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| **Belfast Metropolitan College Governing Body 2.30pm Wednesday 14 December 2022 Titanic Quarter Boardroom and via MS Teams Minutes FINAL approved 8 February 2023** |
| **Governing Body Members:** Frank Bryan (Chair); Kathleen O’Hare (Vice-Chair) Catherine Burns; Kate Burns;Kay Collins; Jim McCall; Sam Snodden; Seamus Dawson; Brian Wilson; Janis Leaden; Nikita Brijpaul; Lauren McAteer, Yvonne Murphy, Tai Campbell, Bill Montgomery; Louise Warde Hunter, Principal and Chief Executive (P&CE).  **Management:** Joy Kettyle, Director of Curriculum, Innovation and Assurance; Damian Duffy, Director of Partnerships and Sustainability; Gillian Magee, Director of People and Place; Aidan Sloane, Director of Corporate Services.  **Observer**: Áine Ó Keeffe, Boardroom Apprentice 2022/23  **Clerk to the Governing Body:** Gerry Crossan |
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| **GB32 22/23**  **Quorum, Apologies, Welcome, Conflicts of Interest, Notice of AOB and Leadership Culture**    **Quorum**: The meeting was quorate under the terms of Section 7 of the Standing Orders for the Governing Body V5 approved at **GB81a 21/22 22 June 2022** (6 members, of which 3 must be appointed under Part II Paragraph 5a of the Instrument of Government).  **Apologies:**  No apologies received as at the date of the meeting.  **Welcome**: The Chair **welcomed** Bill Montgomery to his first Governing Body meeting.  **Conflicts of Interest**: No **perceived, potential or actual** conflicts of interest under the terms of Section 8 of the Belfast Metropolitan College Standing Orders for the Governing Body **V5** approved at **GB81a 21/22 22 June 2022** were advised.  **AOB:** None notified as at date of the meeting.  **Leadership Culture:** Chair **noted** our commitment to Governing Body Leadership Culture Watchwords for 2022/23 (**GB02d 22/23 21 September 2022** refers):  To offer ***Creative*** ***Challenge*** through ***Courageous*** & ***Candid*** conversations. (**GB46 22/23** below refers) |

| **Agenda item** | **Detail** |
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| **GB33 22/23**  **Previous Minutes** | **Minutes of the meetings held on:**   1. **GB23 22/23 28 November 2022 – Delegated Authority to approve Annual Report and Financial statements 2021/22**) **DRAFT (PROPOSED FINAL)** dated 9 December 2022. 2. **GB33 22/23 16 November 2022 – DRAFT (PROPOSED FINAL)** dated 9 December 2022.   The Governing Body **approved** the **DRAFT (PROPOSED FINAL)** minutes of the governance meetings held on 16 November 2022 and 28 November 2022 without amendment. |
| **GB34 22/23**  **Matters arising from the minutes of the meeting held on 16 November 2022** | All matters arising are on the agenda of this governance meeting. |
| **GB35 22/23**  **Governance Information and Guidance** | None advised at date of the meeting **(14 December 2022)**. |
| **GB36 22/23**  **Standing Orders Section 12d Notifications** | **Notification of change to the internal control environment under Section 12d of Governing Body Standing Orders V5 22 June 2022**  Belfast Metropolitan College Equality Scheme 2022 **DRAFT** September 2022 - **Last Considered HR05 22/23 4 October 2022**  Management advised the Human Resources Committee that the Equality Scheme is,   * in line with Equality Commission advice, * a common approach to Scheme is adopted by the FE Sector; and * the College will complete an Article 75 triennial review during 2022/23.   The Committee **noted;**   * the updating of the Equality Scheme; * the clear levels of consultation involved; and * the governance pathway towards its adoption by the Governing Body.   The HR Committee recommends the Draft Equality Scheme to the Governing Body for approval and adoption.  The Governing Body **approved** and **adopted** the updated Equality Scheme. |
| **GB37 22/23**  **Annual Report 2021/22** | **Annual Report and Financial Statements 2021/22 (no paper)**  Last considered **GB23 22/23 16 November 2022**    The Governing Body **delegated** the final review and approval of the final Financial Statements to the Chair of the Governing Body, Chair of the Audit and Risk Committee, Chair of the Resources Committee, Kay Collins and the P&CE, supported by the DCS and the Clerk to the Governing Body.  The Governing Body **noted:**   * the approval of the Annual Report and Financial Statements 2021/22 under the delegated authority of the Governing Body on 28 November 2022 (**GB23a 22/23 28 November 2022**) (see above); and * the receipt of the certified accounts from the NIAO on 2 December 2022. |
| **GB38 22/23**  **Chair’s Business** | The Chair advised the Governing Body on the following key issues:   1. FE Delivery Model Review workshops; 2. DfE ALB Forum (finances, 10X alignment, scalable projects, key stakeholders, board effectiveness); 3. DfE Board Risk Appetite – Governing Body / ARAC will consider any revised Departmental Risk Appetite when they next review BMC’s Risk Register; 4. DoF Partnerships Innovation Lab held on 6 December 2022; 5. DfE / BMC Partnership Agreement to be in place by 1 April 2023; 6. Governor HR Training (rescheduled to 8 February 2023).   The Governing Body **noted** the action taken and information provided by the Chair. |
| **GB39 22/23**  **P&CE** | **Report of the Principal and Chief Executive December 2022**  The P&CE advised the Governing Body on the following key issues:   1. student achievements in the World Skills and the work of staff in supporting this success; 2. Princess Royal Award to the TEL team recognising the work done during the response to COVID 19; 3. communications during November and December; 4. Festival of Hope run by students and the targeting of assistance for health and wellbeing of students during early 2023.   The Governing Body **noted** the information provided by and the action taken by the P&CE. |
| **GB40 22/23**  **Chair of BMC Trust** | **Belfast Metropolitan College Trust Annual Report and Financial Statements 2021/22**   1. Trust Annual Report and Financial Statements 2021/22; and, 2. Trust Chair’s Report 2022.   Last considered at **Trust AGM 22/23 9 December 2022**.  The Chair of the Trust advised the Governing Body of the key issues which the Trust has been dealing with over 2022, including:   1. funding of permanent Charitable Trust Officer – Brian Torbitt; 2. the targeting of Trust assistance on ESOL and health and wellbeing needs and away from the previous key service, Trust Scholarships; 3. ongoing work to student involvement through volunteering; 4. ongoing funding action; and, 5. the development of evidence of impact from the pilot projects that are being successfully delivery – this will support the Trust in making further funding applications.   The Chair of the Governing Body:   * thanked the Chair of the Trust for her leadership of the Trust and the Trust colleagues for their commitment to success of the Trust during 2022; * recognised the impact that the Trust has had in supporting services which meet critical student need during 2022.   The Governing Body **noted** the information provided in the BMC Trust Annual Report and Financial Statements 2021/22 and in the report of the Chair of the Trust. |
| **GB41 22/23**  **SEV Ltd – Winding Up and Risk Management Strategy** | **Springvale Educational Village Ltd – Winding Up and Risk Management Strategy December 2022**  Last considered - **GB23b 22/23 28 November 2022**  “The Governing Body asked that the work to regularise the status of SEV Ltd in relation to the College as an ALB be in time for the completion of the Annual Report and Financial Statements 2022/23. DCS advised that Management will advise the Governing Body of the status of this work at the Governing Body meeting on 14 December 2022.”  From a governance, accountability and risk perspective, it was agreed that, irrespective of pending EY reports, SEV Ltd should be wound up.  Proposal is that in principle GB approve the winding up of SEV Ltd at 31 July 2023 when all assets and liability, residual risks come over the Belfast Met.    The Governing Body:   * **approved** the winding up of SEV Ltd by 31 July 2023; * **noted** the transfer of all assets and liabilities of SEV Ltd to Belfast Metropolitan College from 1 August 2023; * **noted** that the responsibility for all of these assets and liabilities will fall within the delegated authority of the Governing Body to the Principal and Chief Executive as Accounting Officer; and, * **noted** that the residual risks associated with the former SEV Ltd will be managed by Belfast Met Risk Management Policy and reported as appropriate. |
| **GB42A 22/23**  **Governance Programme 2022/23**  **[BMC Trust & SEV Ltd business is considered by exception]** | **Governance Programme 2022/23**  The Clerk’s and Committee Chairs Reports for Governance Programme 2022/23 Cycle 1 & 2 (ends 14 December 2022)   1. **Governance Programme 2022/23 Cycle 1 – Final approved minutes**:  * **AC17 22/23 Audit and Risk Assurance Committee 3 October 2022**; * **RC14 22/23 Resources Committee 14 September 2022**; * **HR14 22/23 Human Resources Committee 4 October 2022**; and, * **CQE14 22/23 Curriculum, Quality and Resources Committee 7 September 2022.**  1. **Governance Programme 2022/23 Cycle 2 – Chairs’ Reports**  * **AC16 22/23 Audit and Risk Assurance Committee 14 November 2022**; * **RC13 22/23 Resources Committee 9 November 2022**; * **HR13 22/23 Human Resources Committee 5 December 2022**; and, * **CQE13 22/23 Curriculum, Quality and Resources Committee 7 December 2022.**   The Governing Body:   * **adopted** the approved Committee minutes of Governance Programme 2022/23 Cycle 1; and, * **noted** the information provided by the Committee Chairs on Governance Programme 2022/23 Cycle 2. |
| **GB42B 22/23**  **Quarter 1 2022/23 Reporting**  **-**  reports (a) to (b) are provided for the Governing Body to note on the understanding that they will be subject to scrutiny at the ARAC Meeting to be held on 3 October 2022;  -reports (c) to (f) are taken as read having already informed the deliberations of the Committees of the Governing Body and reflected in reports under **GB42A 22/23** above. | **Quarter 1 2022/23 Reporting**   1. Q1 22/23 KPI & Risk Management Report (**AC27a 22/23 3 14 November 2022**)**;** 2. Q1 22/23 Corporate Risk Register (**AC27b 22/23 3 14 Nov 22**) – last considered at **GB27a 16 November 2022);** 3. Q1 22/23 Financial Update and Budget **(RC18 22/23 9 Nov 22)** (see **GB09 22/23** above); 4. Student Performance and Developments (**CQE19 22/23 7 Dec 22**); 5. Non-Core Income and Reforecast Report (**RC19 22/23 9 Nov 22);** 6. HE in FE Report **(CQE21 22/23 7 Dec 22).**   The Governing Body **noted** the information provided and the consideration of this information at Committee level. |
| **GB43 22/23**  **Corporate Risk Q1 2022/23** | **Corporate Risk Register Q1 2022/23**  The Governing Body **adopted** the Corporate Risk Registers Q4 2021/22 and Q1 2022/23 at **GB27 22/23 17 November 2022**.  . |
| **GB44 22/23**  **Whole College Quality Improvement Plan (2022-24)** | **Whole College Quality Improvement Plan (2022-24)**   1. Whole College Self-Evaluation Report (SER) & Quality Improvement Plan (WCQIP) – presentation; and, 2. Whole College Quality Improvement Plan DRAFT 1 December 2022.   Last considered **CQE18 22/23 7 December 2022**.  The CQE Committee:   * **considered** the information provided by and the action taken by Management, * **agreed** and **confirmed** the ICEF statement on Overall Effectiveness; and * **recommended** to the Governing Body to sign the Self-Evaluation and Quality Improvement Assurance Statement (Annex A) for return to DfE.   The Chair commended management on the scale and effectiveness of the management of quality across the curriculum offering.  The Governing Body **approved** the Whole College Quality Improvement Plan 2022/24.  The Chair **signed** the Self-Evaluation and Quality Improvement Assurance Statement on behalf of the Governing for return to DfE. |
| **GB45 22/23**  **Any Other Business** | None advised at date of issue of the meeting. |
| **GB46 22/23**  **Meeting Feedback** | **Meeting Feedback - Leadership Culture**  Governing Body members advised the Chair that the conduct of the meeting provided evidence of the Governing Body’s commitments**.** |
| **GB47 22/23**  **Date of Next Meeting** | **Governance Programme 2022/23 Cycle 3:** The **sixth** and **seventh** meetings of the Governing Body during 2022/23 will be held at:   * **1.30pm on Wednesday 8 February 2023** in the Titanic Quarter Boardroom (**GB48 21/22 8 February 2022** refers) toand, * **2.30pm on Wednesday 22 March 2023** in the Titanic Quarter Boardroom (**GB65 21/22 15 March 2022** refers).   **Governance Programme 2023/24 Cycle 2:** The **fifth** meeting of the Governing Body in 2023/24 will be held **at 2.30pm on Wednesday 13 December 2023** in the Titanic Quarter Boardroom.  The Clerk will diarise these governance meetings in colleagues’ Belfast Met Outlook calendars in January 2023.  The Chair thanked all participants for their work on behalf of the Governing Body during 2022 and wished everyone well over the Christmas period.  **Meeting ended at 4.50pm.** |
| **GB48 22/23**  **Closed Session** | **BIP Governing Body Members only** |

**Chair of Belfast Metropolitan College Frank Bryan**

**Signature Date 8 February 2023**