



Glasgow Kelvin College

Board of Management

Minute

Minute for the meeting held in the Boardroom (129a/b) in the Springburn Campus at 4.30pm on Wednesday, 10 December 2025

1. Sederunt

Ian Patrick, Chair;
John McBride, Vice Chair;
Joanna Campbell, Principal & CEO;
Dr. Elaine Clafferty;
Dermot Grenham;
Steven Caldwell;
Colm Breathnach, Teaching Staff Member;
Jennifer Lavery, Support Staff Member;
Maria Bradshaw;
Martin Booth;
Dr Marion Allison;
Natalie Philips;
Moir McDonald;
Carol Goodwin; EIS Nominated Member;
Jon Craig; Student Association Member; and
Lesley Quinn.

In attendance:

Heather Jackson, Secretary to the Board of Management;
Jeanette Evans, Vice Principal Operations;
Robin Ashton, Vice Principal, Curriculum and Quality Enhancement;
Lisa Clark, Director of Estates and Corporate Services;
Doreen Shiels, Director of People and Culture;
Sarah Shea, Environmental Sustainability Manager, (Item 4)
Liz Breckenridge, Marketing and Communications Manager (Item 5);
Jane Horne, Lecturer in HCCLD (Item 5); and
Annette McKenna, Governance & Executive Support Manager.

2. Apologies

No apologies were received.

3. Declarations of Interest

a) Interest

b) Connection

The Director of People & Culture and Director of Estates & Corporate Services declared an interest in *Item 12 Workforce 2030 – Phase 1*, as this related to their current roles.

4. Welcome

The Chair of the Board of Management introduced Sarah Shea, Environmental Sustainability Manager, who showed members the Green Gown Award won by the College for 'Cycling for All' in the category, Diversity, Equity & Inclusion. He thanked

her and those involved, on behalf of Board members, for the work involved in winning the award.

S Shea left the meeting at this point.

I Patrick welcomed L Breckenridge and J Horne who attended the meeting to deliver a presentation at item 5 on the agenda.

5. Kelvin College Values and Behaviours

The Director of People and Culture informed members that the aim of the refreshed Values was to embed a shared cultural foundation across the organisation, supporting delivery of the new College Strategy 2030, effective organisational change and enhancing the overall student and staff experience.

D Shiels introduced L Breckenridge and J Horne. She informed members that they had been involved in the development of the Values in their role as staff ambassadors and would provide members with details of their journey.

They took members through their presentation, in detail, that included the timeline and process to develop the Values and Behaviours Framework. They also provided details of the next steps.

The Chair of the Board of Management thanked L Breckenridge and J Horne and invited questions and comments from members.

In response to a question from M Bradshaw, L Breckenridge informed members that progress would be measured on a team basis using self-reflection. J Horne added that assessment would be taken holistically and come through students/Student Association, staff and team meetings; reflection on feedback.

C Breathnach thanked L Breckenridge and J Horne for their presentation. He welcomed the approach taken by the College in involving all staff in the creation of the Values and Behavior Framework as this is not the case in my institutions; a participative process was used e.g. staff surveys and workshops.

Members discussed creating a set of values for the Board of Management that aligned with the staff values. The Chair noted that he had met with A Davis from Leading Kind, the external partner who facilitated the creation of the Values and had discussed a Board Development Event for Board members. L Breckenridge suggested that the staff ambassadors facilitate the session for Board members.

In response to a question from the Chair, the Principal agreed to consider how the Board of Management be represented in the launch of the College Strategy 2025-30.

The Chair thanked L Breckenridge and J Horne on behalf of Board members and they left the meeting.

Members of the Board of Management Committee agreed to:

- i) approve the Values and associated Behaviours (Appendix 1); and
- ii) note that Values and associated Behaviours will be communicated and launched in January 2026.
- iii) note the proposal to develop a set of Board Values

6. Minute of the Previous Meeting held on 8 October 2025

Members accepted the minute as an accurate record of the business conducted at the meeting held on 8 October 2025.

7. a) Matters Arising from the Previous Meeting held on 8 October 2025

There were no matters arising from the previous meeting.

b) Matters Arising / Action List

i) Board of Management Action Log as at December 2025

Members of the Board of Management noted the content of the Action Log.

8. a) Chair's Report

The Chair of the Board of Management spoke to the content of the report and informed members he would take the report as read.

He highlighted section 4 of his report that provided a summary of a document produced by Colleges Scotland (CS), which called on the Scottish Government to reverse years of underinvestment in the college sector, it included four funding scenarios.

In response to a question from J McBride, the Principal provided members with an overview of rurality funding.

Members agreed to note the contents of this report.

b) Principal's Update Report

The Principal spoke to the content of the report and informed members she would take the report as read.

She highlighted that Unison have accepted the pay offer for support staff and that GMB have rejected the offer.

In addition, she highlighted that the Vice Principal Curriculum and Quality had led on, in collaboration with five other regional colleges, a bid application for share of £5m skills funding through the City Region; R Ashton had done an excellent job in taking this forward.

Members agreed to note the contents of this report.

c) Students Association Priorities Update and Constitution

The Student Association President spoke to the content of the report that sought to update members on the progress of the Student Association (SA) and provide an overview of future priorities and plans.

J Craig took members through the content of his report and highlighted that the Student Executive Committee had been elected and that 85 class representatives were in place. He also highlighted that the SA had been involved in the development of the College's values.

He noted the visit to the Parliament in London by students, arranged by Maureen Burke, MP for Glasgow Northeast. He also noted the increased use of the campus wardrobe/food pantry facility; the food pantry is used by around 10 people each week and a total of 42 students have been supported so far.

In addition, he informed members that the Block 1 Meet the Managers event had been well received by students.

He drew members attention to the Student Association Constitution, attached as appendix 1 to the report. He noted that several meetings had been held to prepare the revised document. The language used in the Constitution has been refined to ensure it is more accessible and user-friendly for students and updated to better reflect the current activity and operational practices of the Association.

The Chair thanked J Craig for the work undertaken by the SA and welcomed the revisions made to the SA Constitution. He thanked Maureen Burke, MP, for the opportunity for students to visit Parliament.

Members of the Board of Management agreed to:

- i) note the contents of the report.
- ii) members agreed to review and then approved the attached updated SA Constitution.

d) Performance Report

The Vice Principal Curriculum and Quality spoke to the content of the report and informed members he would take the report as read.

J McBride questioned why the report had been starred as in his opinion it required scrutiny from Board members. He highlighted the information available via the Power Bi link and noted that the student success FE FT figures in relation to retention rates and SIMD proportion. He noted that the figures are fluid, however, should Board members be concerned.

R Ashton highlighted the student outcomes improvement of 7%, a big way to improve PIs above the national average. He added that the SIMD figures for the community are not fully in the system yet, this will increase.

Members agreed to note the contents of the report.

9. Draft Standing Committee Minutes– NOT IN THE PUBLIC DOMAIN

a) Draft Learning and Teaching Committee – 19 November 2025

Members noted the content of the draft minute.

b) Draft Audit and Risk Committee – 25 November 2025

Members noted the content of the draft minute.

c) Draft Joint Audit & Risk and Finance & Resources Committee – 25 November 2025

Members noted the content of the draft minute.

d) Draft Finance and Resources Committee – 25 November 2025

Members noted the content of the draft minute.

e) Remuneration Committee Update - 10 December 2025

The Chair of the Remuneration Committee provided members with a verbal update on the business conducted at the meeting. He informed members that the revised Terms of Reference for the Committee would be brought back to a future meeting on 8 January 2026.

10. a) Annual Report and Financial Statements – CONFIDENTIAL - NOT IN THE PUBLIC DOMAIN Annual Report and Financial Statements – Year Ended 31 July 2025

The Vice Principal Operations spoke to the content of the report that sought approval for Annual Report and Financial Statements (ARFS) academic / financial year 2024/25. She noted that the ARFS had been considered in detail, and endorsed, at the joint meeting of the Audit and Risk Committee and the Finance and Resources Committee on 25 November 2025.

J Evans provided members with an overview of the main changes made since the joint meeting on 25 November 2025, as set out at section 2.2 of the report. She also took members through the key highlights at sections 2.3 and the significant findings and audit recommendations at section 4.

She highlighted the College had out turned a modest Adjusted Operating Surplus at 31 July 2025 and the unqualified audit opinion.

In addition, she informed members that the ARFS should remain 'not in the public domain' until the Audit General permits publication, normally in March/April each year.

b) External Audit Annual Report to the Board of Management 2024/25

The Vice Principal Operations spoke to the content of the 2024/2025 Annual Audit Report prepared by Audit Scotland. J Evans highlighted the unqualified position and that one recommendation had been noted in the Action Plan.

In relation to the recommendation, she highlighted the removal of flexibility from the SFC in relation to Capital Maintenance Funding. Previously it could shift between Revenue and Capital in year as necessary; this year the sums were fixed. She added that moving forward the College would assess each asset addition to firstly make sure it complies with the asset recognition criteria set out in FRS 102.

C Breathnach asked for the background to the b/f implemented recommendation related to Transparency in decision making, noted on page 23 of the report. J Evans informed members that the College provided substantial amounts of financial information in its finance reports, however these are generally not for the public domain. She added that it had been agreed with the External Auditor that additional financial detail/figures would be included in the minutes of the Finance and Resources Committee meetings to implement this action; albeit our minutes already provide more detail than most colleges.

Members were reminded that the report would remain in draft form until the ARFS had been signed.

c) Annual Audit and Risk Committee Report - Financial Year 2024/25

The Chair of the Audit and Risk Committee spoke to the report that sought to provide members with an overview of the work undertaken by the Committee in session 2024/2025.

He highlighted the key points set out in the Executive Summary.

d) Letter of Representation for External Auditors

The Vice Principal Operations informed members that the letter of representation would be signed by the Principal on behalf of the Board of Management.

The Chair thanked, on behalf of Board members, J Evans, A Carr and their team for the work undertaken in relation to the ARFS.

Members of the Board of Management agreed to:

- i) note the contents of this cover report;
- ii) note that some changes were made to the final ARFS since it was endorsed by the Joint Audit and Risk and Finance and Resources Committees as highlighted at 2.2 above;
- iii) note that the Adjusted Operating Surplus of £240k for 2024/25;
- iv) approve the College Annual Report and Financial Statements for the 12 months ended 31 July 2025;
- v) authorise signing of Annual Report and Financial Statements by the Chair of the Board and the Principal;
- vi) note the External Audit Annual Report and its unqualified audit opinion;
- vii) note that the Annual Report and Financial Statements and the External Audit Annual Report will not be placed in the public domain at this time;
- viii) authorise the Principal to sign the Letter of Representation on behalf of the College Board; and
- ix) approve the Annual Report of the Audit and Risk Committee 2024/25.

11. Voluntary Severance Scheme 2026 and 2027 – NOT IN THE PUBLIC DOMAIN

The Director of People and Culture spoke to the content of the report that sought approval of a new Voluntary Severance (VS) Scheme to operate during calendar years 01 January 2026 to 31 December 2027.

D Shiels highlighted that the current VS Scheme expires on 31 December 2025. She took members through the main changes to the VS Scheme as set out in sections 3.1 to 3.4 of the report and noted the implementation timelines; the revised VS Scheme was attached as appendix 1 to the report. She highlighted the proposed use of Settlement Agreements (SA) rather than Termination Letters and provided members with a detailed rationale that included advice from the College solicitors.

She informed members that the Scottish Funding Council (SFC) guidance on VS recommends that colleges use Termination Letters; if the use of SA is not approved by the SFC then the College would revert back to using Termination Letters.

J McBride provided members with an update of the conversation held at the Remuneration Committee meeting related to the wording of the refreshed Terms of Reference for the Committee that impacts on the process of the VS Scheme. He noted that the Secretary to the Board of Management had agreed to further review the wording

of the Terms of Reference that would be considered at a meeting of the Remuneration Committee on 8 January 2026. The Vice Principal Operations noted that approval for the VS Scheme would be subject to the approval of the Remuneration Committee Terms of Reference.

In response to a question, the Vice Principal Operations informed members that the costs for the VS Scheme had been budgeted for in the Quarter Forecast. She also provided members with an overview of the savings target for the next two years.

D Shiels highlighted the section of the report on *Managing Organisational Change* that would form part of the VS Scheme in relation to changes to staffing and restructuring.

C Breathnach noted the negative impact to learning and teaching when reducing staffing. He added that he is in favor of approving the VS Scheme as staff may wish to take advantage of the Scheme. He welcomed the statement in the report '*all reasonable steps to avoid redundancies to reduce staffing numbers where possible*,' especially coming into a period of change. He noted that the College Operating Plan sited a reduction of eight staff this academic year and five next year and asked what this still the case. J Evans confirmed these are the figures contained in the College Budget.

Members of the Board of Management are asked to:

- i) note the contents of this report;
- ii) approve the College VS Scheme for calendar years 2026 and 2027, attached at Appendix 1;
- iii) note that the VS Scheme may be amended to make use of Termination Letters if the SFC requires this adjustment;
- iv) note the proposed timelines for the operation of the VS Scheme during 2025/26, and that it may be opened and closed at various points to all staff or specific groups of staff as appropriate; and
- v) note that the Board of Management will be presented with the cost of VS and any resulting savings each year.

12. Workforce 2030 – Phase 1 – NOT IN THE PUBLIC DOMAIN

The Director of People & Culture and Director of Estates & Corporate Services declared an interest in this item and left the room.

The Principal noted that the Workforce 2030 recommendations were in response to the working environment required to deliver the College's strategic ambitions, approved by the Board of Management, as set out in the College Strategy 2025-30.

J Campbell took members through the content of her presentation that included the current Senior Leadership (SLT) structure, the proposed SLT structure, transformation costs and next steps/timeline. The presentation aligned with her report previously issued to members.

J Evans provided a summary of the proposed matching-in process and the steps required to ensure that the proposed new structure would be financially sustainable and cost neutral by December 2026. She highlighted the position of one member of SLT who would not be matched in and provided an overview of the situation.

The Principal invited questions or comments from members.

Members discussed the salary uplift and retention of members of the SLT whose expertise is in high demand across the Sector.

C Breathnach commented that he supported the plans for expansion and growth and broadly agreed with the restructure plans for phase 1. He added that the report showed that the restructure had been thought out in a rationale and sensible way, however, he had reservations. He noted that the restructure would have an impact on staff in future phases and felt that trade unions and staff should be consulted in phase 1. He further noted that although he agreed with the rationale for the uplift for SLT members, from a staff perspective, their pay increases had not kept up with the cost of living rises.

In addition, he stated his concern related to organisational change as noted in section 7 of the report as in his opinion it noted contradictions in terms of reduction of staffing. He added that he supports the principles set out in the report, however, he could not approve the recommendations due to the inclusion of the possibility of compulsory redundancies in the report. C Goodwin echoed the comments made by C Breathnach.

M Booth commented that the revised SLT structure is important to take the College forward and emphasised that the current salaries are lower than other colleges in the Sector. The Principal highlighted that the SLT structure changed at merger, with members assuming additional responsibilities, however, their revised roles had not been evaluated. She added that engagement with trade union colleagues would continue and noted their good working relationship.

J Lavery agreed with C Goodwin and C Breathnach's comments about staff perception, however, noted that the work of the SLT should not be undervalued; they should not be paid less than their counterparts in the sector, albeit staff sentiment needs to be taken into account. She added that the roles not being evaluated following absorbing additional duties is an important context that is missing from this paper.

In response to a question from D Grenham, J Evans confirmed that progress on the new Assistant Principal post delivering on growth and the income for the College would be reported to the Finance and Resources Committee.

Members discussed performance management for the SLT.

Members of the Board of Management agreed to:

- i) approve Phase 1 of the College Transformation Plan, and specifically to:
 - confirm the need for Workforce Transformation;
 - approve the proposed Senior Leadership Structure changes – noting costs associated with these; and
 - note the Phase 2 and 3 planned timescales.

13. Update on Cladding Panels – Springburn Campus - *STRICTLY CONFIDENTIAL NOT IN THE PUBLIC DOMAIN*

The Vice Principal Operations spoke to the content of the report that sought to provide members with an update on the key issue related to the cladding panel at the Springburn Campus.

J Evans provided a summary of her report that included an update on the legal situation, procurement of a Project Manager, project timeline, funding model, stakeholder engagement and planned actions.

She highlighted the monies received for the Scottish Funding Council Emergency Capital Maintenance Funding 2025/26, attached as appendix 4a to the report.

In addition, she informed members that monthly Steering Group meetings with the Project Management Team had been arranged.

The Director of Estates and Corporate Services provided members with summary of a recent positive visit to site that is experiencing similar cladding issues as the College. This visit was undertaken by college staff, to observe and gather insight on steps required. In response to a question from the Chair, L Clark informed members that the site visit provided comfort that the works required can progress whilst learning and teaching is being undertaken.

C Breathnach thanked J Evans and L Clark for the work undertaken on behalf of the College.

In a response to a question from C Breathnach on the second risk noted on the Cladding Risk Register related to fire, J Evans informed members that the building is concrete, no one sleeps in it overnight and can be exited in under three minutes. She added that that the fire doors are currently being checked and rectified where appropriate in line with reports received.

Members of the Board of Management agreed to:

- i) note the contents of this report and its appendices;
- ii) note the activities and actions detailed in section 2;
- iii) note the planned actions in section 4;
- iv) approve the ongoing costs projected in section 3; and
- v) discuss and approve the Cladding Risk Register at Appendix 1.

14. Risk Management Update and College Risk Register

The Director of Estates and Corporate Services spoke to the content of the report and advised members that the Risk Register had been reviewed by both the Risk Management Committee and by the Senior Leadership Team (SLT). L Clark informed members that the Risk Register was attached as Appendix 1 to the report and that all changes had been denoted in red text. She highlighted that all Risk Management Activities had been set out in section 2 of the report.

She provided an update on training provided to staff in relation to Martyn's Law and noted this would be rolled out to stakeholders who use the College buildings in the new year.

In addition, she informed members that following the launch of the College Strategy the intention was to review the Risk Register in its entirety.

C Breathnach raised the issue of ESOL staff being protected from extremists following recent incidents out with the College. R Ashton noted that the Health and Safety Manager was completing Risk Assessments in the College and the community related to this issue.

Members of the Board of Management agreed to note the contents of this report and appendices.

15. Policies, Procedures and Frameworks

a) Recruitment and Selection Policy

The Director of People and Culture spoke to the content of the report that sought approval for the Recruitment and Selection Policy. She took the report as read by members.

D Shiels informed members that it had been considered and endorsed by the Finance and Resources Committee on 25 November 2025. She further informed members that it had been consulted on with representatives of EIS/FELA and Unison and that the College values had been incorporated.

She provided members a brief overview of the main changes to the Policy.

Members of the Board of Management Committee agreed to:

- i) approve the Recruitment and Selection Policy (Appendix 1) for immediate implementation; and
- ii) note that training for line managers will be delivered in AY 2025-26 to support the effective implementation of the Recruitment and Selection Policy.

b) Anti-Fraud and Anti-Corruption Policy

Gifts and Hospitality Policy

Public Interest Disclosure (Whistleblowing) Statement of College Policy

Information and Security Framework

The Director of Estates and Corporate Services spoke to the content of the report that sought approval for the above noted policies attached to the report as appendices 1-4.

L Clark informed members that the Anti-Fraud and Anti-Corruption Policy, the Gifts and Hospitality Policy and the Public Interest Disclosure (Whistleblowing) Statement of College Policy had been considered and endorsed by a Standing Committee.

She noted that minimal changes have been made to the Information and Security Framework and highlighted the amendments in blue text.

Members of the Board of Management Committee agreed to:

- i) note the contents of this report; and
- ii) approve the Anti-Fraud and Anti-Corruption Policy as contained in Appendix 1;
- iii) approve the Gifts and Hospitality Policy as contained in Appendix 2;
- iv) approve the Public Interest Disclosure (Whistleblowing) Statement of College Policy as contained in Appendix 3;
- v) approve the Information Security Framework as contained in Appendix 4.

Items for Discussion and Noting

16. Quarter 1 Forecast and Management Accounts to 31 October 2025 – NOT IN THE PUBLIC DOMAIN

The Vice Principal Operations spoke to the content of the report that sought to provide members of the Board of Management with a comprehensive financial update on the Quarter 1 Forecast and Management Accounts to 31 October 2025, and the projected underlying Cash to 31 July 2026 and future Cash Targets.

J Evans provided members with a summary of the Q1 Forecast at section 2.1 of the report.

She then provided a brief summary of the income and expenditure movements listed in the table at section 3.2 of the report.

She also provided a brief summary of the management accounts at 31 October 2025 and the Income and Expenditure YTD variances at section 3.1 of the report.

The Chair of the Board of Management reminded members that the Finance and Resources Committee receive Quarter Forecast reports at meetings of the Committee and it is considers and monitors these in detail, throughout the year.

Members of the Board of Management agreed to:

- i) note the Quarter 1 Forecast;
- ii) note the actual financial performance for the first 3 months of the year reflected in the Management Accounts to 31 October 2025;
- iii) note the Projected Cash Flow at 30 September 2025; and
- iv) note the Projected Underlying Cash to 31 July 2026 and that this is within the College's underlying cash target.

17. Governance Action Plan – Update

The Secretary to the Board of Management spoke to the content of the report that sought to update members of the Board of Management on progress against the Governance Action Plan (GAP).

H Jackson took the report as read and noted that the GAP was attached as appendix 1 to the report. She drew members attention to the items added and those highlighted in green that were considered to be completed.

Members of the Board of Management agreed to:

- i) note the content of this report and its appendix;
- ii) consider and note progress against the Governance Action Plan in Appendix 1; and
- iii) note that a further update will be presented to the Board of Management meeting to be held on 10 June 2026.

18. Scottish Funding Council Outcomes Framework and Assurance Model Guidance for Institutions

The Vice Principal Curriculum and Quality spoke to the content of the report that sought to provide members with detail of the updated guidance on Outcomes Framework and Assurance Model Guidance for Institutions, published by the SFC.

He took the report as read and provided a brief summary. He noted that the SFC had enhanced their guidance on finance and governance.

The Principal informed members that the SFC had increased its scrutiny and required a high level of assurance in place. J Evans noted that the Internal Auditors had been asked to undertake a financial audit in line with the *Financial Oversight and Decision Making at the University of Dundee* report produced by Prof Gillies.

Members of the Board of Management agreed to:

- i) note the contents of the attached SFC guidance and the strengthened accountability framework for the college and university sectors, particularly regarding good governance and financial viability and sustainability.
- ii) note the additional level of assurance required from SFC and the potential increased level of scrutiny going forward.

19. Code of Good Governance - Annual Review Update

This report was provided for members' information.

Members of the Board of Management agreed to:

- i) note the contents of this report and appendices;
- ii) note that the Secretary to the Board of Management and the Director of Estates and Corporate Services are liaising in relation to the actions on the Governance Action Plan flowing from the review of the external publications (as listed in this report);
- iii) request that the Secretary to the Board of Management and Director of Estates and Corporate Services conduct an annual review of the Code of Good Governance next Academic Year.

Policies approved by Finance & Resources Committee and Audit and Risk Committee held on 25 November 2024

- 20.**
- a) **Anti-Bribery Policy Statement**
 - b) **Fee Policy 2026/27**

Members of the Board of Management agreed to note the contents of the above noted policies.

21. Impact and Consequences

- **Students**
- **Risk and Assurance**
- **Equality**
- **Data Protection**
- **Environmental and Sustainability**

No new impact and consequences had arisen as a consequence of the business conducted at the meeting held on 10 December 2025.

22. Closure

The Chair of the Board of Management informed members that this was Heather Jackson's last meeting as she had resigned due to personal reasons. He thanked her for the work undertaken during her time at the College.

The meeting closed at 7.10pm with the Chair thanking members for their attendance and contribution.

23. Date of Next Meeting

Wednesday 18 March 2026, at 4pm, Boardroom in the Springburn Campus.

24. Dates for the Diary

Members noted the undernoted date:

10 February 2026, 4-5pm - Online, Board Development Session on Cyber Security, facilitated by JISC