



## **SCOTTISH COLLEGE FOR EDUCATIONAL LEADERSHIP (SC474892)**

Minutes of a meeting of the Board of Directors of the Company

Held at SCEL Offices, Centrum Building,

Glasgow, G1 3DX

Thursday 30<sup>th</sup> June 2016 at 10.00am

### **Present:**

Tony Finn (Chair) (TF)

Clare Harker

Frances Ross

Aileen Ponton

Pam Nesbitt

Rodger Hill

Stuart Brown

### **In attendance :**

Gillian Hamilton CEO, SCEL (GH)

Lesley Whelan, Depute CEO, SCEL (LW)

Sally Armstrong, Organisation Manager, SCEL (minutes)

Alan Armstrong (Education Scotland)

Stuart Robb (Scottish Government)

### **Welcome**

The Chair (TF) welcomed everyone to the meeting.

Members also thanked the SCEL team for their perseverance and commitment during SCEL's office renovations.

### **Apologies for Absence**

Apologies for absence were received from Chris Chapman and Ken Muir.

### **Expressions of Interest**

There were no expressions of interest in respect of today's agenda items.

### **Intimations of other business**

There were no intimations of any other business.

- 1. The changing landscape of Scottish Education:** presentation by the Chief Executive.

GH gave the presentation to the Board on the changing landscape of Scottish education. GH then led a discussion with the Board Members which covered the direction of travel of SCEL, maximising opportunities for biggest impact and recognising any challenges or risks.

Members noted that it was important to consider how the organisation assesses impact in a more formal way. LW advised members of the steps being taken to build evaluation

processes into the delivery of the strategic priorities. Members suggested confidence surveys as one tool for evidencing impact, and stressed the importance of continued partnership working to maximise impact of all aspects of the organisation's work. Members reflected that local solutions were an important factor.

It was agreed that GH would circulate the presentation slides and links to the related documents following the meeting.

## **Section A – For discussion**

### **2. Minutes of the meeting held on 5<sup>th</sup> May 2016 (Paper 1)**

The minutes were approved as an accurate record of the meeting.

### **3. Matters arising from minutes of last meeting**

- (a) Agenda item 4: members noted that SCEL's travel insurance had reimbursed the full cost of travel for the CEO's cancelled trip to Canada.

Members thanked Frances Ross for providing appropriate wording for the required documentation relating to Persons of Significant Control.

TF advised members that other areas are covered in today's agenda, or as part of the CEO's report.

There were no other matters arising.

### **4. Chief Executive's Report (Paper 2)**

GH advised members of the thinking behind the introduction of a written CEO's report. At previous meetings, a progress update on the delivery of strategic priorities has been covered during the second half of Board meetings. This has occasionally limited time for discussion, with the focus on a narrative report rather than on a discussion of issues. It is important to ensure that members have sufficient time to discuss key issues, to ask questions and provide support and challenge at a strategic level.

The CEO Report (provided as Paper 2) covered a wide range of issues currently being taken forward by SCEL staff. The following issues were discussed as indicated:

*Framework for Educational Leadership:* members requested a breakdown of Framework data showing percentage access of different roles across the profession, as well as by geographical areas. Members welcomed the establishment of a Framework Advisory Group, and recognised the importance of representation from across Scotland and from different sectors and posts. The possible use of GLOW to support virtual collaboration was also highlighted.

*Early Learning and HT Professional Learning scoping exercise:* members noted progress and highlighted the challenge of conducting such an exercise over the summer period.

*Into Headship:* GH advised members that the Deputy First Minister will attend and speak at the SCEL launch conference on 1<sup>st</sup> September. Members noted that they will receive an invitation to this event in due course.

*Fellowship Programme:* LW advised members that recruitment for Cohort 4 of the programme will commence in Oct/Nov and that confirmed dates will be added to the website.

*Teacher Leadership:* members noted that Fearghal Kelly had been invited to talk to colleagues at the Scottish Government regarding his recent work on Developing Teacher Leadership. The report has also been shared with SCEL's international contacts, with positive feedback received. It was suggested that the findings of the report could also be published as a piece of international research.

*Regional Network Leaders (RNL):* Members were informed that Claire Harvey, from Glasgow City Council, had been appointed to the remaining RNL role.

*SCEL staffing update:* GH advised that all recently recruited team members were now in post.

*International work:* GH provided an update on the recent visit to the National Centre for School Leadership in Ireland. A Memorandum of Understanding will be agreed and put in place, contracting SCEL for 10 days' consultancy work and establishing strong partnership working across the organisations.

Board members approved the CEO's report, and commented that they welcomed the revised approach.

## **5. Progress on Appointment of Chair of Board of Directors**

Pam Nesbitt (PN) provided members with an update from the meeting of Directors which had taken place prior to the Board meeting (The Chair had not been present during this discussion). A minute of the meeting will be circulated to members as soon as possible.

Members endorsed an agreed process for the appointment of a Chair of the Board of Directors.

## **6. Appointment of Vice Chair (Paper 3)**

Members were provided with copies of the paper already circulated regarding the role of the Vice Chair.

Following a ballot which had taken place prior to the Board meeting, Pam Nesbitt was appointed as Vice Chair of SCEL's Board of Directors. This appointment was endorsed by Board members.

## **7. Next steps in process for recruitment of Board members**

In addition to the information already provided as part of agenda item 5, PN updated members regarding next steps in the recruitment of Board members. The areas agreed were as follows:

- Following the recruitment of a Chair of the Board of Directors, a selection committee will be convened to agree a process for appointment / re-appointment of Board members
- The process will mirror the process agreed to appoint a Chair, with the Selection committee taking forward a proportionate process in order to form a view and make recommendations to the Board of Directors
- The agreed process may provide the opportunity for co-option to the Board if required.

Members endorsed the process for recruitment to the Board of Directors.

TF circulated an e-mail from Professor Chris Chapman formally tendering his resignation from SCEL's Board of Directors. Members accepted this resignation and noted his positive contributions to the work of SCEL. Members agreed that this vacant role should be filled by co-option for the remainder of this 4-year term, and that this may be addressed through the recruitment process, rather than asking TF / GH to make a recommendation for co-option at this stage, which had been discussed at the last Board meeting.

Aileen Ponton (AP) advised members that following Chris Chapman's resignation, another Board member would be required to sit on the Finance, Audit and Risk Sub-Committee. Members were asked to indicate their interest to GH. Stuart Brown agreed to attend the Sub-Committee meeting scheduled to take place in July.

#### **8. Status of SCEL staff contacts (Paper 4)**

TF introduced this topic, referring to a paper (Paper 4) which covered the main issues which required to be considered. Members of the SCEL team (GH / LW / SA) left the room for this discussion.

Board members discussed the issues in this paper and raised questions about aspects of current staff contracts and about the implications for staff and for the organisation of changing or retaining current contracts. There was discussion about SCEL's responsibilities, the legal status of contracts, the financial security of SCEL and the risks of continuing with current provision.

Following detailed consideration, and taking account of the Board's responsibility to ensure financial stability, the Board agreed that SCEL should operate as a sensitive and caring employer, conscious of both the conditions of its staff and also of the need for organisational efficiency. Members therefore agreed that there was a need for a short term and a longer-term approach and agreed a suitable way forward.

In respect of this future provision, and conscious of its need to manage expectations fairly, the Board agreed that it should seek advice which could inform future practice. The Chair of the Board was therefore asked to invite the CEO to produce a paper outlining a staged process and rationale for the status of other SCEL posts. This future staffing structure plan would be brought back to the Board within an agreed timescale. Initially, the Board suggested that this paper might be considered in the spring of 2017, with the CEO able to present the paper earlier in the event of any need for an earlier decision.

#### **9. Progress with annual accounts and external audit**

GH informed members that the audit of annual accounts has now been completed by Scott Moncrieff. The follow-up audit meeting took place with representatives from Henderson Loggie on 23<sup>rd</sup> June, with both GH and SA in attendance. The meeting addressed both the annual accounts and the audit report, ensuring both processes and reports are aligned.

Henderson Loggie shared the draft audit findings report, which will be presented to the Finance, Audit and Risk Committee on 26<sup>th</sup> July 2016. The auditors confirmed that the audit has been substantially completed and their intention is to issue an unmodified audit opinion (clean audit report) on the financial statements, to be presented to the Board for approval at the forthcoming AGM.

Members noted the progress in this area and thanked SA and GH for their work which had ensured a successful first audit. They also noted that the small number of process issues which had been identified were historical, and had largely been addressed following SCEL's external review of their financial procedures.

## **SECTION B – FOR APPROVAL**

### **10 / 11. Budget Summary (Paper 5 and 6)**

The minutes of the last Finance, Audit and Risk Sub-Committee were tabled, as these had not been included with the papers for the meeting.

AP provided members with a summary of the meeting, including the revised format for reporting (Papers 5 and 6). Members commented favourably on the revised format.

Members confirmed the need for confirmation of future funding arrangements from Scottish Government and noted that the CEO and Stuart Robb are scheduled to meet in the coming weeks to discuss this further. This has a number of implications for the organisation. Members noted that the allocation for SCEL staff development had not been fully utilised, and stressed the importance of developing the organisation's own staff, as well as the teaching profession more widely.

Members approved the papers, including the minutes of the last Finance, Audit and Risk Sub-Committee.

### **12. Reserves Policy (Paper 7)**

GH provided members with an overview of Paper 7. This paper was discussed at the last meeting of the Finance, Audit and Risk Sub-Committee, with members requesting that it be included in papers for today's Board meeting.

Members confirmed that the suggested statement regarding SCEL's reserves was adequate for the annual accounts this year. The paper was endorsed by the members.

### **13. Pay Policy (Paper 8)**

GH provided members with an overview of paper 8. This paper was discussed at the last meeting of the Finance, Audit and Risk Sub-Committee, with members requesting that it be included in papers for today's Board meeting.

Members approved the paper.

### **14. International Advisory Board: amended role and purpose (Paper 9)**

GH advised the Board that the first meeting of the International Advisory Board had taken place on 25<sup>th</sup> May, and minutes of the meeting were included in the Board papers for information. There was one small change to the role and purpose of the group, which required endorsement by Board members – the bullet point related to research. Members confirmed the importance of this research role and endorsed the amendment.

## SECTION C - FOR INFORMATION

TF advised members that the papers related to agenda items 15 – 19 had been provided for Board members' information.

Paper 10: Revised SCEL endorsement processes. Members commented favourably on the revisions to the process.

Paper 11: SCEL Conference evaluation summary.

Paper 12: Minutes of Into Headship Strategic Oversight Board

Paper 13: Minutes of Stakeholder Forum

Paper 14: Minutes of International Advisory Board.

### Any other business

Members commented positively on the revised format of the Board meeting.

**Date of next meeting – 22<sup>nd</sup> August 2016, 9.45am for 10am – this meeting will include the AGM.**

### Actions

Agenda item	Action	Responsibility
1	Presentation slides and links circulated to the related documents to all Board members.	GH
4	Breakdown of Framework data showing % access of different roles across the profession, as well as by geographical areas available for members at next Board meeting.	LW / Louise Henderson
4	Advance notice of recruitment dates for Cohort 4 of the Fellowship programme to be added to SCEL website.	LW
7	Board members interested in serving on the Finance, Audit and Risk Sub Committee to indicate their interest to GH.	All
8	Status of certain staff contracts be amended to permanent.	TF / GH
8	Chair of the Board to invite CEO to produce a paper outlining a staged process and rationale for the status of other SCEL posts.	TF/GH