertook to extend the condolences of the Governing Body to the bereaved family.

In acknowledgement of the forthcoming end of Mr Mayne's term of office as a governor, Mr Skuce commented on the valuable contribution made by Mr Mayne and thanked him for his eight years of service to the Governing Body. Members echoed the Vice Chair's sentiments. In accepting the presentation offered, Mr Mayne reflected fondly on his experience as a governor and wished the College and the Governing Body well in future endeavours.

Apologies were tendered on behalf of Mr Moss and Mr Weir.

2.0 CONFLICT OF INTEREST DECLARATIONS

Mr Archdale declared an interest in item 13 regarding the agreement with Camphill Community Trust.

3.0 MINUTES OF A MEETING OF THE GOVERNING BODY HELD ON WEDNESDAY 13 JUNE 2018

PREVIOUSLY ISSUED to all members:

- Paper 03 Minutes of a meeting of the Governing Body held on Wednesday 13 June 2018 (Pages 1 – 8).

AGREED: on the proposal of Mr McCaffrey and seconded by Mr Archdale, that the public section of the above minutes (Pages 1 - 8) be accepted as a true and accurate record. This section of the minutes was subsequently signed by the Vice Chair.

4.0 MATTERS ARISING

4.1 Health & Safety Investigation

Minute Reference 8.0

In response to a question from a member, Mr McAlister confirmed that the report of the Health & Safety Executive's investigation into the death of a student whilst on workplace had not yet been released.

4.2 2018/19 Budget

Minute Reference 5.0

In response to a query on the 2018/19 budget allocation, members were advised that no further funding had been made available from DfE and that the six cost saving measures reported at the last meeting have been implemented with resultant savings of £1.069m to be realised in-year.

Members then commented on the remaining deficit and on the impact of this on service provision and quality unless additional income can be sourced to match expenditure forecasts. They also discussed the College's excellent performance in meeting annual targets and expressed frustration at the extent of the cuts applied across the sector despite varying degrees of performance. On conclusion of the discussion it was suggested that a meeting be requested with the Director of FE to discuss the impact of the current allocation on service provision and outcomes.

5.0 CORPORATE OBJECTIVES 2017/18

PREVIOUSLY ISSUED to all members:

- Paper 05 Annual Development Plan 2018/19.

Following discussion, the three key priorities for the Governing Body in 2018/19 were identified as:

- College Finances / Budget
- Erne Campus Project
- Implementation of the 'Beyond Outstanding' Review recommendations.

It was also noted that these priorities can be matched to the Key Strategic Issues identified by the Finance & General Purposes Committee and the Staffing Committee and should be monitored through these structures as well as through the Erne Campus Project Board and the Beyond Outstanding Project Board.

6.0 UPDATE ON ERNE CAMPUS PROJECT

PREVIOUSLY ISSUED to all members

- Paper 06 15 June 2018 Erne Project Board Minutes.

The Chief Executive reported that the contractor for the Erne Campus Development has commenced site works and noted that engagement with all parties continues with a view to finding a resolution to an outstanding technical design query. He also reported the resignation of the Project Sponsor and confirmed that an exercise to recruit her successor is underway. In response to questions from members, he spoke of the efforts undertaken to meet expenditure commitments, commented on the qualifications and experience required for the Project Sponsor role, and provided assurance on the resilience of the Erne Project team.

The Vice Chair then noted the vacancy in the Project Board following the retirement of Mr Martin, former Chair of the Governing Body, and sought nominations for another governor to serve on the Board.

AGREED: On the proposal of Mr Mayne, seconded by Mrs McCaffrey, that Mr McGuckin be nominated to serve on the Erne Campus Project Board.

Mr Skuce also sought nominations for a governor to serve on the Finance Advisory Group to replace Mr McGuckin.

AGREED: On the proposal of Mr Mayne, seconded by Mrs McCaffrey, that Mr McCaffrey be nominated to serve on the Finance Advisory Group.

7.0 GOVERNANCE KEY PERFORMANCE INDICATORS

PREVIOUSLY ISSUED to all members:

- Paper 07.01 Review of Performance Against 2017/18 Key Performance Indicators
- Paper 07.02 Proposed 2018/19 Key Performance Indicators.

AGREED: adoption of the proposed 2018/19 Governance Key Performance Indicators.

8.0 POLICY REVIEWS

PREVIOUSLY ISSUED to all members:

- Paper 08 Student Hardship Fund Policy and Procedure 2018/19.

Members drew attention to the limitations on the eligibility of younger students, migrants and repeating students for support under the Student Hardship Fund. The Chief Executive explained that the College's Policy and Procedure had been devised to adhere to DfE guidelines and provided assurance on the Student Services team's efforts to source appropriate support for all students where required. At the request of the meeting, he then undertook to highlight the issues raised to DfE.

AGREED: on the proposal of Mr O'Hanlon, seconded by Mrs Martin, approval of the Student Hardship Fund Policy & Procedure 2018/19.

9.0 MANAGEMENT STATEMENT & FINANCIAL MEMORANDUM

PREVIOUSLY ISSUED to all members:

- Paper 9 Management Statement & Financial Memorandum.

It was noted that the Management Statement & Financial Memorandum must be tabled annually for the information of members at a meeting of the Governing Body.

10.0 REGISTER OF INTERESTS 2017/18

PREVIOUSLY ISSUED to all members:

- Paper 10 Register of Governors' Interests.

The Secretary to the Governing Body drew attention to the register of governors' interests contained in paper 10 and requested timely notification of any changes in governors' interests during the 2018/19 year.

11.0 GOVERNING BODY AND COMMITTEE MEMBERSHIP

Mrs McGeary and Mr Skuce withdrew from the meeting at this juncture due to conflicts of interest in the matters to be discussed.

The Governing Body was reminded of its agreement to seek two additional governors through co-option. Mr McGuckin then explained that expressions of interest had been received from, and meetings held with, Mrs Joanne Moore and Mrs Gillian McDowell with a view to assessing their suitability for membership of the Governing Body. He went on to provide an overview of the skills and experience held by both candidates and concluded by advising that the panels had recommended that both candidates be co-opted to the Governing Body.

AGREED: on the proposal of Mr McGuckin, seconded by Mrs Martin, co-option of Mrs Joanne Moore and Mrs Gillian McDowell to the Governing Body.

Mrs McGeary and Mr Skuce re-joined the meeting at this juncture.

By agreement with the governors involved, the Secretary to the Governing Body proposed the following committee appointments:

- Mrs Joanne Moore to join the Education, Quality & Performance Committee;
- Mrs Gillian McDowell to join the Staffing Committee; and
- Mr Derek Weir to join the Finance & General Purposes Committee.

AGREED: on the proposal of Mr McGuckin, seconded by Mrs Martin, committee appointments as listed above.

12.0 REPORT OF A MEETING OF THE AUDIT & RISK COMMITTEE HELD ON WEDNESDAY 12 SEPTEMBER 2018

PREVIOUSLY ISSUED to all members:

- Paper 12.01 Minutes of a meeting of the Audit & Risk Committee held on Wednesday 12 September 2018
- Paper 12.02 Internal Audit Annual Assurance Report 2017/18
- Paper 12.02 2018/19 Internal Audit Plan
- Paper 12.02 Corporate Risk Register Review Report
- Paper 12.02 Bribery Act Policy
- Paper 12.02 Audit & Risk Committee Terms of Reference.

With reference to minutes of the Audit & Risk Committee meeting held on Wednesday 12 September 2018, Mrs McCaffrey, Committee Chair, began her report by providing a synopsis of the finance and services risks and associated mitigating actions as presented to the meeting. She noted in particular the limited internal resources available to address cyber security risks and the support for direct procurement of services, if required, to address health and safety concerns, and welcomed the funding available to prepare for the impacts of the UK's withdrawal from the EU.

Moving on to Internal Audit activity, Mrs McCaffrey highlighted the 'satisfactory' assurance rating awarded following a review of Quality Assurance over Teaching and Learning as well as the advisory sectoral review undertaken of the use of CPD Properties Division. Regarding the Annual Assurance Report 2017/18, she advised that two audits had been deferred into the 2018/19 year, noted the mechanisms in place to address the underachievement on a number of the Internal Auditors Key Performance Indicators and confirmed that the overall system of internal control in place within the College had been awarded a 'satisfactory' assurance rating. She also drew attention to the 2018/19 Internal Audit Plan.

Mrs McCaffrey also reported on the update received on the management of Erne Project risks; confirmed the Committee's approval for the submission of the Annual Report & Financial Statements 2017/18 for external audit; commented on the alignment of corporate risks with the risks presented by the Head of Services and Head of Finance; and highlighted the Committee's recommendation for approval of the Bribery Act Policy and the Audit & Risk Committee Terms of Reference.

During a discussion which then followed on the service provided by CPD Properties Division, members commented on the liability of the Governing Body despite its lack of control, as well as on the exclusion of value for money implications in the scope of the sectoral review undertaken. The Chief Executive provided assurances that direct procurement would take place where necessary and undertook to highlight the issues raised with DfE.

AGREED: on the proposal of Mrs McCaffrey, seconded by Mr Archdale, adoption of the minutes of the Audit & Risk Committee meeting and the recommendation therein.

13.0 CHIEF EXECUTIVE'S BUSINESS

PREVIOUSLY ISSUED to all members:

- Paper 13 Draft Agreement with Camphill Community Trust.

Mr Archdale withdrew from the meeting at this juncture due to a conflict of interest in the matter to be discussed.

The Chief Executive detailed the background to the College's partnership with Camphill Community Trust and the installation of college assets at its premises. He then explained that the requirement for these assets as a learning resource had been superseded by the CREST development and that it is proposed that the planned transfer of these assets is expedited as set out in the draft agreement. In response to queries from members he confirmed that the conditions of the grant received for the assets had been met, that departmental approval for disposal is not required and that access to the facilities will be provided, where feasible.

AGREED: on the proposal of Mr Mayne, seconded by Mr O'Hanlon, approval of the Agreement with Camphill Community Trust.

Mr Archdale re-joined the meeting at this juncture.

The Chief Executive also reported the following matters:

- **Inspection of Work Based Learning Provision** – Notification has been received of an inspection of the College's Work Based Learning provision to take place during the week commencing 15 October 2018.
- **Collaboration with North West Regional College (NRWC)** – Discussions are ongoing with NRWC to investigate collaboration opportunities that may avoid the loss of services from the West. Proposals will be presented to the Governing Body in due course.
- **City Deal** – The College has been involved in early discussions around a potential application for City Deal status in the West.
- **Phishing Attack** – A data breach following a phishing attack has been reported to DfE, the Information Commissioner's Office (ICO) and the PSNI. No action will be required to be taken by the ICO.

Members commented on the College's synergies with NRWC in the potential for extended collaboration with Institutes of Further and Higher Education in the Republic of Ireland and on the potential opportunities in developing new processes following the UK's exit from the EU. The Deputy Chief Executive, Dr Cush, then provided details of the sectoral business case to seek funding for a program of actions to address the potential negative impacts of the UK's withdrawal from the EU.

Members also sought assurance on the College's contingency plans to deal with the impacts of cyber attacks. The Chair of the Audit & Risk Committee highlighted the extensive discussions held on the matter at the Audit & Risk Committee meeting held on Wednesday 12 September 2018 and explained that further information has been requested on the risks posed, the mitigating actions taken and the limiting factors to enhanced measures.

The meeting noted / endorsed the business above as appropriate.

14.0 VICE CHAIR'S BUSINESS

Mr Skuce read to the meeting a letter of thanks to the Governing Body from Mr Joseph Martin, former Chair of the Governing Body. Mr Martin was praised for his skills and for his commitment to the College, and was described as 'an outstanding Chair'.

Mr Skuce then reminded the meeting of the Governing Body's adoption in principle of the revised Model Articles and Instrument of Government subject to an amendment to Article 7d of the revised draft model Articles of Government concerning the delegation by the Governing Body of negotiation of pay and conditions of service for staff to a body or bodies established for this purpose on behalf of colleges generally. He then read an extract from a letter received from DfE regarding the implementation of the model Articles and Instrument of Government and sought members' views on the timeframe for implementation. During the discussion that followed, members queried the implications and urgency in implementing the model Articles of Government and expressed their reluctance to implement them without the amendment detailed above. The Vice Chair then undertook to consult with the Chairs of the other colleges to determine the sectoral approach and to report his findings at the next Governing Body meeting.

15.0 DECLARATION OF HOSPITALITY OR GIFTS RECEIVED OR OFFERED

No declarations were made under this heading.

16.0 CORRESPONDENCE

There was no correspondence to report.

17.0 ANY OTHER RELEVANT BUSINESS

Referring to the forthcoming briefing on the FE Sector Benchmarking Exercise, members sought advanced sight of the corresponding report.

18.0 DATE OF NEXT MEETING

Wednesday 14 November 2018 at 5:30 pm in the Dungannon campus.

19.0 EVALUATION OF MEETING

PREVIOUSLY ISSUED to all members:

- Paper 18 Governing Body Meeting Evaluation Form.

Members commented favourably on the proceedings of the meeting noting in particular the seamless video conferencing experience. The Vice Chair was also complimented on his skills in chairing the meeting.

The Staff Governor, Mrs Lucas, withdrew from the meeting at this juncture. The meeting then went into confidential session and concluded at 7:45 pm.

CONFIRMED BY THE GOVERNING BODY AT A MEETING HELD ON WEDNESDAY 14 NOVEMBER 2018

VICE CHAIR _____

DATE _____