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| **Belfast Metropolitan College Governing Body at 9 am on Wednesday 20 September 2023 in Stranmillis University College, Business Centre, Refectory Building**  **MINUTES (Approved 15 Nov 2023)** |
| **Governing Body Members:** Frank Bryan (Chair); Sam Snodden; Janis Leaden; Lauren McAteer; Yvonne Murphy; Michele Corkey; Seamus Dawson; Seamus McGoran; Bill Montgomery; Sinead Sharpe; Sheena McKinney; Rose Byrne; Tom Hesketh; Michael McKernan; Maurice Keady; Louise Warde Hunter, Principal and Chief Executive (P&CE).  **Management:** Damian Duffy, Deputy Chief Executive (Curriculum & Partnerships) (DCE); Aidan Sloane, Chief Operating Officer (COO).  **Clerk to the Governing Body:** Gerry Crossan  **Chief Executive’s Support Manager on behalf of Clerk:** Andrea Browne |
| **GB01 23/24**  **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:** Apologies received from Lauren McAteer, Janice Leaden and Gerry Crossan.  **Welcome**: Chair welcomed all new governors to their first meeting in post, with special welcome to Dr Maurice Keady attending online and who is replacing Stephen McCormick who stood down. Thank you, and best wishes to Nikita Brijpaul, Staff Governor (Support), who has recently stepped down to take up a new role elsewhere, and to Andrea Browne for covering GB Clerk duties in Gerry Crossan’s absence. Each member introduced themselves.  **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 notified.  **Leadership Culture:** Chair **noted** the 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. (**GB13 23/24 Meeting Feedback** below refers). |

| **Agenda item** | **Minute** |
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| **GB02 23/24** | **CLOSED SESSION 1**  The P&CE, together with the Executive Leadership Team, provided a briefing on 2022-23 delivery progress against the Corporate Plan, priorities for 2023-24, in addition to various other strategic matters.  Governing Body **noted** the information provided by P&CE. |
| **GB03 23/24**  **DfE Perspective** | **DfE Perspective**  Moira Doherty, Deputy Secretary Skills & Education Group and Grainne Samm joined the meeting.  Ms Doherty outlined her background and the challenges facing DfE, Further Education and the NI economy which were discussed.  She noted the incredibly difficult budget, the requirement for evidence to support decisions, ensuring benchmarking is comparing the same products, the need to look at a learning ecosystem, and the role of DfE in supporting that to create an environment of co-design. She further noted the dip in enrolments across the sector and the extent that lifelong learning is tied to the cost of living.  P&CE thanks Ms Doherty for her work with the FE sector on behalf of all the Principals. She asked that DfE consider how the student numbers are monitored, i.e., learners v enrolments.  The Chair thanked both DfE colleagues for the input today, and noted that together we are working to uphold the college’s dual mandate for social inclusion and supporting economic growth, keeping the learner central to our Purpose and to change lives.  Governing Body **noted** the information provided by DfE Deputy Secretary. |
| **GB04 23/24**  **Previous Minutes** | **Minutes of the meeting held on 21 June 2023 – (PROPOSED FINAL) dated 14 September 2023**  The Governing Body **approved** the **(PROPOSED FINAL)** minutes of the meeting held on 21 June 2023. |
| **GB05 23/24**  **Matters Arising** | **Matters arising from the minutes of the meeting held 21 June 2023**  All matters arising are on the agenda of this governance meeting. |
| **GB06 23/24**  **Governance Matters** | **Governance Information and Guidance**  The Chair advised the Governing Body on the following items:   1. Induction Programme for nominee governors in June 2023; 2. Decision Time Risk Module Training took place on 4 September 2023, recording is available;      1. Decision Time Meeting Module Training took place on 13 September 2023, recording is available; 2. Partnership Agreement / DfE Returns Timetable – awaiting update from DfE; 3. Mid-Year Assurance Statement – return due to DfE 5 Oct 2023, return will the circulated to GB; and 4. 2022/23 Annual Report – NIAO reviewing the statutory return date of 30 Nov 2023 and will advise the College.   The Governing Body **noted** this governance information and guidance and the Management and governance actions arising from it. |
| **GB07 23/24**  **Chair** | **Chair’s Business**  The Chair advised the Governing Body on the following items:   1. DfE update; 2. CEF update; 3. UCU Action Notice; 4. Appointment of Temporary GB Chair. Announced that Michele Corkey has been appointed by DfE from 26 October 2023. The governors congratulated Ms Corkey and expressed their thanks to the outgoing Chair for his leadership over the past 8 years as Chair and 12 years in the Governing Body; 5. GB Committees membership 2023/24. Updates to membership of the committees were reported and the details will be forwarded to Governors. Chair of sub-committee role is usually for 2 years. Sam Snodden finishes his term mid-December. DfE have a moratorium on new Governor appointments, so the vacancy is not expected be filled in the short term; 6. SEV Ltd, Non-Executive Director appointment. Seamus Dawson will become non-executive replacing Sam Snodden; 7. Governing Body self-assessments have been completed and returned to DfE. The Chair thanked everyone for their inputs.   The Governing Body **noted** the action taken and information provided by the Chair. |
| **GB08 23/24**  **Strategic Reflections** | **Strategic Reflections**  Reflections on earlier strategic briefings from P&CE, and DfE Deputy Secretary (Skills & Education) will be discussed over lunch.  In consideration of live Review of FE Delivery Model, together with other pressures including political, financial and Industrial Action uncertainties, the Chair, supported by the P&CE, asked Governing Body to approve rolling forward 3-year Corporate Plan by a further year to include 2024/25.  Governing Body **noted** the information provided, and **approved** rolling forward Corporate Plan by a further year. |
| **GB09 23/24**  **Financial Report** | **Financial Report**  COO gave an update to Governing Body on:   1. Financial Report to end July 2023; (RC07a 23/24 8 Sept 23) 2. Budget Update 2023/24; *(*RC07b 23/24 8 Sept 23). Noted the robust bi-lateral process with Directors working with the Head of School/Dept for this challenging budget year. 3. Annual Report and Financial Statements 2022/23 DRAFT. Approved by Audit & Risk Assurance Committee 18 September 2023 to issue to NIAO.   The Chair thanks management for the significant amount of work carried out. Full Governing Body endorsement of the draft budget.  The Governing Body **noted** the information provided by and the action taken by Management. |
| **GB10A 23/24**  **Committee Reports**  Committee Chairs  (11:50 hrs)  **[BMC Trust & SEV Ltd business is considered by exception]** | **Governance Programme 2023/24**   1. Governance Programme 2023/24 Cycle 1 (ends September 2024) Final approved Committee minutes to date;  * RC01 23/24 Meeting 7 June 2023 Minutes DRAFT FINAL 10 July 2023 * CQE02 23/24 Meeting 27 June 2023 Minutes FINAL approved 6 Sept 2023; * AC02 23/24 Meeting 13 **J**une 2023 Minutes DRAFT PROPOSED FINA) 10 July 2023; and * HR02 23/24 Meeting 12 May 2023 Minutes FINAL Approved 11 Sept 2023.  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). Most key issues already discussed with others noted as:  * Challenging budget and completion of Annual Accounts discussed at Resources Committee * Curriculum Review scope and early update of student performance discussed at CQE Committee. * HR Committee noted the Committee report and agreed actions for Q1. * Satisfactory rating for all 22/23 Internal Audits were noted with agreed Audit plan in place for 23/24.     The Governing Body:   * **Noted** the Committee minutes and the Chairs’ reports; and, * **Adopt** the final approved minutes of the Committee meetings held during Governance Programme 2022/23 Cycle 4 (ended 21 June 2023). |
| **GB10B 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 **GB10A 23/24**. | **Performance Reporting**   1. Q4 22/23 KPI & Risk Management Report (**AC12a 23/24 18 Sept23)** 2. Q4 22/23 Corporate Risk Register (**AC12a 23/24 18 Sept 23**); 3. Q4 22/23 Financial Update and Budget **(RC07c 23/24 13 Sept 23);** 4. Student Performance and Developments (**CQE06 23/24 6 Sept 23**); 5. Non-Core Income and Reforecast Report (**RC08 23/24 13 Sept 23);**   The Governing Body **noted** the information provided through the sub-committees. |
| **GB11 23/24**  **Corporate Risk Register**  Chair of ARAC  (12:10 hrs) | **Corporate Risk Register Q4 2022/23**  Considered and approved at Audit and Risk Assurance Committee on 18 September 2023 – **AC12a 23/24 18 Sept 23**  The Governing Body **agreed** to adopt the Corporate Risk Register Q4 2022/23. |
| **GB12 23/24**  **Any Other Business** | None. |
| **GB13 23/24**  **Meeting Feedback** | **Meeting Feedback**  **Leadership Culture:** Committee members agreed the conduct of this governance meeting provided evidence of the Governing Body’s commitment to the Leadership Culture as set out at GB01 23/24 above. |
| **GB14 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:   * **2.30pm on Wednesday 15 November 2023** via Microsoft Teams to consider the Annual Report and Accounts for 2022/23.   Note: This date may change subject to NIAO notification of progress of audit of Accounts.   * **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.  The Clerk has / will diarise these governance meetings in colleagues’ Belfast Met Outlook calendars. |
| **GB15 23/24** | **CLOSED SESSION 2**  P&CE, with ELT, provided a strategic briefing update on a number of current matters, including a presentation on the future of the Castlereagh Campus. This latter proposal had previously been subject to examination at the Resources Committee.  Governing Body **noted** the information provided.  In addition, Governing Body **confirmed** their support for the recommendation to consult on the closure of Castlereagh Campus and **approved** moving forward with the staff and public consultation as the next step in that process, before a final decision is made.  Other governance matters were then considered among BIP governors only. |
| **CLOSE** | The meeting finished at 1.40 pm |

**Michele Corkey**

**Temporary Chair of Belfast Metropolitan College**

**Governing Body**

**Signature**

**Date: 15 November 2023**