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| **Belfast Metropolitan College Governing Body**  **2.30pm Wednesday 15 November 2023 in the Board Room, Titanic Quarter Campus or via Teams**  **MINUTES (Approved 13 December 2023)** |
| **Governing Body Members:** Michele Corkey (Chair); Sam Snodden; Janis Leaden; Lauren McAteer; Yvonne Murphy; Seamus Dawson; Seamus McGoran; Bill Montgomery; Sinead Sharpe; Sheena McKinney; Rose Byrne; Tom Hesketh; Michael McKernan; Maurice Keady; Owen McCaughey; Louise Warde Hunter, Principal and Chief Executive (P&CE).  **Management:** Damian Duffy, Deputy Chief Executive (Curriculum & Partnerships) (DCE); Aidan Sloane, Chief Operating Officer (COO).  **Chief Executive’s Support Manager on behalf of Clerk:** Andrea Browne |
| **GB16 23/24**  **Quorum, Apologies, Welcome, Conflicts of Interest, Notice of AOB and Leadership Culture**  **Quorum**: The meeting is 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. Seamus Dawson arrived at 2.45 pm.  **Welcome**: Chair welcomed members, Maurice Keady to his first in person meeting and Owen McCaughey recently appointed Student Governor.  Each member introduced themselves outlining their length of service and committee memberships.  **Conflicts of Interest**: No **perceived, potential or actual** conflicts of interest were reported 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**.  **AOB:** None.  **Leadership Culture:** Chair **noted** our commitment to Governing Body Leadership Culture Watchwords for 2023/24 (**GB02d 22/23 21 September 2022** refers):  To offer ***Creative*** ***Challenge*** through ***Courageous*** & ***Candid*** conversations. (**GB28 23/24 Meeting Feedback** below refers). |

| **Agenda item** | **Detail** |
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| **GB17 23/24**  **Previous Minutes**  Chair | **Minutes of the meeting held on 20 September 2023 (DRAFT v15 Nov 23)**  The Governing Body **approved** the minutes of the meeting held on 20 September 2023. |
| **GB18 23/24**  **Matters Arising**  Chair | **Matters arising from the minutes of the meeting held 20 September 2023**  Any matters arising are on the agenda of this governance meeting. |
| **GB19 23/24**  **Governance Matters**  Clerk | **Governance Information and Guidance**   1. DfE Effective Governance Training – 20 Nov 23. New Governors invited by DfE too attend this meeting. Priority is being given to all new members appointed since the last Effective Governance events held in March 2022 and those who have been unable to attend a previous event. Should any additional places become available these will be offered to members who have not attended an event during their current 4 year appointment term, in order to refresh their knowledge. 2. DfE Audit & Risk Committee Training – 12 Dec 23. Priority given to A&R Committee members with DfE taking a list of other interested Governors.   The Governing Body **noted** the issue of this governance information and guidance and the Management and governance actions arising from it. |
| **GB20 23/24**  **Chair** | **Chair’s Business**   1. Mid Year Assurance Statement – returned to DfE 9 Oct 202   It was noted the College is fully compliant and there are no issues to address. Lecturer appraisals at point 6.5 discussed. Delays due to action short of strike. Self-review through Whole College Self Evaluation Review and the Quality Improvement Plan was noted.   1. GB Self Assessment 2022-23 Analysis Report   It was noted this report was completed in June when a number of current Governors were not in post. The Chair confirmed she will work with the Committees Chairs on an action plan to determine if any training or support is required.  The Governing Body **noted** the action taken and information provided by the Chair. |
| **GB21 23/24**  **P&CE** | **Principal & Chief Executive’s Update**  The Chair acknowledged the challenges over the last few weeks for the management team and noted that the Board is here to provide support as necessary.   1. Report of the P&CE 9 November 2023   P&CEO highlighted her update report noting:   * Commencement of the programme of redundancies consultation with Trade Unions. * Castlereagh Campus closure consultation has commenced. First engagement with staff took place in Castlereagh Campus with sessions planned for Titanic Quarter Campus and Millfield Campus. Policial engagement meetings have commenced. Once the consultation is complete the Governing Body will consider responses and agree next steps. A recommendation would be subject to a full business case and approval from DfE.   The Governing Body **noted** the action taken and information provided by the Principal & Chief Executive. |
| **GB22 23/24**  **Annual Report and Financial Statements 2022/23** | **Draft Annual Report and Financial Statements 2022/23**  COO provided an update on the NIAO Audit from the Audit and Risk Assurance Committee (ARAC).  NIAO had updated the Committee that the delay was due to workload of the team in NIAO. They have confirmed that the final accounts will be presented to ARAC on 11 December and then will be submitted to the Governing Body meeting on 13 December.  The Governing Body **noted** the information provided by and the action taken by Management. |
| **GB23 23/24**  **Financial Report** | **Financial Report and Budget Reforecast Report September 2023**   1. Whole College Reforecast to 31st July 2024   COO provided an update on the report presented to Resources Committee and ARAC. Noted this is based on a Period 2 forecast report. Largely in line with forecasting.  DCE proved on update on Traineeships qualifications.  COO gave an update of the MaSN HE allocation. The college has performed well this year and at this stage has not received any confirmed from DfE that a financial clawback will take place.   1. Non-Core Reforecast to 31st July 2024   COO outlined reforecast position and noted that there are tight cost controls in place.  The Governing Body **to note** the information provided by and the action taken by Management. |
| **GB24 23/24**  **Committee Reports**  Committee Chairs  **[BMC Trust & SEV Ltd business is considered by exception]** | **Governance Programme 2023/24**   1. Governance Programme 2023/24 Cycle 1 Final approved Committee minutes to date;  * RC18 23/24 Meeting 13 September2023 Minutes Final Approved * RC18 23/24 Meeting 7 June 2023 Minutes Final Approved  1. The Committee Chairs advised the Governing Body on the key issues and risks considered at the following governance meetings (Governance Programme 2023/24 Cycle 1). Key issues included:  * IT Dept report highlighted an internet capacity issue due to the number of users which is being actioned. * Millfield Campus PFI transferring to the college in 2027. * Internal audit schedule agreed. * Data breaches reported with few people sending confidential information to the wrong people which has been actioned.   The Chair thanked Committee Chairs for allowing her to observe the meetings.  The Governing Body:   * **Noted** the Committee minutes and the Chairs’ reports; and, * **Adopted** the final approved minutes of the Committee meetings |
| **GB25 23/24**  **-**  reports (a) to (e) are taken as read having already informed the deliberations of the Committees of the Governing Body and reflected in reports under **GB23 23/24**. | **Performance Reporting**  Management outlined the following as reported at Committees.   1. Q1 23/24 Risk Management Report (**AC27a 23/24 12 Nov 23)** 2. Q1 23/24 Corporate Risk Register Report (**AC27b 23/24 12 Nov 23)** 3. Q1 23/24 Financial Update and Budget **(RC23a 23/24 8 Nov 23)** 4. Non-Core Income and Reforecast Report (**RC23b 23/24 8 Nov 23);**   The Governing Body **noted** the information provided by and the action taken by Management. |
| **GB26 23/24**  **Corporate Risk Register**  Chair of ARAC | **Corporate Risk Register Q1 2023/24**  ARAC Chair confirmed this was reviewed in detail at Committee. ARAC content to recommend Quarter 1 Risk Register.  Noted availability of Risk Register on Decision time as a live document.  The Risk Register was reviewed noting:   * New risk of failure to align to 10x. * Cyber Security is always a black risk. ARAC received assurance that the college has controls and measures in place both internally and with external provider.   The Governing Body **approved** the Corporate Risk Register Q1 2023/24 |
| **GB27 23/24**  **Any Other Business** | Noted dates for the following events:   * HE Graduation on Tuesday 21 November. * Farewell event for Frank Bryan on Thursday 23 November. |
| **GB28 23/24**  **Meeting Feedback** | **Meeting Feedback**  **Leadership Culture:** Governing Body members advised the Chair that the conduct of meeting provided evidence the Governing Body’s commitments. (**GB16 23/23** above refers) |
| **GB29 23/24**  **Date of Next Meeting** | **Governance Programme 2023/24 Cycle 2:** The next meetings of the Governing Body during 2023/24 will be held at **2.30 pm on Wednesday 13 December 2023** in the Titanic Quarter Boardroom.  **Governance Programme 2024/25 Cycle 1:** The **first** meeting of the Governing Body in 2024/25 will be held **at 1.30pm on Wednesday 18 September 2024** at a location to be advised.  Meeting ended at 3.50pm |
| **GB30 23/24**  **CLOSED SESSION** | BIP Governors and Management only. |

**Michele Corkey**

**Temporary Chair of Belfast Metropolitan College**

**Governing Body**

**Signature**

**Date: 13 December 2023**