



**Minute of College Development Network Board of Directors  
Tuesday 12 December 2023 at 1400 (Online using MS Teams)**

<b>Present</b>	
Ken Thomson (KT) (Chair)	Janie McCusker (JMcC)
Julia Belgutay (JB)	Stella McManus (SMcM)
Angela Cox (AC)	Colin McMurray (CMcM)
Gillian Croan (GC)	Judith Neill (JN)
Marie Hendry (MH)	Sam Stirling (SS)
<b>In Attendance</b>	
Wendy Grindle (WG)	Marian McMorland (MM)
Gordon Hunt (GH)	Jonathan Rees (JR)
Colin Peebles ( <i>Paper 7 only</i> )	Kimberly Williams (KW)
<b>Apologies</b>	
Victoria Underwood (VU)	

### 1. Declaration of Interests

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**Agenda Item: 1 | Paper No: Verbal | Lead: KT**

There were no updates to the declarations of interest.

### 2. Welcome and Apologies

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**Agenda Item: 2 | Paper No: Verbal | Lead: KT**

The Chair welcomed everyone, and attendance was noted as above. It was noted that this is JMcC's last CDN Board meeting.

### 3. For Discussion/Agreement

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**3.1 Agenda Item 3 | Paper No: CDN/121223/1 | Minutes of Last Meeting | Lead: KT**

The minutes of the meeting held on Wednesday 27 September 2023 were approved as a true and accurate record.

*JB joined the meeting.*

**3.1.1 Agenda Item 3 | Paper No: CDN/020823 | Rolling Action Points | Lead: KT**

The Board noted the rolling action points and verbal updates.

**3.1.2 Agenda Item 3 | Paper No: Verbal | Matters Arising | Lead: KT**

There were no matters arising.

### 4. Standing Items

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#### **4.0 Agenda Item: 4 | Paper No: Verbal | Lead: KT (Chair's Report)**

KT provided a verbal update which included: meeting the Chair of Colleges Scotland; attending the AoC Four Nations conference in January 2024; congratulating WG and her team on the College Awards. Following a discussion, the Board agreed that KT should be appointed as Chair of the CDN Board. A member asked that KT be mindful of the time commitment of the Chair's role and the possible need for the time allocated to be increased as required.

##### **Decisions**

- KT to take on the role of Chair on a permanent basis.
- Time commitment of the Chair's role to be re-considered given the level of engagement required.

#### **4.1 Agenda Item: 4 | Paper No: CDN/121223/2 | Lead: MH (CEO's Report)**

MH thanked the Board for agreeing the appointment of KT as Chair of CDN and to JMcC for her support of CDN. MH provided an overview of her report and expanded on aspects of it

GH provided an overview of the revised dashboard which has three measures: Reach, Quality and Impact and advised that operational work mirrors the strategic plan to enable a smooth reporting process. The Board considered the papers and verbal updates and provided feedback.

##### **Decisions**

- Board Members to advise if they wish to contribute to CDN's income generation Strategy discussions.
- Annual Review distribution to be considered in relation to key stakeholders.
- CDN to consider making the strategic dashboard a live tool which is accessible to the Board.
- Benchmarking and proposed targets for 2024–25 to be provided to the Board for consideration on Wednesday 27 September 2024.

#### **5. Items for Discussion/Approval**

##### **5.1 Agenda Item: 5 | Paper No: CDN/121223/3 | Lead: KW/CMcM (Audit Committee and CDN Financial Accounts 2023)**

KW provided an overview of the year end as at 31 July 2023 as presented in the paper to the Board and sought the Board's approval for the Financial Statements to be signed off. CMcM highlighted the recommendations of the Audit Committee which included: requesting the signing of the cover letter and letter of representation, along with the information relating to the Strathclyde Pension Scheme. JMcC was thanked for her contribution to the Audit Committee. The Audit Committee requested the Board consider increasing the frequency of the meetings back to two per year.

##### **Decisions**

- The Board approved the financial statements for the year ended 31 July 2023 and agreed to the signing of the Cover Letter and Letter of Representation by the Chair of the Board.
- The Board agreed that the Chair of the Audit Committee signs the Audit Committee Annual Report.
- The Board agreed that the Audit Committee should meet twice a year.

## **5.2 Agenda Item: 5 | Paper No: CDN/121223/4 | Lead: JR (Learning and Teaching Report)**

JR advised that the paper is simply a snapshot of CDN's work and does not reflect all the activities currently undertaken. JR provided the Board with an overview of aspects of the paper and how some areas of work are proposed to leading to alternative/additional income streams as we develop our strategic approach. The value of collaboration with stakeholders was noted.

The Board considered and fed back on the report and verbal update.

### **Decision**

- CDN to consider how best to support discussions with Awarding Bodies in relation to their AI expectations on colleges.
- Graphic to highlight the Networks and their purpose, reach and impact to be provided at the 27 March 2024 Board Meeting.

## **5.3 Agenda Item: 5 | Paper No: CDN/121223/5 | Lead: WG (Choose College, etc)**

WG provided an overview of the Marketing Network (which incorporates PR and Communications) on how it has evolved over the years and its current operating model and national impact. Colleges Scotland collaborate with the network. The Board noted the report and verbal update and the level of co-operation and collaboration that the campaign enabled – notably with all colleges, with Colleges Scotland and across a range of stakeholders. The Board acknowledged the benefit of the Choose College campaign.

### **Decisions**

- CDN to consider the costs associated with the roll-out of the campaign and how best to ensure the continuation of the campaign sector-wide and how best to progress this.

## **5.4 Agenda Item: 5 | Paper No: CDN/270923/6 | Lead: KW (Finance Update)**

KW provided an overview of the financial position to 31 October 2023. KW advised that the financial position is being updated on an ongoing basis to support more regular re-forecasting due to CDN's current operating environment rather than the normal quarterly cycle. The Board noted the report and verbal update and provided feedback.

*CP joined the meeting*

### 5.5 Agenda Item: 5 | Paper No: CDN/121223/7 | Lead: MH/CP (Articles of Association – Review of)

KT welcomed CP to the meeting. MH provided the background to the updating of the Articles of Association and changes made to date. A first draft of the amended Articles was presented to the Board for discussion at the December 2023 meeting. A second version, which requires further work and has therefore not yet been presented to the Board, has been received from the Solicitors. The Board provided feedback on the first draft and the verbal updates from MH and CP.



#### Decisions

- The Board agreed that the Articles should be signed off by the Board at the meeting on Wednesday 27 March 2024.
- The final Articles will require to be submitted to the CDN Membership for approval following the Boards agreement

*CP left the meeting.*

### 5.6 Agenda Item: 5 | Paper No: CDN/121223/8 | Lead: MH (Risk Register)

MH provided the Board with an overview of the changes to the Risk Register and sought the Board's approval to run a risk appetite session on 27 March 2024. The Board considered the information provided and noted the role of the Audit Committee in supporting this work going forward.

#### Decisions

- A risk appetite session to be arranged for 27 March 2024.

## 6. AOCB

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6.1 **Publication of Board papers** – a discussion to take place outwith the Board Meeting regarding the publication of papers.

6.2 **Venue** for the March 2024 Strategic Session and Board Meeting confirmed.

## 7. Date of Next Meeting

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The next meeting will take place at Ayrshire College's Kilmarnock Campus on Wednesday 27 March 2024 with the strategic session taking place from 1000 to 1230 and the Board Meeting from 1315 to 1515.

Signed \_\_\_\_\_

Date \_\_\_\_\_