

**AYRSHIRE COLLEGE BOARD OF MANAGEMENT MEETING
TO BE HELD ON 08 OCTOBER 2026 AT 4.00 PM**

AGENDA

Part A – Welcome, Report and Minutes

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|---|--|---|
| 1 | Welcome and Declarations of Interest | |
| 2 | Apologies | |
| 3 | Minute of the meeting held on 18 June 2026
• Board of Management Action Tracker | Paper 1 (SM) (C/P)
Paper 1A (SM) (P) |
| 4 | Matters Arising | |
| 5 | Student Association Report Q1 | Paper 2 (DB/NB) (P) |
| 6 | Chair's Report | Paper 3 (SM) |
| 7 | Principal's Report | Paper 4 (ACo) |
| 8 | Sustainability Framework Update | Presentation (LK) (P) |

Part B – For Discussion, Decision or Approval

- | | | |
|----|--|----------------------|
| 9 | Board Development Day Strategy Key Themes | Paper 5 (DD) (R) |
| 10 | Board and Committee Terms of Reference and 2026/27 Work Plans | Paper 6 (HD) (P) |
| 11 | Board Scheme of Delegation Review | Paper 7 (HD) (P) |
| 12 | Board Effectiveness Report 2025/26 & Development Plan 2026/27 | Paper 8 (HD) (P) |
| 13 | Board Recruitment | Paper 9 (HD) (P) |
| 14 | Evaluation of Effectiveness of Board (Interim Chair) 2025-26 | Paper 10 (MW) (R) |
| 15 | Management Accounts as at 31 July 2026 | Paper 11 (ARi) (R) |
| 16 | SAI Strategic Delivery Plan 2026-29 | Paper 12 (AC/SR) (R) |
| 17 | Annual Assurance Framework – Best value assurance statement | Paper 13 (ARi) (R) |
| 18 | Strategic Risk & Opportunities Register September 2026 | Paper 14 (ARi) (R) |
| 19 | Performance Dashboard Update Link to Dashboard | Verbal (DD) |

Part C – Standing Committee Business: For Review or Approval

- | | | |
|----|--|--|
| 20 | Committee Chairs Reports on 1 st Quarter Committee Meetings <ul style="list-style-type: none"> • Learning & Teaching Committee 10 September 2026 • Performance Review & Remuneration Committee 18 June 2026 • People, Infrastructure & Finance Committee 15 September 2026 • Audit & Risk Committee 22 September 2026 | Paper 15 (BG) (P)
Verbal (SM)
Paper 16 (MW) (P)
Paper 17 (JG) (P) |
| 21 | Confirmed Standing Committee Minutes <ul style="list-style-type: none"> • Learning & Teaching Committee 28 May 2026 • People, Infrastructure & Finance Committee 11 June 2026 • Audit & Risk Committee 02 June 2026 | Paper 18 (P)
Paper 19 (P)
Paper 20 (P) |

Part D – To Receive for Information

- | | | |
|----|--|--------------|
| 22 | AY 2026-27 Employer Engagement and Innovation Report | Paper 21 (R) |
| 23 | AOCB | |

Date of Next Meeting: Thursday 10 December 2026

*(C/P) Confirmed minutes will be published on the College website; (P) Papers will be published on the College website
 (R) Papers will not be published for reasons of commercial sensitivity or for reasons of personal data confidentiality*

**Minute of the Board of Management Meeting
Hybrid Attendance at Kilmarnock Campus and via Microsoft Teams
Thursday 18 June 2026**

Present:

Sharon Morrow	Interim Chair
Matthew Wilson	Vice Chair
Alison Sutherland	Senior Independent Member
Alicia Clyde	Non-Executive Board Member
Jason Currie	Non-Executive Board Member (Items 3-15)
Tracey Dalling	Non-Executive Board Member
Jane Grant	Non-Executive Board Member
Gillian Longmuir	Non-Executive Board Member (Item 7 onwards)
Michael Ross	Non-Executive Board Member
Chris Boyce	Elected Member, EIS-FELA Teaching Staff
Darcie Hamilton	Elected Student President
Lisa Keggans	Elected Member, UNISON Support Staff
Janette Steel	Elected Member, Curriculum Staff
Marko Prorocic	Elected Member, Professional Services Staff
Angela Cox	Principal, Ex-Officio

In attendance:

Sara Rae	Vice Principal – Skills and Enterprise
David Davidson	Vice Principal – People, Performance and Transformation
Hilary Denholm	Board Governance Adviser
Alan Ritchie	Vice Principal – Finance & Infrastructure
Angela Scoular	Executive Assistant to the Principal and Chief Executive (Minutes)
Demi Brown	Incoming Elected Student President
Natalie Bestwick	Incoming Elected Student Vice President

1. Welcome and Declarations of Interest

The Chair welcomed all present to the meeting including the newly elected Student President and Vice President who officially take up their posts on 1 July 2026.

There were declarations of interest from A Cox and S Rae regarding membership of SAI Board.

2. Apologies

Apologies were received from Brian Green, Non-Executive Board Member and Iain Shearer who resigned as a Non-Executive Board Member in May.

The meeting was confirmed as quorate.

3. Minutes of the Previous Meeting held on 26 March 2026 (*Paper 1*) (*P*)

The minutes were approved as a correct record.

Proposed: M Ross Seconded: A Cox

Board of Management Action & Decision Log (*Paper 1a*) (*P*)

All actions due in the period were noted as complete.

4. Matters Arising

There were no outstanding matters arising from the minutes.

5. Student Association Report Q4 (*Paper 2*) (*P*)

The Board received an update on Student Association activity across Student Voice and Student Community, including work to ensure the student voice is reflected in relevant forums.

D Hamilton introduced Paper 2 and highlighted key points from the report.

The Board noted activity in relation to:

- Student Voice
- Student Community
- Campaigns and Events
- Projects
- End of Year Celebrations
- Heralds Awards
- The election of Demi Brown as Student President and Natalie Bestwick as Student Vice President for 2026/27, taking up post on 1 July 2026.

The Interim Chair, on behalf of the Board, thanked the Student President for her contribution over the previous two years.

The Board welcomed the report and noted the updates provided.

6. Interim Chair's Report (*Paper 3*) (*P*)

The Interim Chair presented the report, which was taken as read, and provided an update on activity since the March Board meeting.

In addition to the information noted within the paper, the Interim Chair advised that she had met recently with the new Leader of North Ayrshire Council, Councillor Tony Gurney, and no appointment had been made for the Chair position and further information would be provided by the Scottish Government. The Interim Chair would continue in the role until an appointment has been made.

The Board noted the report as presented.

12. SAI Articles of Association (*Paper 9*) (*P*)

A Ritchie summarised the key differences between the approved December 2025 Articles of Association and the proposed June 2026 version, including the rationale and governance implications of the proposed changes.

The Board was requested to:

- Note the key changes to the Articles of Association.
- Conclude that the revised Articles strengthen governance and control.
- Approve the signing of the written resolution at the end of the paper for forwarding to Companies House.

Decision - BOM54-D05: The Board approved the signing of the written resolution at the end of the paper for forwarding to Companies House.

14. 2026-27 Internal Audit Plan (*Paper 10*) (*P*)

A Ritchie presented the final 2026-27 Internal Audit Plan, noting its development from the March 2026 risk-aligned draft to a more operational and deliverable-focused programme.

The Board noted:

- The 2026-27 plan includes additional audit work on implementation assurance, governance maturity and follow-up of prior recommendations, including reviews of the new finance system, strategic planning, the strategic risk register and follow-up activity.
- Several audit areas have been consolidated, including curriculum planning, timetabling and resource management into one broader review of curriculum delivery and operational efficiency.

Decision - BOM54-D06: The Board approved the final 2026-27 Internal Audit Plan.

16. Committee Chairs' Reports on 4th Quarter Committee Meetings (*Papers 12, 13 and 14*)

The Board received written reports from each Committee Chair/Vice Chair summarising key matters considered by the Standing Committees since the previous Board meeting.

The confirmed minutes of these meetings will be received by the Board at its next meeting.

The Board noted the reports from each Committee.

17. Confirmed Minutes: Standing Committees (Papers 15, 16 and 17)

The following confirmed Standing Committee Minutes were received by the Board:

- Learning, Teaching & Quality Committee
- People, Infrastructure and Finance Committee
- Audit & Risk Committee

The Board received the above minutes for noting.

18. AOCB

There were no other items of business for discussion.

Date of Next Meeting: Thursday 08 October 2026 at 4pm in Kilmarnock

(C/P) Confirmed minutes will be published on College Website; (P) – Paper will be published on the College Website; (R) – Paper is reserved, because it contains data or information of a personal nature, which is restricted by legislation, or because it contains commercially sensitive information, and will not be published on the College Website

Reserved items on next page

Board of Management - Action and Decision Log

Meeting No 55 – 08 October 2026

Meeting Date	Agenda Item	Reference	Details	Action Owner	Due Date	Action / Decision	Open / Complete / Approved / Declined
26.03.26	Performance Dashboard Update	BOM53:A01	Student Progression data to be added into the Performance Dashboard	S Rae	18.06.26	Action	
26.03.26	Performance Dashboard Update	BOM53:A02	Deep Dive into Business Development to be included in future Board Development session	H Denholm	01.09.26	Action	
18.06.26	Board Recruitment Proposals	BOM54: D01	The Board approved the five proposed appointments.	NA	NA	Decision	Approved
18.06.26	Management Accounts as at 30 April 2026	BOM54: D02	The Board approved the Management Accounts as at 30 April 2026	NA	NA	Decision	Approved
18.06.26	2026-27 Budget	BOM54: D03	The Board approved the College 2026-27 budget, the SAI 2026-27 budget, and the 2026-27 Student Association budget.	NA	NA	Decision	Approved
18.06.26	Subsidiary Company Loan	BOM54: D04	The Board approved the establishment of a revolving loan facility of up to £400,000 for SAI Aerospace Training Ltd.	NA	NA	Decision	Approved
18.06.26	Subsidiary Company Loan	BOM54: A01	The Board are to be informed once legal due diligence is complete.	ARi	NA	Action	
18.06.26	SAI Articles of Association	BOM54: D05	The Board approved the signing of the written resolution at the end of the paper for forwarding to Companies House.	NA	NA	Decision	Approved
18.06.26	2026-27 Internal Audit Plan	BOM54: D06	The Board approved the final 2026-27 Internal Audit Plan.	NA	NA	Decision	Approved
18.06.26	Strategic Risk & Opportunities Register	BOM54: D07	The Board approved the Strategic Risk and Opportunities Register.	NA	NA	Decision	Approved

Title of Meeting: Board of Management

Date: 08 October 2026

Title: Student Association Report

Purpose: To provide members with updates on the activities undertaken by the Student Association with particular reference to the two pillars of their work, namely the Student Voice and Student Community, and to further ensure that the student voice is heard in all relevant forums.

Recommendation: To note

1. Executive Summary

The Student Association team ordinarily consists of two elected officers. The Student President, Demi Brown and a Student Vice President, Natalie Bestwick. The Student Association is governed by a Student Executive Committee within which students hold various volunteer Student Officer roles. The work of the Student Association is supported by the Student Association Advisor, Linda Corbett and is overseen by the Head of Quality Enhancement, Ann Heron.

2. Associated Risks

None

3. Equality and Diversity Impact Assessment

None

4. Publication

This paper will be published on the College website.

1. Background

Elections

The annual Student Association elections were completed in May 2026 and the new Elected Officers commenced their term of office on the 1st of July 2026. The election process provided an opportunity for students to engage in student democracy and influence the future direction of the Student Association.

The Student Association welcomes Demi Brown, Student President and Natalie Bestwick, Student Vice President for the Academic Year 2026/2027.

Officer Induction

A structured induction programme has been delivered to support the Elected Officers to transition into post. This has included introductions to key College staff and services, an overview of governance structures and committee responsibilities, and development activities focused on effective student representation and engagement and introductions to tools and resources focussed on the Tertiary Quality Enhancement Framework.

Officer Training and Networking

Both Elected Officers have been in attendance at NUS Lead and Change, and Sparqs “That’s Quality”. These residential days are key opportunities for elected officers to learn more about the wider tertiary sector, how these organisations fit with the college sector and what support is available through them. In addition, these events also provide important networking opportunities with Elected Officers from other institutions.

Tertiary Quality Enhancement Framework

In June 2026, The Student Association participated in the Institution-Led Quality Review (ILQR) Pilots through engagement with review panels and the coordination of student focus groups.

Focus groups were held with students from relevant curriculum areas to gather feedback on their learning experience, including learning and teaching, assessment and feedback, communication, student support and the overall student experience. Themes and findings from these discussions were summarised and presented to review panels to ensure the student voice was represented as part of the review process.

The Student Association will continue to work with the Quality Enhancement Team on future ILQR activity.

2. Current Situation

Events and Campaigns

The Student Association are well underway with year ahead planning for some of our key events and campaigns including Freshers, WinterFest and a variety of equality campaigns.

Key data insights around student demographics are being used to inform which equality campaigns may be highlighted in the year ahead, this is with a view to fostering inclusion and a sense of belonging across the campuses.

Student Voice

The annual planning for recruitment and training of Class Ambassadors has commenced, and as in previous years, The Student Association will work closely with Sparqs to provide training. The Student Association notes that the Sparqs Class Ambassador training now covers important content around TQEF and the Student Learning Experience Model.

We will use the SLE model again this year as a tool to gather rich feedback from students that will support our work within TQEF including monthly themes and suggested questions.

The annual schedule of meetings is also in place and will follow a similar format to previous years in that we will offer both campus-based meetings, online meetings and an open-door approach to receiving feedback.

Last academic year, we deployed two different early engagement pulse surveys to gather wider student feedback nearer the start of the academic year, this was met with mixed levels of engagement, and therefore the Student Association with work with the Quality Enhancement team to review this activity and consider returning to a single, larger early engagement survey.

For the Student Satisfaction and Engagement Survey from the SFC, The Student Association has been engaged in recent feedback exercises with Rocket Science (independent consultant appointed by SFC) to analyse and review the current question set for suitability with a view to developing a new question set. We have supported this work through participation in focus groups with both Ayrshire College staff and students and we remain in contact with Rocket Science to ensure we are able to stay engaged in this piece of work.

Student Mental Health Agreement

Further work is underway for the new iteration of the Student Mental Health Agreement with agreement to move to online based content that will be easier and simpler for students to digest and engage with. The aim will be to incorporate the content into the Student Association pages on the website. To accompany the web content, we will continue to offer posters and student communications to both launch the new agreement and to promote mental health support and services available at the college.

Student Communications

Following some student consultation around how we communicate updates to them, many students noted that they don't always use their email but would still like to hear from us. Lots of the students noted they prefer Teams; therefore, the Student Association will work in collaboration with ICT to assess how viable it may be to have an all-student Teams page. The aim

would be to use a “notice board” style teams page that prevents commenting. This would increase student welfare, reduce the number of notifications student will receive on Teams but allow us to continue sending out information.

3. Proposal

The Student Association will continue to focus on Student Voice and Student Community activities while identifying opportunities to collaborate and work in partnership with key stakeholders.

4. Resource Implications

None

5. Consultation

The Student Association will continue to consult with relevant key stakeholders around the college as required.

6. Conclusion

The Student Association are undertaking a broad spectrum of work with a view to having a strong student voice, offering a positive student experience and student community. We continue to look at our development opportunities and engage in meaningful projects.

*Demi Brown
Student President
August 2026*

*Natalie Bestwick
Student Vice President
August 2026*

Title of Meeting: Board of Management Meeting

Date: **08 October 2026**

Chair Report Purpose: The purpose of this report is to update Board Members on key activities carried out by the Interim Chair since the Board meeting held on 18 June 2026.

Recommendation: Board Members are asked to note the Interim Chair's update and the activities undertaken since the previous Board meeting.

1. Executive Summary

This report provides Board Members with a quarterly update on the Interim Chair's key activities since the last Board meeting.

The update highlights stakeholder and partner engagement, internal College meetings and celebrations, Board development activity, Colleges Scotland engagement, governance arrangements, Board and Committee membership, and forthcoming activities.

2. Strategic Objectives

This paper supports our Strategic Ambition through helping fulfil our strategic objectives to deliver outstanding experiences, to be the partner of choice and to play a key role in enabling the future. This is demonstrated by the range of meetings and activities as described within this quarterly update report.

3. Associated Risks

No specific risks arise directly from this report. The activities described support the Board's governance, engagement and development responsibilities and contribute to ongoing assurance around strategic oversight.

4. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

5. Publication

This paper will be published on the College website.

6. Stakeholder Engagement

I have continued to engage with stakeholders and partners, including local MSPs Siobhan Brown, Katy Hagmann, Kenneth Gibson and Patricia Gibson.

a. Other Engagements

I was delighted to be able to attend the following events and internal College meetings:

- Annual Review meetings with Board members over June & July
- Colleges Scotland College Chairs Group
- Welcome/Induction meetings with new Board members & Co-opted members
- Festival Of Practice – External Speaker and the Ayrshire Way Awards.
- Tour of Kilwinning Campus.
- Board Development session
- Meeting with SAI Chair.
- MSP meetings
- Weekly update meetings with the Principal & Chief Executive
- Weekly update meetings with the Board Governance Advisor
- College Graduation Ceremonies
- Chairs meeting 6th October
- WCS Board Recruitment

b. Future activities

- MSP meetings
- WCS Board member Interviews
- Parliamentary Dinner
- Colleges Scotland College Chairs Group
- Regular meetings with SAI Chair
- Weekly update meetings with the Principal & Chief Executive
- Weekly update meetings with the Board Governance Advisor

7. Our Governance

a. Chairs (CSNC) Meetings

The Chairs were invited to an additional planning meeting on 22nd Sept by the Executive Leadership team.

The first Chairs meeting was held on 6th October, and a verbal update can be provided.

I encourage all Board members to pass suggestions, feedback and any queries to their relevant Committee Chairs for discussion at the next Chairs meeting which is planned for 15 December 2026.

b. Board and Committee Membership and Recruitment

- The Board of Management welcomed a new Student President and Student Vice President from 1 July.
- Three new Non-Executive members and two Board Committee co-opted members were also welcomed from 1 August.

- Following our last round of recruitment processes and approvals, there is now one Non-Executive vacancy due to an early resignation from a Non -Executive Board member.
- Alicia Clyde was appointed as the Senior Independent Member from 31st August.
- Recruitment for a permanent Board Chair is being led by the Scottish Government, with an appointment anticipated later in 2027.

c. Board Member Development

- Thank you to everyone that attended and participated in the Board Development Session in September. It was a productive session with lots of input from Board members regarding the refresh of our Strategy. We thank the external speaker who updated the Board on Aerospace and Adjacent Market - An Ayrshire Opportunity.
- All Board Members now have access to the learning & development platform Elevate, where mandatory and other optional development is available. Please ensure your mandatory training is up to date.
- Strategic Area Visits (Leading for Learning opportunities) will be relaunched to offer Board members a strategic visit in a College area where they do not currently have a detailed knowledge and wish to develop this.
- Opportunities for further development are published on the CDN website and also shared by the Board Governance Adviser.
- Please advise the Board Governance Adviser of any learning completed as a representative of the Ayrshire College Board, so that relevant learning can be shared with other Board members where appropriate.
- New information/updates continue to be shared on the “Board members Knowledge & Development Bank” Teams page. The Annual Board Development plan is updated quarterly, with updates being shared on the “Board members Knowledge & Development Bank” Teams page.

8. Our Communications

Board members receive emails, and Microsoft Teams posts to college accounts regarding Board meetings & information, with personal/work contact being used only for urgent/time sensitive communications.

Board Members will be sent a monthly update by email, which will have been developed by the Executive and Marketing teams, to keep them updated regarding main developments including stakeholder engagement and partnership development. Please direct any Board News suggestions to the Board Governance Adviser for publishing on the website.

Sharon Morrow
Interim Chair, Board of Management
08 October 2026

Title of Meeting:	Board of Management
Date:	08 October 2026
Subject:	Annual Review: Ayrshire College Responsibilities and Standing Orders including Section 3 Board and Committee Terms of Reference and 2026/27 Work Plans.
Purpose:	To ensure that the Board has met the required commitment to annually review the Board and Standing Committee Terms of Reference and corresponding work plans.
Recommendation:	The Board is asked to: 1. approve the revised Board of Management Terms of Reference. 2. approve the revised Standing Committees' Terms of Reference. 3. approve the 2026/27 Board and Committee Work Plans, noting that subsidiary governance and reporting requirements will be incorporated into the relevant Board and Committee cycles.

1. Executive Summary

On an annual basis the Board and the Standing Committees of the Board are required to review their Terms of Reference. The Terms of Reference form an integral part of the Board Standing Orders and outline the remit, duties, delegated responsibilities, reporting routes and composition of the Board and its Committees.

Corresponding work plans are also reviewed to ensure alignment and provide assurance that the Board and its Committees receive the information required to fulfil their respective remits. The Board and Standing Committee work plans are designed to ensure fulfilment of the requirements set out in the corresponding Terms of Reference. They do not preclude reporting on any other significant matter within remit as it arises.

This year's review has also considered the governance, assurance and reporting arrangements required for the College's wholly owned subsidiary, SAI Aerospace Training Ltd. The Board and Standing Committee work plans are aligned to provide assurance that there is an appropriate flow of information and escalation from the Committees to the Board, including governance oversight of SAI Aerospace Training Ltd as sole shareholder. The proposed amendments clarify reserved matters for Board approval, the scrutiny role of the People, Infrastructure and Finance Committee, and the assurance role of the Audit and Risk Committee in relation to subsidiary governance.

2. Strategic Objectives

The review of Board and Committee Terms of Reference, work plans and wider Responsibilities and Standing Orders demonstrates the commitment shown by Board members to engaged, informed and effective governance of the College.

The inclusion of subsidiary governance arrangements supports the Board's strategic oversight responsibilities as parent body and sole shareholder. This directly links to the Strategic Objective of *Enabling the Future*, with the Board leading and influencing; being data-informed and intelligence-driven; responding to challenges; and helping shape the future positively.

3. Associated Risks

There is a risk that the Board and Standing Committees fail to evidence compliance with governing legislation, regulation and good governance expectations if Terms of Reference, work plans, reserved matters and reporting routes are not reviewed, approved and implemented.

There is a further risk that subsidiary activity is not subject to sufficient shareholder oversight, financial monitoring, audit coverage, risk escalation and assurance if responsibilities are not clearly reflected in the Board and Committee remits.

4. Equality and Diversity Impact Assessment

None required.

5. Publication

This paper will be published on the College website.

1. Background

On an annual basis the Board and the Standing Committees of the Board are required to review their Terms of Reference. Corresponding work plans are also reviewed to ensure alignment and provide assurance to support delivery of the Terms of Reference. This review has been expanded to include proposed updates arising from consideration of the governance and reporting requirements for SAI Aerospace Training Ltd, including reserved matters, subsidiary reporting, Committee scrutiny and audit and risk assurance.

2. Current Situation

2.1 Board Terms of Reference and work plan 2026/27 (Appendix 1)

The Board is asked to review and approve the Board of Management Terms of Reference and corresponding work plan attached as **Appendix 1**.

The revised Board Terms of Reference clarify the updated quorum requirements, and that the Board retains responsibility, as parent body and sole shareholder, for approval of matters reserved to Ayrshire College in relation to SAI Aerospace Training Ltd.

The revised Board of Management workplan now includes the SAI Strategic Delivery Plan 2026-29, and the Committee self-evaluation reports from LTQC & ARC.

2.2 Committee Terms of Reference and Work plans 2026/27 (Appendices 2, 3 and 4)

The following Standing Committees of the Board have undertaken a review of their Terms of Reference (ToRs) and corresponding work plans as part of the first quarter cycle of meetings. Changes were reviewed at Committee level and are now recommended to the Board for approval.

- Appendix 2: Learning, Teaching and Quality Committee (LTQC)
- Appendix 3: People, Infrastructure and Finance Committee (PIFCo)
- Appendix 4: Audit and Risk Committee (ARC)

The revised LTQC ToRs now includes clearer quorum and co-option provisions, with the updated LTQC Work plan including the Modern Apprentice Review Action Plan Update at each meeting and Quality Reports from quarter 2 onwards.

The revised PIFCo ToRs now include updated wording to emphasise scrutiny, challenge, assurance and recommendation rather than operational oversight; clearer quorum and co-option provisions and an expanded risk remit covering financial sustainability, people, health, safety and wellbeing, infrastructure and cyber security matters.

The revised ARC ToRs have been refreshed to use clearer assurance terminology, including explicit reference to value for money, counter fraud, bribery and whistleblowing arrangements, and compliance with applicable audit and regulatory requirements. The remit has been strengthened to confirm the Committee's role in relation to subsidiary company assurance.

A new duties section on Data Governance, AI and Digital Ethics is included to ensure appropriate scrutiny of data quality, data management, data protection, artificial intelligence, automation, digital ethics and associated digital risks. The ARC Work plan has been updated to support a clearer annual assurance cycle, including the timing of audit plans, audit reports, rolling action plans, risk reporting, cyber and business continuity reviews, financial statements, best value assurance and annual effectiveness reviews.

3. Proposals

The proposals as presented are put forward for approval by the Board. In approving the revised Terms of Reference and work plans, the Board is asked to note the strengthened governance arrangements for SAI Aerospace Training Ltd.

4. Resource Implications

No specific additional resource implications have been identified from the approval of the Terms of Reference and work plans. Implementation will require the relevant Executive leads, Committee secretariat and subsidiary reporting leads to ensure that reporting packs, decision logs and escalation routes are prepared within existing governance and committee cycles.

5. Consultation

The Executive Leadership Team has been engaged in reviewing the Board and Standing Committee Terms of Reference and work plans. The relevant Committees have reviewed and recommended their own Terms of Reference and work plans.

The proposed subsidiary governance amendments have been informed by the review of governance, assurance and reporting requirements for SAI Aerospace Training Ltd, including the role of the College Board as parent body and sole shareholder and the scrutiny and assurance roles of the People, Infrastructure and Finance Committee and Audit and Risk Committee.

8. Conclusion

The Board is asked to approve the revised Board and Standing Committee Terms of Reference and 2026/27 work plans. Approval will confirm that the Board has completed its annual review and that the governance framework has been strengthened to provide clearer shareholder oversight, Committee scrutiny, audit and risk assurance, and escalation arrangements for SAI Aerospace Training Ltd.

Hilary Denholm
Board Governance Advisor
08 October 2026

Board of Management Terms of Reference 2026-27**Introduction**

The Board of Management is responsible for the overall functioning and strategic direction of the College. The Board of Management is also responsible for planning the future development of the College and for ensuring its effective management.

The Board of Management has ultimate responsibility for all the affairs of the College.

The Board of Management is publicly accountable for the College's stewardship of public funds and given the nature of this obligation demands the highest standards of Corporate Governance.

Remit

The Board of Management is responsible for overseeing all matters related to function and strategic direction of the College. The Board of Management through its Committees will provide strategic leadership to ensure that the College aims and objectives are achieved. The Board will also ensure, through the actions of the Chair, that the requirements in relation to new members' induction and mentoring, from both the Board and board committees' perspective, are properly fulfilled and enacted.

Board of Management Membership

The membership of the Board of Management will be constituted as determined by Statutory Provision.

As currently constituted under Statutory Provision, the Board of Management shall consist of not less than 15 or more than 20 persons.

The Board shall comprise:

- The Principal and Chief Executive of the College.
- A person being elected by the teaching (curriculum) staff from among their own number.
- A person being elected by the service/support (non-curriculum) staff from among their own number.
- Two persons as Trade Union nominated members (one nominated by support staff unions and the other nominated by the teaching staff union), in addition to the elected staff representatives, for partnership working.
- 2 persons being appointed by being nominated by the Students' Association of the College from among students of the College (this includes students on a sabbatical year).
- Up to 12 other people, not being members of staff or full-time students, who have experience in different industry sectors, commercial or employment matters, or the

practice of a profession, or who represent the Third Sector, Public Sector Bodies or Trades Union, or who otherwise have an interest in the College and in further and higher education and who represent the demography and diversity of the region (these appointments will be the “Non-Executive Members”).

Quorum

50% of the Board of Management places occupied will constitute a quorum, with at least 50% of the members present being Non-Executive Board members.

Attendance

The Board of Management may co-opt individuals as appropriate. Details of the proposed co-opted individuals will be approved by the Chair of the Board in advance. The role, remit and term of membership of the co-opted individuals will be determined by the Board.

The Executive Leadership Team and other Staff, as required, may be invited to attend meetings of the Board of Management to provide information and reports as appropriate.

The Board has the option of meeting without any members of staff present. Where the Board Governance Professional has been also been excluded, the Chair of the Board shall arrange for a full minute of the meeting to be recorded, which shall include a full explanation of why the Board Governance Professional was excluded from the meeting.

Meetings

The Board shall normally meet four times during the academic year.

Any member of the Board of Management may request to convene additional meetings as and when required by giving a minimum of ten working days’ notice to the Board Governance Professional to call a meeting.

The Chair of the Board of Management will instruct the Board Governance Professional to call meetings of the Board. The agenda and supporting papers will normally be made available to members at least five working days before the day of the meeting.

Where, in the opinion of the Chair, an exceptional and urgent matter of business requires to be considered by the Board at shorter notice than that provided for above, the Chair may instruct the Board Governance Professional to call a meeting of the Board of Management at a time, date and place determined by the Chair.

Duties

The Board of Management has responsibility *for overseeing the business of the College, determining its future direction, and fostering an environment in which the College vision, mission and objectives are achieved, and the potential of all learners is maximised.* The Board of Management is the employer of all staff of the College.

The Board of Management must ensure compliance with Statutory Provision and their ordinances, schedules, and provisions; together with all advice, guidance and direction provided, from time to time, by the Scottish Government, Scottish Funding Council, Quality Assurance Agency or other properly constituted agency which regulate the College and its framework of governance and, subject to these, take all final decisions on matters of fundamental concern to the College.

The following items are retained for approval by the Board of Management, upon advice from or recommendation by the relevant Committee where appropriate, and may not be delegated:

1. To approve Strategies presented by the relevant Committees.
2. To approve the planning cycle proposed by the Executive Leadership Team for the preparation of the Outcomes Framework and Assurance Model, the College Strategic Plan, and to approve the Plan itself before publication.
3. To approve the annual accounts, following consideration by the Business, Resources and Infrastructure Committee and Audit and Risk Committee.
4. To approve the College budget proposals, following consideration by the Business, Resources and Infrastructure Committee.
5. To approve the appointment of the Principal and Chief Executive.
6. To approve any financial packages, in excess of statutory provisions, for severance payments, following consideration by the Performance Review and Remuneration Committee.
7. To receive and consider at each meeting the Strategic Risk & Opportunities Register, and to advise the Audit and Risk Committee accordingly.
8. To receive, consider and approve recommendations from the Search and Nomination Committee on the membership of new and reappointed Board Members, prior to submission to the Scottish Ministers for approval;¹
9. To ensure that appropriate and adequate induction procedures are in place for all new Board Members.
10. To ensure that the arrangements made to implement the College Health and Safety Management System are effective.

Authority

The Board of Management is authorised to investigate any matters in any reasonable manner as it sees fit. The Board of Management is authorised to receive and record information received as a part of any investigatory process from persons who are not members of the Board and who are not employees of the College provided they wish to co-operate in the provision of information and whilst taking account of policy and legal rights and responsibilities.

¹ In the interests of practicality, this may be undertaken by circulation where a meeting of the Board is not immediately scheduled.

The Board is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Board will decide on the business of the meeting that may be fully published on the College website. Normally it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Board by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the Principal for checking and then to the Chair of the Board for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Board shall submit draft minutes to the next Board meeting for approval.

Board Members should be clear that as members of a board of a college sector public body, they are required to act in the best interests of the public body, as opposed to any individual constituency from which they have been nominated or elected.

Representative members need to be aware of their obligations to the board and reconcile these with their obligations to their constituency. While representative members can raise matters from the perspective of their constituency, they should not promote the interests of, or lobby on behalf of, the constituency when sitting as a college or regional college board member.

They are not expected to report back to their constituencies the work and discussions of the Board.

Board of Management Work Plan 2026-27

01 October 26	10 December 26	15 April 27	17 June 27
Reports to this meeting	Reports to this meeting	Reports to this meeting	Reports to this meeting
2026-27 Board of Management and Committee Terms of Reference & Work Plans with Responsibilities & Standing Order update V14 Board Recruitment ~~Voluntary Severance Scheme (2025-2028)~~	2025-26 Financial Statements to July 2026: i. Board of Management Report and Financial Statements ii. Annual Report to the Board of Management and Auditor General iii. Letter of Representation	2027-28 Board & Committee Meeting Dates Board Recruitment ~~Responsibilities & Standing Order~~ ~~Section 4 review~~	2026-27 Budgets for Academic Year ending 31 July 2027
2025-26 Board Effectiveness Report and 2026-27 Board Development Plan	~~Responsibilities & Standing Order update~~ ~~V14~~ ~~Board Recruitment~~	2026-27 Self-Evaluation Report & Action Plan	
2025-26 Board Interim Chair Annual Evaluation Report	2025-26 Audit Committee Chair's Annual Report 2025-26 Internal Audit Annual Report	2026-27 SFC Indicative Funding: Revenue & Capital 2027-28 Budget Update	2026-27 SFC Funded Capital & Revenue Expenditure
SFC Financial Forecast Return (FFR) move to Dec SAI Strategic Delivery Plan 2026-29	2025-26 Annual Freedom of Information Report 2025-26 Annual Health, Safety Wellbeing Report	2026-27 First Draft SFC Funded Capital & Revenue Expenditure Programme	
LTQC & PIFCo Self-evaluation reports for info - move to Dec	2025-26 Annual Procurement Report 2025-26 Annual Complaints Report	Financial Regulations Annual Review	
Draft 2025-26 Self Evaluation Report -- move to Dec	2026-27 Self-Evaluation Report & Action Plan	Mainstreaming Equality and Diversity, Annual Report	2027-28 Internal Audit Plan
Reports to each meeting	Reports to each meeting	Reports to each meeting	Reports to each meeting
Student Association Report Q1	Student Association Report Q2	Student Association Report Q3	Student Association Report Q4
Chair's report	Chair's report	Chair's report	Chair's report
Principal's report	Principal's report	Principal's report	Principal's report
~~College Financial Sustainability Plan Update~~	~~College Financial Sustainability Plan Update~~	~~College Financial Sustainability Plan Update~~	~~College Financial Sustainability Plan Update~~
Q1 Performance Dashboard	Q2 Performance Dashboard	Q3 Performance Dashboard	Q4 Performance Dashboard
Management Accounts as at 31 July 2026	Management Accounts as at 31 October 2026	Management Accounts as at 31 January 2027	Management Accounts as at 30 April 2027
Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register
Committee Chairs Reports	Committee Chairs Reports	Committee Chairs Reports	Committee Chairs Reports

Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes	Receipt of Confirmed Committee Minutes
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Appendix 2

Learning, Teaching and Quality Committee Terms of Reference 2026-27

Introduction

The Learning, Teaching and Quality Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee will be a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'the Board' means the Ayrshire College Board of Management.

Remit

The Committee will be responsible for overseeing all matters related to the strategic development and delivery of learning, teaching and the student experience, including monitoring and reporting on the associated quality and performance.

Committee Membership

The Committee membership shall consist of a minimum of six members from the Board, which should include at least one elected staff representative and at least one elected student representative, and elected staff union representatives.

The Committee Chair and remaining members will be appointed by the Board.

Committee membership will be reviewed annually by the Board, taking account of the remaining terms of office of the Committee members. The Board will seek to ensure that all members will normally serve at least one year as a member of the Committee during their period of appointment.

The Committee will aim to maintain the position of a Vice Chair to support succession planning.

Quorum

50% of the total membership of the Committee will constitute a quorum, with at least 50% being Independent (Non-Executive Directors/Committee Co-optees).

Attendance

The Committee may co-opt individuals as appropriate. Details of proposed co-opted individuals will be notified to the Chair of the Board in advance. The role, remit and term of membership of co-opted individuals will be determined by the Committee.

Attendance is open to all Vice Principals, and, where appropriate, other staff may be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Board shall normally meet four times during the academic year.

Any member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will be made available to members at least five working days before the day of the meeting.

Committee Performance and Evaluation

To ensure continuous improvement and alignment with best governance practices, the Committee will undertake an annual self-evaluation using the self-evaluation template. The evaluation will assess the Committee's effectiveness using the following key metrics:

- **Fulfilment of Remit:** Completion rate/performance management against of the annual work plan and coverage of all areas within the Committee's remit.
- **Decision-Making and Impact:** Timeliness and implementation rate of decisions and recommendations, and their alignment with strategic objectives.
- **Governance and Compliance:** Adherence to the Terms of Reference, audit outcomes, and compliance with regulatory and funding requirements.
- **Membership and Engagement:** Attendance rates, member participation, and skills and experience requested within the Committee.
- **Meeting Efficiency:** Timeliness of agenda and paper distribution, meeting duration, and follow-up on action items.
- **Risk Oversight:** Frequency and quality of Strategic Risk Register reviews and effectiveness of risk mitigation oversight.
- **Stakeholder Confidence:** Feedback from the Board and relevant stakeholders on the Committee's performance and value.

The outcomes of the evaluation will inform an action plan for improvement and be reported to the Board of Management.

Duties

1. To review and agree strategies within the Committee's overall remit and recommend for approval by the Board of Management.
2. To seek assurance that the Curriculum Delivery Plan is in alignment with regional and national economic priorities, the strategic direction of the College and meets the requirements of the SFC's Outcomes Framework and Assurance Model

3. To review and monitor the progress against curriculum development and delivery including new areas of skills delivery and adoption of technology and digital learning.
4. To review and scrutinise key performance indicators (KPIs) as a requirement of the Outcomes Framework and Assurance model in relation to, for example, student success including, but not limited to, student retention, student outcome data, Scottish Index of Multiple Deprivation (SIMD) and post course destinations. Consider action to be taken to improve performance where the KPIs fall below national benchmarks.
5. To review and monitor the progress and outcomes of engagement with the Quality Assurance Agency, and TQEF arrangements.
6. To review and monitor plans and processes to enhance learning, teaching and assessment and the student experience.
7. To review and monitor all College services which are provided to support the student journey, including the quality of learning and teaching and student satisfaction.
8. To review and monitor equality and diversity outcomes, scrutinise data and receive reports on learner profiles and interventions.
9. To review and monitor the use of student funds including bursaries, educational maintenance allowance (EMA) childcare and discretionary funds.
10. To receive and review student feedback on their college experience using a range of methods and monitor actions for improvement.
11. To receive and consider reports on services to support the student experience which will incorporate safeguarding.
12. To receive and consider a Student Satisfaction Annual Report.
13. To receive and consider the Committee's extract from the current version of the Strategic Risk Register and to advise the Audit Committee accordingly.
14. To receive and consider Internal Audit reports as they relate to the remit of the Committee.
15. To receive and consider reports on apprenticeship and work-based learning programmes.
16. To celebrate success with staff and students.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published: except where the exclusions listed in paragraph 2.8 of these Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate executive management representative for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

Learning and Teaching Committee Work Plan 2026-27

10 September 2026	26 November 2026	04 March 2027	27 May 2027
Reports to this meeting			
2026-27 Committee Terms of Reference & Work Plan	2027-28 Draft Curriculum Delivery Plan	2025-26 SFC Student Satisfaction and Engagement College Sector Benchmarking Report	2026-27 SFC Student Satisfaction and Engagement Survey
2025-26 External Verification Report	2026-27 First Impression Survey Analysis		Employer Engagement Strategy Update
2023-24 SFC College Leaver Destinations	Final 2026-27 Self-Evaluation and Action Plan		Learning, Teaching & Student Experience Strategy Update
2025-26 Interim Ayrshire College Performance Indicator Report	2024-25 SFC College Leaver Destination Survey College Sector Benchmarking Report		
2024-25 College Sector KPI Benchmarking Report			
2025-26 LTQC Annual Self Evaluation Report			
Reports to each meeting			
Student Association Report Q1	Student Association Report Q2	Student Association Report Q3	Student Association Report Q4
Modern Apprentice Review Action Plan Update	Modern Apprentice Review Action Plan Update	Modern Apprentice Review Action Plan Update	Modern Apprentice Review Action Plan Update
	Student Experience Report Q2	Student Experience Report Q3	Student Experience Report Q4
	Quality Report Q2	Quality Report Q3	Quality Report Q4
Employer Engagement and Innovation Report Q1	Employer Engagement and Innovation Report Q2	Employer Engagement and Innovation Report Q3	Employer Engagement and Innovation Report Q4
Strategic Risk & Opportunities Register Update	Strategic Risk & Opportunities Register Update	Strategic Risk & Opportunities Register Update	Strategic Risk & Opportunities Register Update
Performance Dashboard Update	Performance Dashboard Update	Performance Dashboard Update	Performance Dashboard Update

People, Infrastructure and Finance Committee Terms of Reference 2026-27

Introduction

The People, Infrastructure and Finance Committee is identified as a Standing Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

For the purposes of these Terms of Reference, unless otherwise indicated, 'The Board' means the Ayrshire College Board of Management.

The Committee supports the Board by providing oversight, scrutiny, and assurance across people, infrastructure, finance, and related strategic risks, and by making recommendations to inform the Board's decision-making within its remit.

Remit

The Committee will, on behalf of the Board, scrutinise, monitor and seek assurance on the following matters and, where appropriate, make recommendations to the Board:

- Scrutinising all matters related to the College's organisational development, including oversight of the development, planning, and delivery of the People Strategy, and seeking assurance on the ongoing development of a positive, inclusive and high-performing culture.
- Scrutinising and monitoring all arrangements related to health, safety and wellbeing in accordance with legislative requirements and compliance and ensuring that the Board of Management receives the necessary assurance on these matters.
- Scrutinising all matters related to the College estate, including land, buildings, moveable assets, and equipment, and the College's Digital & Cyber Security arrangements and seeking assurance that relevant legislation, regulatory requirements and applicable Scottish Funding Council guidance is observed.
- Scrutinising strategic and operational financial planning, the effective stewardship of resources and the College's ongoing financial management and performance and providing recommendations to the Board as appropriate.
- Reviewing subsidiary performance, financial monitoring, business plan delivery, management accounts, loan compliance, cash flow and operational dependencies is sufficient.

Committee Membership

The Committee membership shall consist of a minimum of six members from the Board, including the College Principal, who will be a standing member of the Committee (prohibited from being Committee Chair/Vice Chair). The Board will seek to ensure that an appropriate range of skills, expertise and knowledge related to the remit of the Committee is included within the Committee membership.

Committee members shall collectively possess an appropriate range of skills and experience in finance, risk management and business management. At least one member of the PIF Committee must have recent relevant financial and commercial business experience.

The Committee will aim to maintain the position of a Vice Chair, who cannot be the College Principal, to support succession planning.

The Committee Chair and remaining members will be appointed by the Board. Committee membership will be reviewed annually by the Board, taking account of the remaining terms of office, skills requirements and succession planning of the Committee members.

Quorum

A quorum shall be at least half of the appointed voting members of the Committee, including at least two independent non-executive members

Attendance

The Committee may co-opt additional individuals as appropriate. Details of proposed co-opted individuals for potential recruitment will be notified to the Chair of the Board in advance. The role, remit, and term of membership of co-opted individuals will be determined by the Chairs with Search and Nomination Committee.

Attendance is open to all Vice Principals, and, where appropriate, other staff may be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall normally meet four times during the academic year.

Any Member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will normally be made available to members at least five working days before the day of the meeting.

Committee Performance and Evaluation

To ensure continuous improvement and alignment with best governance practices, the Committee will undertake an annual self-evaluation using the attached self-evaluation template. The evaluation will assess the Committee's effectiveness using the following key metrics:

- **Fulfilment of Remit:** Completion rate/performance management against of the annual work plan and coverage of all areas within the Committee's remit.
- **Decision-Making and Impact:** Timeliness and implementation rate of decisions and recommendations, and their alignment with strategic objectives.
- **Governance and Compliance:** Adherence to the Terms of Reference, audit outcomes, and compliance with regulatory and funding requirements.
- **Membership and Engagement:** Attendance rates, member participation, and skills and experience requested within the Committee.
- **Meeting Efficiency:** Timeliness of agenda and paper distribution, meeting duration, and follow-up on action items.
- **Risk Oversight:** Frequency and quality of Strategic Risk Register reviews and effectiveness of risk mitigation oversight.
- **Stakeholder Confidence:** Feedback from the Board and relevant stakeholders on the Committee's performance and value.

The outcomes of the evaluation will inform an action plan for improvement and be reported to the Board of Management.

Duties

The Committee shall:

Internal Controls and Governance

- 1) Provide appropriate scrutiny, challenge and strategic advice to College Management within the Committees remit .
- 2) Review strategies and supporting frameworks within the Committee's remit and recommend for approval by the Board of Management.
- 3) Seek assurance that strategic financial decisions and actions are consistent with the Scottish Funding Council's Financial Memorandum and other applicable regulatory requirements
- 4) The Committee shall review the adequacy, timeliness and completeness of subsidiary reporting, including quarterly performance reports, management accounts, cash-flow forecasts, business plan progress, loan covenant or repayment compliance, key operational risks, and dependencies on College services, facilities, systems, staff, or financial support.
- 5) Where the Committee identifies a material concern, significant variance from the approved Business Plan, breach or potential breach of loan conditions, cash-flow pressure, or matter requiring shareholder approval, it shall escalate the matter to the Board with recommendations for decision or further action.

People and Culture

- 6) Review and seek assurance on arrangements to develop and maintain a positive and inclusive culture across the College.
- 7) Seek assurance that leadership functions are effective and support and encourage personal and professional development and the empowerment of teams.
- 8) Review and monitor progress against delivery of key strategic objectives and scrutinise related key performance indicator (KPI) reports to ensure that the College delivers to the People Strategy.
- 9) Review and seek assurance that the College complies with the requirements of the Equality Act 2010 and Public Sector Equality Duty, through publishing equality outcomes and reporting on mainstreaming activity to embed equality across all College activities.
- 10) Review and seek assurance on the College's health, safety & wellbeing arrangements including compliance with legislative requirements.

- 11) Ensure that the College actively supports all staff in maintaining positive wellbeing through delivering evidence-based initiatives and programmes consistent with the People Strategy.
- 12) Review and seek assurance on the effectiveness of communications arrangements for engagement with staff and recognised trade unions.

Infrastructure and Cyber Security

- 13) Regularly review the performance, condition and strategic fit of all property assets.
- 14) Review and make recommendations to the Board on estate and digital infrastructure projects over £250,000 considering the strategic robustness, affordability, deliverability and financial viability of the proposals.
- 15) Oversee the implementation of estate and digital infrastructure projects to ensure that projects are developed within the parameters of the Infrastructure Strategy.
- 16) Consider the College's property portfolio making recommendations to the Board for the disposal of and acquisition of land and buildings, including their financial liability.
- 17) Review and provide assurance on the College's Cyber Security arrangements, Incident Response Plan and compliance with relevant legislation and standards.
- 18) Promote a culture of cyber awareness and ensure staff and leadership receive appropriate training.
- 19) Seek assurance that cyber resilience is embedded in digital infrastructure planning, business continuity, and third-party risk management.
- 20) Review and seek assurance that the principles of sustainability are embedded in managing the College.

Finance

- 21) Review and recommend to the Board the annual budget and medium-term financial plan for the College.
- 22) Monitor the receipt of funds in the form of financial allocations, together with supplementary income, ensuring all funds are applied for the purposes specified in the allocation.
- 23) Monitor in-year expenditure against budget and advise the Board including any requirement for remedial action.
- 24) Consider financial benchmarking and performance information on a variance reporting basis.
- 25) Recommend for Board approval, the College's borrowing requirement and all borrowing/loan agreements, granting security and/or giving guarantees as appropriate within the regulations as set out in the Financial Memorandum with the Scottish Funding Council.
- 26) Review the adequacy of the College Financial Regulations and systems of delegated authority to ensure a robust financial control environment is in place.
- 27) At a joint meeting with the Audit and Risk Committee consider the College's accounting policies, Financial Statements and external auditor's report prior to submission to the Board of Management recommending the adoption of the audited Annual Accounts.

Risk Management

- 28) Review the strategic risks and opportunities relevant to the Committee's remit, including financial sustainability, people, health, safety and wellbeing, infrastructure and cybersecurity matters, and provide assurance or recommendations to the Board as appropriate.

Authority

The Committee is authorised to investigate any matters which fall within its Terms of Reference.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors or member of the Ayrshire College Board of Management whilst taking account of policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published except where the exclusions listed in paragraph 2.8 of the Board of Management Standing Orders apply.

Minutes will be kept of the proceedings of the Committee by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate senior management representatives for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

The Committee's annual work plan is designed to ensure that the Committee discharges all responsibilities set out in these Terms of Reference. The work plan for the coming year is noted below:

People, Infrastructure and Finance Committee Work Plan 2026-27

Remit	15 September 2026	17 November 2026	17 November 2026	09 March 2027	08 June 2027
	Reports to this meeting	Reports to this meeting	Joint with PIFCo	Reports to this meeting	Reports to this meeting
Internal Controls and Governance (Remit Items 1–5)	2026-27 Terms of Reference and Work Plan			Committee Self-Evaluation	Outcome of Committee Self-Evaluation Process
	2025-26 Committee Self Evaluation Report	2025-26 Procurement Report			
		Internal Audit – Strategic Planning Internal Audit – Continuing Professional Development)		- Internal Audit – Finance System Implementation - Internal Audit – Strategic Risk Register Review	Internal Audit – Curriculum Delivery Plan/timetabling
					Financial Governance Compliance Report
		Infrastructure Strategy Report			People Strategy Report
People & Culture (Remit Items 6-12)	People Strategy Quarterly Report	People Strategy Quarterly Report		People Strategy Quarterly Report	People Strategy Quarterly Report
				2025-26 Mainstreaming Equality and Diversity Report	
Infrastructure and Cyber Security (Remit Items 13-20)	Digital Infrastructure and Cyber Security: Safeguarding Our Digital Future	Facilities and Sustainability Report		Digital Infrastructure and Cyber Security: Safeguarding Our Digital Future	Facilities and Sustainability Report
	Estate Development Framework Update	Estate Development Framework Update		2025-26 Sustainability and Climate Change Report	Estate Development Framework Update

Remit	15 September 2026	17 November 2026	17 November 2026	09 March 2027	08 June 2027
	Reports to this meeting	Reports to this meeting	Joint with PIFCo	Reports to this meeting	Reports to this meeting
Finance (Remit Items 21-27)			2025-26 Audit and Risk Committee Annual Report	2027-28 Draft Budget	2027-28 Budget
	Management Accounts as at 31 July 2026	Management Accounts as at 30 September 2026	2025-26 Student Activity / Student Funding Audit Reports	Management Accounts as at 31 January 2027	Management Accounts as at 30 April 2027
	Finance Report	Finance Report	2025-26 Internal Audit Annual Report	Finance Report	Finance Report
			2025-26 Audit Report to the BoM and Auditor General	Financial Regulations Annual Review	
		2025-26 BOM Report & Financial Statements	2025-26 BOM Report & Financial Statements		
			Letter of Representation		
	SAI Ltd Report	SAI Ltd Report		SAI Ltd Report	SAI Ltd Report
Risk Management (Remit Item 28)	Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register		Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register

Appendix 4

Audit and Risk Committee Terms of Reference 2026-27

Introduction

The Audit and Risk Committee is identified as a Committee of the Ayrshire College Board of Management. The approved Terms of Reference and information on the composition and frequency of the Committee will be considered as an integral part of the College Standing Orders.

The Committee is a Standing Committee of the Board of Management. For the purposes of the Terms of Reference, unless otherwise indicated, 'the Board' means the Ayrshire College Board of Management.

The Committee provides independent assurance to the Board on the adequacy and effectiveness of governance, risk management, and internal control systems, including financial reporting.

Remit

The Committee will be responsible for overseeing and providing assurance to the Board on:

- the integrity of financial reporting and the Annual Financial Statements
- the adequacy of the College's arrangements for securing value for money
- the effectiveness of internal and external audit
-
- the effectiveness of College governance, risk management and internal control systems
- compliance with applicable legislation, regulation and the [Code of Audit Practice published by Audit Scotland](#).
- cyber security governance, resilience and digital risk
- counter fraud, bribery and whistleblowing arrangements
- emerging digital and technological risks, ensuring the College remains responsive to developments in artificial intelligence, data use and digital innovation.
- The Committee shall consider whether the subsidiary company is subject to appropriate internal and external audit coverage, proportionate to the level of financial, operational, regulatory and reputational risk presented to the College.
- The Committee shall receive and review relevant audit findings, management actions, control weaknesses, assurance statements and follow-up reports relating to the subsidiary, and shall monitor the timely implementation of agreed actions.

The Committee will provide independent assurance to the Board through a structured framework of assurance, including the use of an Assurance Map aligned to the College's Strategic Risk Register.

Committee Membership

The Committee membership shall consist of a minimum of four Board members who shall be independent and objective in terms of their Audit and Risk Committee function and, in line with good practice, will not include either the Principal or the Chair of the Board.

The Committee will aim to maintain the position of a Vice Chair to support succession planning.

Committee members shall collectively possess an appropriate range of skills and experience in finance, audit, risk management and governance. At least one member of the Audit and Risk Committee must have recent relevant financial or audit experience.

Committee members are all recommended to complete the College Development Network online training module Audit Committee Training
[College Audit Committees | LearnOnline](#)

The Committee Chair will be appointed by the Board.

Committee membership will be reviewed annually by the Board.

Quorum

A quorum shall be at least half of the appointed voting members of the Committee, including at least 50% independent non-executive Directors/Committee co-optees.

Attendance

The Committee may co-opt additional individuals as appropriate. Details of proposed co-opted individuals for potential recruitment will be notified to the Chair of the Board in advance. The role, remit, and term of membership of co-opted individuals will be determined by the Chairs with Search and Nomination Committee.

External and Internal Auditors shall normally attend meetings and will be invited to all meetings.

The Vice Principal - Finance & Infrastructure, and the Chief Financial Controller, and where appropriate other staff, will be invited to attend meetings of the Committee to provide information and reports as appropriate.

Meetings

The Committee shall normally meet four times during the academic year.

Any member of the Committee may request to convene additional meetings of the Committee as and when required by giving a minimum of ten working days' notice to the Board Governance Professional to call a meeting.

The Committee Chair will instruct the Board Governance Professional to call meetings of the Committee. The agenda and supporting papers will normally be made available to members at least five working days before the meeting.

The Committee may meet privately without any non-members (with the exception of the Board Governance Professional) for all or part of a meeting if they so decide.

The Committee will normally meet with the external and internal auditors annually without any non-members (with the exception of the Board Governance Professional) being present. The Committee Chair shall maintain open and direct communication with both internal and external auditors.

Committee Performance and Evaluation

To ensure continuous improvement and alignment with best governance practices, the Committee will undertake an annual self-evaluation using the attached self-evaluation template. The evaluation will assess the Committee's effectiveness using the following key metrics:

- **Fulfilment of Remit:** Completion rate/performance management against of the annual work plan and coverage of all areas within the Committee's remit.
- **Decision-Making and Impact:** Timeliness and implementation rate of decisions and recommendations, and their alignment with strategic objectives.
- **Governance and Compliance:** Adherence to the Terms of Reference, audit outcomes, and compliance with regulatory and funding requirements.
- **Membership and Engagement:** Attendance rates, member participation, and skills and experience requested within the Committee.
- **Meeting Efficiency:** Timeliness of agenda and paper distribution, meeting duration, and follow-up on action items.
- **Risk Oversight:** Frequency and quality of Strategic Risk Register reviews and effectiveness of risk mitigation oversight.
- **Stakeholder Confidence:** Feedback from the Board and relevant stakeholders on the Committee's performance and value.

The outcomes of the evaluation will inform an action plan for improvement and be reported to the Board of Management.

Duties

The Committee shall:

Internal Control and Governance

- 1) Consider and scrutinise strategies / underlying frameworks, within the Committee's remit, and recommend for approval by the Board of Management.
- 2) Review the adequacy and effectiveness of the financial and other internal control environment.
- 3) Review the College corporate governance requirements including the strategic processes for risk, control and governance and the governance statement.
- 4) Provide the Board of Management with an Annual Report, timed to support finalisation of the accounts and the governance statement, summarising its conclusions from the work it has done during the year.
- 5) Ensure continuous improvement and alignment with best governance practices by undertaking an annual self-evaluation as part of the process of compiling the Annual Report to the Board. The process will use the established self-evaluation questionnaire which evaluates the Committee's effectiveness using several key metrics.

Risk Management

- 6) Scrutinise the effectiveness of the College risk management framework.
- 7) Review the College risk appetite and monitor the effectiveness of mitigation strategies.
- 8) At each meeting receive and consider the Strategic Risk Register and comment accordingly to the Board of Management.
- 9) Consideration and approval of the College Business Continuity Plan and incident response plans on a regular basis.

Audit Oversight

- 10) Appoint the College's Internal Auditors on a contractual basis and agreeing on the terms of reference for an audit service.
- 11) Approve the internal audit plan.
- 12) Review the scope and effectiveness of the work of the internal and external auditor using appropriate performance indicators.

- 13) Scrutinise any issues raised in audit reports, the annual management letter and report to the Board of Management on the adequacy of the management response.
- 14) Review external audit plan and consider the proposed fee in light of the fee guidance issued by Audit Scotland.

Financial Reporting

- 15) Consider the process for the review of the Financial Statements prior to submission for audit including the external audit plan.
- 16) At a joint meeting with the People, Infrastructure and Finance Committee consider the College's accounting policies, Financial Statements and external auditor's report prior to submission to the Board of Management recommending the adoption of the audited Financial Statements.

Value for Money

- 17) Review the arrangements for securing economy, efficiency and effectiveness from College resources.

Fraud and Compliance

- 18) Scrutinise instances of significant control failure or impropriety to establish whether they have been appropriately handled.
- 19) Oversee the College Counter Fraud, Risk and Bribery Policy and Whistleblowing.

Data Governance, AI and Digital Ethics

- 20) Review and provide assurance on the effectiveness of the College's data governance arrangements, including data quality, data management and compliance with data protection legislation, and oversee any significant data-related incidents or breaches.
- 21) Oversee and scrutinise the use of artificial intelligence, automation and digital technologies, ensuring appropriate governance, controls and transparency are in place and that associated risks are managed in line with the College's risk appetite.
- 22) Ensure that digital ethics and digital risks (including third-party, cyber and data risks) are appropriately managed, and that these areas are reflected within the Strategic Risk Register, Assurance Map and internal audit programme where relevant.

Authority

The Committee is authorised to

- a) investigate any matters which fall within its Terms of Reference.
- b) obtain independent professional advice where it considers this necessary.

The Committee is authorised to seek and obtain any information it requires from any senior manager or employee of the College, its advisors, or a member of the Ayrshire College Board of Management, whilst taking into account policy and legal rights and responsibilities.

Reporting Arrangements

At the end of each meeting, the Committee may further decide on the business of the meeting that will be fully published on the College website, should this differ from that recorded on the meeting agenda. Unless otherwise recorded, it would be expected that complete minutes and papers will be published, except where the exclusions listed under Proceedings in paragraph 2.8 of the Board of Management Responsibilities and Standing Orders document apply.

Minutes of the Committee proceedings will be kept by the Board Governance Professional. These will be circulated, in draft form normally within ten working days to the appropriate senior leadership representatives for checking and then to the Chair of the Committee for consideration. It is expected that minutes will be checked timeously, and any amendments advised to the Board Governance Professional.

The Chair of the Committee shall report on the work and recommendations of the Committee to the next scheduled Board meeting for information/approval and submit confirmed Committee minutes to the first meeting of the Board immediately following their approval.

The Committee annual work plan is designed to ensure that the Committee discharges all responsibilities set out in these Terms of Reference. The work plan for the coming year is noted below:

Audit and Risk Committee Work Plan 2026-27

Remit	22 September 2026	17 November 2026	01 December 2026	16 March 2027	01 June 2027
	Reports to this meeting	Joint with PIFCo	Reports to this meeting	Reports to this meeting	Reports to this meeting
Internal Controls and Governance <i>Remit items: 1, 2, 3, 4, 5</i>	2026-27 Committee Terms of Reference and Work Plan		Meeting between the Committee and the External and Internal Auditors		
			2025-26 Audit and Risk Committee Annual Report		2026-27 Draft Audit and Risk Committee Annual Report
					2026-27 Annual Governance/Internal Control Assurance Report
			2025-26 Complaints Report		
			2025-26 Freedom of Information Report		
Risk Management <i>Remit items: 6, 7, 8, 9</i>	Review of Risk Management Policy		Annual Review of Cyber Security Incident Response Plan	Annual Review of Business Continuity Plan	Annual Review of Performance Relating to Risk Management
	Strategic Risk & Opportunities Register		Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register	Strategic Risk & Opportunities Register
Audit Oversight <i>Remit items: 10, 11, 12, 13, 14</i>	2026-27 Internal Audit Plan			Draft 2027-28 Internal Audit Plan	2027-28 Internal Audit Plan
					2027-28 External Audit Plan
			Internal Audit Reports - Strategic Planning - Continuing Professional Development	Internal Audit Reports - Learning & Teaching Strategy - Implementation of New Finance System	Internal Audit Reports Curriculum Delivery Plan and Timetabling and Resource Management

Remit	22 September 2026	17 November 2026	01 December 2026	16 March 2027	01 June 2027
	Reports to this meeting	Joint with PIFCo	Reports to this meeting	Reports to this meeting	Reports to this meeting
				Strategic Risk Register: Control and Mitigating Actions Review	Employer Engagement Strategy
			Internal Audit Progress Report	Internal Audit Progress Report	Internal Audit Progress Report
	Rolling Audit Action Plan		Rolling Audit Action Plan	Rolling Audit Action Plan	Rolling Audit Action Plan
	Internal Auditor Appointment Process		Internal Auditor Appointment Process	Appointment of Internal Auditor	
			External Auditor Annual Effectiveness Review		Internal Auditor Annual Effectiveness Review
Financial Reporting <i>Remit items: 15, 16</i>	2025-26 External Audit Progress Report				
		2025-26 Student Activity / Student Funding Audit Reports			
		2025-26 Internal Audit Annual Report			
		2025-26 Audit Report to the BoM and Auditor General			
		2025-26 BOM Report & Financial Statements			
		Letter of Representation			
Value for Money <i>Remit item: 17</i>	Annual Best Value Assurance Statement				

Remit	22 September 2026	17 November 2026	01 December 2026	16 March 2027	01 June 2027
	Reports to this meeting	Joint with PIFCo	Reports to this meeting	Reports to this meeting	Reports to this meeting
Fraud and Compliance <i>Remit items: 18, 19</i>			Review of Counter Fraud, Risk and Bribery Policy	Review of Whistleblowing Policy	2026-27 Fraud Risk Assessment
					Annual Fraud, Bribery, Whistleblowing and Significant Control Failure Report
Data Governance, AI and Digital Ethics <i>Remit items: 20, 21, 22</i>	Digital Infrastructure and Cyber Security: Safeguarding Our Digital Future			Digital Infrastructure and Cyber Security: Safeguarding Our Digital Future	

Title of Meeting: Board of Management

Date: 08 October 2026

Title: **Scheme of Delegation Review within the Board of Management Responsibilities and Standing Orders**

Purpose: To review the Scheme of Delegation within the Standing Order & Responsibilities V14, to ensure it reflects the current governance and risk environment.

Recommendation: a) The Board is requested to approve the proposed Scheme of Delegation updates, including the subsidiary reserved matters, committee oversight, quarterly reporting and urgent decision arrangements.
b) Consider if any other additional updates are required.

1. Executive Summary

The Scheme of Delegation was last reviewed and formally approved by the Board in December 2017, and predates the revised Code of Good Governance of April 2025, the establishment of the wholly owned subsidiary and some changes in Board composition, including Committee Structure.

The Scheme of Delegation was noted as an action in the rolling Board Development Plan, Priority 3 due by July 2026.

The rest of the Standing Orders & Responsibilities V14 document has already been reviewed and approved at previous Board meetings during this academic annual year.

The Scheme of Delegation review should strike a balance: retain strategic control at Board level while enabling efficient operational management through clear, documented delegations.

The Scheme of Delegation should provide assurance that, as a core part of the governance framework, all delegations comply with relevant legislation, the Code, and the Scottish Funding Council requirements, and reflect the Financial Memorandum and Scottish Public Finance Manual.

2. Strategic Objectives

This paper supports our Strategic Ambition through helping fulfil our strategic objectives to deliver outstanding experiences, to be the partner of choice and to play a key role in enabling the future. This is demonstrated by ensuring a robust governance framework.

3. Associated Risks

There is a risk that the Board of Management could become non-viable because it does not review its governance framework. There are no further risks identified because of this paper.

4. Equality and Diversity Impact Assessment

There is no requirement to conduct an EDIA .

5. Publication

Following approval, the updated Scheme of Delegation will be inserted into the full Standing Orders and Responsibilities document V14 which will then be published on the College website.

1. Background

From 2.18 Standing Orders The Board has an agreed Scheme of Delegation (Section 4), which defines the powers delegated to the Chair of the Board, the Committees, the Principal, and the Board Governance Professional. The Scheme of Delegation shall be reviewed and updated from time to time as agreed by the Board.

Matters which are dealt with under delegated authority by the Chair of the Board, a Board Committee, the Principal, or the Board Governance Professional do not need further confirmation by the full Board unless the Scheme of Delegation so requires.

The Board will be kept informed of matters determined under delegated authority by the Chair of the Board, a Board Committee, the Principal, or the Board Governance Professional.

If the Board has reasonable grounds to suspect that powers granted under the Scheme of Delegation have been misused or exceeded by any party the Board may take whatever steps it considers reasonable and appropriate to investigate the matter, and to act upon any findings so made. In any such circumstance, the Board will seek legal advice before proceeding and may seek advice from other bodies such as the SFC and the Standards Commission as appropriate.

From 2.19 Standing Orders The Board of Management separately approves detailed Financial Regulations that set out practical parameters, guidance and responsibilities relating to financial control. These Financial Regulations are updated on an agreed cycle and include a Scheme of Financial Delegation which sets out the financial authorities, including financial spending limits, delegated to the Principal.

2. Current Situation

All delegations must comply with:

- Further and Higher Education (Scotland) Act 1992 and Post-16 Education (Scotland) Act 2013.
- Code of Good Governance for Scotland's Colleges 2025 (especially sections on accountability and delegation).
- Scottish Funding Council directions and Financial Memorandum.

The specific requirements considered within this review include:

1. Integrating the wholly owned College subsidiary governance
2. Updating delegations of authority for the Chair, Committees, Principal and Governance Professional
3. Alignment with the 2026 Code of Good Governance for Scotland's Colleges
4. Modernisation of decision-making and assurance structures, including terminology updates.

3. Proposals & Recommendations

3.1. Integrating subsidiary governance

The College took the decision to create a wholly owned subsidiary, SAI Aerospace Training Ltd (the Company), where the common stock is 100% owned by the College. The Company is a business entity entirely owned by the College which grants the parent company (the College) full control over its operations. Unlike majority owned subsidiaries, which may have minority shareholders, wholly owned subsidiaries are entirely owned by the parent company in this case the College.

As the College moved through several phases of establishing the Company, the Board of Management was required to review and approve several governance matters, for example approving the Articles of Association which are compiled to ensure that the management team of the Company are required to report on at least a quarterly basis or where there is an urgent matter requiring the Company to make the College aware.

It is now proposed that amendments and additions are inserted into the Scheme of Delegation to clarify responsibilities. Subsidiary governance introduces new delegated responsibilities, and the Scheme may benefit from additions to clarify subsidiary oversight, urgent-action procedures, and reporting lines, or a reference to the relevant Articles of Association.

Proposed additions: Introduce full delegation framework, including:

(A)Insert additional Authority reserved to Board at 4.7:

(XV) establish or wind up any subsidiary; approve or amend its Articles of Association; approve its annual Business Plan and budget; approve material changes to the nature or scope of its business; approve strategic partnerships; and consider material or emerging risks and the subsidiary's quarterly assurance reporting.

Category	Reserved matter requiring prior Ayrshire College approval
Strategy and business planning	Any material change to the approved Business Plan or annual budget, or to the nature and scope of the business.
Contracts and commitments	Any contract, liability or commitment outside the approved Business Plan.
Capital expenditure and borrowing	Capital expenditure or borrowing above the limits approved in the Business Plan.
People and remuneration	Material changes to employee pay, terms and conditions or pension arrangements; and the appointment or dismissal of senior employees, including the Managing Director and Company Secretary.
Corporate structure	Any proposal to wind up the company, merger, acquisition, investment in another company, share subscription, or acquisition of another entity's undertaking, assets or liabilities.

Audit and financial reporting	Appointment or removal of auditors, approval of statutory accounts, and material changes to principal accounting policies.
External donations	Any donation to a charity other than Ayrshire College.

(B) Insert additional Delegation to Board Committees at 4.8:

(4.8.7) The Board may delegate additional functions to relevant Sub Committees regarding subsidiary company monitoring, specifically:

1. **People, Infrastructure and Finance Committee** – review the adequacy, timeliness and completeness of quarterly subsidiary reporting, including performance, management accounts, cash-flow forecasts, Business Plan delivery, loan covenant or repayment compliance, key operational risks and dependencies on College services, facilities, systems, staff or financial support. Material concerns, significant variances, potential breaches, cash-flow pressures and matters requiring shareholder approval must be escalated to the Board with recommendations.
2. **Audit and Risk Committee** – consider whether the subsidiary has proportionate internal and external audit coverage and appropriate arrangements for financial control, risk management, regularity, propriety and compliance with the Scottish Public Finance Manual. The Committee will review relevant audit findings, management actions, control weaknesses, assurance statements and follow-up reports, and monitor implementation of agreed actions.

(C) Insert additional Delegation to Chair/Interim Chair of the Board at 4.9:

(4.9.1, II) an extraordinary Board meeting is called in the case of material decisions, including urgent subsidiary matters.

(D) Insert additional Delegation to the Principal at 4.10:

(XV) authorise operational liaison and subsidiary transactions within financial thresholds • explicit accountability for subsidiary's compliance with the Financial Memorandum and Code of Good Governance.

3.2 Updating delegations of authority for the Chair, Committees, Principal and Governance Professional

Proposed additions/alterations:

General Principals

• **4.1 additional para:**

Delegated authority may not be further sub-delegated by the Chair/Interim Chair. The Board remains collectively accountable for all functions, irrespective of delegation and will maintain proportionate controls, reporting and assurance.

Delegation to Staff

• **4.5 additional sentence:**

Financial authority levels are defined in the Financial Regulations. This Scheme signposts those limits but does not replicate them.

Delegation to Committees

- **4.8.3 additional sentence:**

Committee Terms of Reference shall be reviewed at least annually by the Board.

- **4.8.4 additional sentence:**

Committees may not sub-delegate outside their approved Terms of Reference.

Delegation to Chair/Interim Chair of the Board

- **4.9.1 Additions and deletions:** giving clarity on limits for minor operational decisions requiring retrospective Board reporting:

- I. Take decisions between Board meetings where delay would materially prejudice the College or subsidiary, limited to health and safety, compliance, time-critical operational continuity or other urgent subsidiary matters. An urgent subsidiary proposal may be circulated by email to the Chair of the Board, the Chair of the People, Infrastructure and Finance Committee and the Chair of the Audit and Risk Committee; a majority approval will be sufficient to proceed, subject to the matter not being one which legally requires a full Board or shareholder resolution.
- II. The Board Governance Professional will retain the proposal, responses, decision and rationale as the formal audit trail and ensure any required shareholder approval is documented through the College's established resolutions, minutes and decision records.
- III. All decisions taken under this urgent procedure must be notified to Board members within five working days and reported for homologation at the next Board meeting.
- ~~IV. exercise judgement in the event of a need for an urgent decision during the period between Board meetings, such that.~~
- ~~V. an extraordinary Board meeting is called in the case of material decisions.~~
- ~~VI. a proposal is circulated, and a decision is approved by email (in accordance with the Standing Orders) and is thereafter homologated at the next Board meeting.~~

Delegation to the Principal

- **4.10 additional sentence:**

Delegations are exercised subject to routine reporting through the management information framework and Committee assurance schedules approved by the Board.

- **4.10.1 (I.) additional sentence:**

A written report of the decision, rationale and any financial impacts will be provided to the Chair within 5 working days and tabled for homologation.

- **4.10.1 (IX.) additional wording:**

subject to data protection, confidentiality and FOI publication scheme requirements.

- **4.10.1 (XV.) additional para:**

Authorise operational liaison and transactions with the subsidiary within the approved Business Plan, budget, Financial Regulations and delegated financial thresholds; ensure transparent, defensible and arm's-length arrangements for shared services, asset use, transfer pricing, branding and related-party activity; and secure the subsidiary's compliance with the Financial Memorandum, Code of Good Governance and other applicable requirements.

Subsidiary reporting framework: the subsidiary will provide a quarterly summary report to the People, Infrastructure and Finance Committee covering financial performance, cash flow, Business Plan delivery, key performance indicators, risk, compliance, staffing, Civil Aviation Authority approval matters, significant contracts and conflicts of interest. The subsidiary and College will use the same accounting year ending 31 July and aligned reporting timetables to support consolidation into the College financial statements. Subsidiary risks will be reflected, where material, in the College strategic risk register and assurance map.

Related governance documentation: the Board, People, Infrastructure and Finance Committee, Audit and Risk Committee and Remuneration Committee Terms of Reference, Financial Regulations and subsidiary reporting template will be reviewed alongside the Scheme of Delegation to ensure consistent reserved matters, escalation routes, reporting responsibilities and financial thresholds. Legal advice will be sought where an amendment to the Articles or company law documentation may be required.

- **4.10.5 (III) alterations and additional sentence under Financial Management:**

enter into and negotiate contracts and other binding arrangements for the supply of goods and services (whether bought, leased, hired or otherwise acquired) to the College or to authorise another to enter into such contracts up to a value of applicable UK procurement thresholds under the Procurement Reform (Scotland) Act and relevant regulations including approvals for single-source awards within limits defined in the Financial Regulations or Board approved budgetary limits. Ensure procurement considers Fair Work First, sustainability and community benefits where applicable; and undertake proportionate financial and integrity due diligence on suppliers in line with the Procurement Policy.

4.10.5 (XIV) additional para:

material exceptions to policy or limits must be reported to the People, Infrastructure and Finance Committee at the next cycle and to the Board where strategic.

Delegation to the Board Governance Professional:

- **4.10.7. (1) additional wording:**

in line with the College's Records Management Plan, FOI/EIR and data protection obligations.

Absence of the Board Governance Professional

- **4.10.8 Deletion and new wording**

~~In the absence of the Board Governance Professional, the Board shall agree temporary arrangements that can be put in place either by appointing a staff member to fulfil the delegated functions, or by making such other arrangements as may be required.~~

In the absence of the Board Governance Professional for more than 2 consecutive weeks, the Chair will agree temporary arrangements that can be put in place either by appointing a staff member to fulfil the delegated functions, or by making such other arrangements as may be required. These arrangements will be reviewed every 4 weeks.

Previous Schemes

- **4.10.9 Deletion and new wording**

~~This Scheme of Delegation replaces any versions previously approved by the Board.~~ This Scheme replaces all previous versions. It will be reviewed annually as part of the Board's governance cycle (see Section 9) and immediately where there is a relevant legal, regulatory or structural change.

(3.3) Alignment with the updated Code of Good Governance

The updated 2026 Code of Good Governance has a strengthened focus on accountability & transparency and modernises the governance expectations to reflect the sector's evolving landscape and reaffirms the centrality of good governance to college success. The Code aims to ensure accountability, transparency, performance oversight and risk management arrangements via strengthened expectations.

The Code updates emphasise financial sustainability duties, improved audit and risk oversight, robust delegation frameworks and strengthened reporting and compliance assurance. This aligns with the sector's increased financial scrutiny and public accountability environment.

The updated Code also has a greater clarity on Governance Roles, with a renewed focus on the role of the Governance Professional in supporting compliance, strengthened expectations for Chairs, Senior Independent Members, and Board Members, and required standards for induction, development, and skills for Board Members.

The proposed additions ensure alignment with the Code and include:

- Annual review of Scheme of Delegation to ensure it reflects the current governance and risk environment **(4.10.9)**
- Review and oversight of group governance and consolidated risk
- Wording alterations to reflect terminology changes

(3.4) Modernisation of decision-making and assurance structures.

The Scheme Of Delegation requires review regarding revised committee structures, assurance structures and oversight expectations.

The proposed additions/alterations consider current assurance structures:

- Annual review of the Scheme of Delegation is now included to ensure the Scheme reflects current governance and risk environment, and aligns with the Board effectiveness cycle and workplans.
- Review and cross-updating of Standing Orders with new delegations, especially around reporting cycles, urgent decisions, and subsidiary-related business.

- Wording alterations to reflect terminology changes

4.Resource Implications

No further resource implications require to be noted.

5.Consultation/Input

Interim Chair of the Board of Management, Vice Principal of Finance and Infrastructure, Board Governance Adviser, and attendees at the subsidiary governance and reporting meeting.

6. Conclusion

The Scheme of Delegation should provide assurance that, as a core part of the governance framework, all delegations comply with relevant legislation, the Code, and the Scottish Funding Council requirements, and reflect the Financial Memorandum and Scottish Public Finance manual.

The Board is requested to:

- Approve the proposed updates to the Scheme of Delegation, including the subsidiary reserved matters, committee oversight, quarterly reporting and urgent decision arrangements.
- Consider if any other additional updates are required.

Hilary Denholm
Board Governance Adviser
08 October 2026

Board of Management Meeting

08 October 2026

Subject: Board Effectiveness Report 2025-26 & 2026-27 Development Plan

Purpose: To present the Board Effectiveness Report for 2025-26 and the Draft Board Development Plan for 2026-27 for approval.

Recommendation: Board members are asked to prepare and submit/bring to the Board meeting ideas and suggestions for improvements to Board effectiveness, especially around the areas identified in **section 2.2.4**.

The Board are asked to review and approve both the Ayrshire College Board of Management Board Effectiveness Report 2025-26 & the Board Development Plan for 2026-27 for publication.

1. Executive Summary

On an annual basis, the Board is required to undertake a self-evaluation of effectiveness and develop an annual Board Development Plan; both of which support the Board to evidence compliance with the Code of Good Governance for Scotland's Colleges, the Board of Management Standing Orders and the Code of Conduct.

The College is required to submit these reports to the Scottish Funding Council (SFC) as a requirement of grant funding, and as identified in the Code of Good Governance for Scotland's Colleges and to publish these on the College website. Failure to comply with this requirement could impact on the funding received by the College from the SFC.

An Externally Facilitated Review is required at least every 3 to 5 years, and was conducted in Ayrshire College in 2024, thus was not required this year.

The combination of all the information and reports provided present a comprehensive evaluation and assessment of the Board of Management at Ayrshire College, alongside a measure of the governance arrangements to demonstrate compliance with the requirements of the Code.

There is a recognition that there is an ongoing transition with the loss of some experienced members, and the Board having a high proportion of newer board members which means in terms of tenure this is still a relatively 'young' board, thus building the new team remains an ongoing priority for AY2026-27.

2. Strategic Objectives

The Board Effectiveness Report 2025-26 demonstrates the commitment shown by Board members to being engaged in overseeing and governing the college by way of a high level of attendance at Board Committee and Board meetings. This directly links to our Strategic Objective of *Enabling the Future* with the Board leading & influencing; being data informed and intelligence driven; responding to challenges and helping shape the future positively. The self-evaluation feedback questionnaire aligned with the Code of Good Governance, also links to our Strategic Objective of Enabling the Future.

The Board 2026-27 Development Plan includes prioritised actions to support all our Strategic Objectives. For example, our *Partner of Choice* Strategic Objective around innovation and collaboration, making impactful contributions and developing immersive relationships. The plan also supports The Ayrshire Way and includes training & development for Board members through focused 3C time via planned development sessions and workshops.

The sharing of the information in these reports demonstrates and supports our Values of being *Respectful, Supportive, Open & Honest, Innovative*.

3. Associated Risks

Failure to comply with the requirement to annually submit the Board Self-Evaluation of Effectiveness report and an annual Board Development Plan could impact on the funding received by the College from the SFC.

4. Equality and Diversity Impact Assessment

None required given the content of this paper.

5. Publication

This paper will be published on the College website.

1. Background

A Board self-evaluation questionnaire was issued on 21 May 2026 via Microsoft Forms, with results due by 22 June 2026, then collated and reported on. The questionnaire results also assisted with the annual Evaluation of the Effectiveness of the Board Chair Report.

In addition, information from Board attendance records, feedback from Chair one to ones, feedback from Board development & strategy sessions, and points raised at Board Committee (including Committee self-evaluation reports) and Chair level are all incorporated into this annual Board effectiveness report.

2. Current Situation

• 2.1 Board Attendance Report

Individual Board member attendance is recorded every year for the Standing Committees that they support, and for the Board of Management meetings.

Key points for AY 2025-26:

- Every meeting attendance level achieved over 75% (Very good)
- 81% Overall Total attendance was achieved (KPI 90%)
- Virtual attendance assists overall meeting attendance levels
- Virtual attendance has increased up to 42% from 29%
- Flexibility of hybrid attendance is helpful
- Student voice input maintained across Board & Committee level
- Attendance & committee membership is discussed as part of annual reviews
- Committee membership can be adjusted to assist where issues identified, or vacancies highlighted, or development requested
- Committee membership takes into account Skills Matrix and DiSC profiles

The report Board attendance for AY 2025-26 is available within **Appendix 1**.

• 2.2 Self Evaluation Questionnaire Report

The questionnaire comprised an evaluation of the activities of the Board of Management by each Board member individually, structured around the Code. Board members were asked to express a level of agreement with a series of statements representing good governance practice, which then informed the self-evaluation report, and helped indicate areas of strength and of future development for the Board.

The Code of Good Governance provides direction on the key principles of governance, under the headings of:

- A. Leadership and Strategy
- B. Quality of the Student Experience
- C. Accountability
- D. Effectiveness
- E. Relationships and Collaboration

The statements of good governance practice which comprised this evaluation were grouped under these headings and associated sub-headings, and reflected the direction and guidance within the Code. This ensured that the evaluation report was closely aligned with the Code, and that development/improvement actions were specific to the requirements of the Code.

The questionnaire comprised 71 questions within six sections, covering the five sections of the Code of Good Governance for Scotland's Colleges. Board Members indicated the degree to which they agreed with the statements on a scale of 1 to 6, (low = disagree, high = agree), with ample opportunity to add their own comments at each section.

2.2.1 Key findings:

- 9 of the existing 16 Board members (over 55%) completed the self-evaluation questionnaire.
- The 9 responses present a picture of a high-performing Board with a mature governance framework, strong leadership, excellent student engagement, robust assurance arrangements and a positive governance culture.
- The survey identifies development opportunities rather than weaknesses. Future improvement should focus on strengthening strategic foresight, enhancing awareness around major initiatives, deepening performance scrutiny and ensuring the Board continues to evolve its skills and capabilities to meet emerging challenges.
- The volume of questions and length of completion time (average 40 minutes) affected the number of submissions, and will be reduced and condensed for next year, whilst still adhering to the sections of the Code of Good Governance for Scotland's Colleges.
- Average ratings across all 35 effectiveness statements remain consistently high, typically between **5.3 and 5.9 out of 6**.
- No area scored below **5.0**.
- There is strong consensus regarding:
 - Governance effectiveness
 - Student-centred decision making
 - Risk management and audit
 - Chair effectiveness
 - Strategic leadership
 - Governance support

- The survey suggests that Board members have high confidence in current governance arrangements while identifying several areas for continued development rather than fundamental concern.

2.2.2 Top Strengths/Highest Score areas:

A) Student Voice and Student Representation

- This remains the strongest area of performance.
- Average score: **6.0/6**
- 100% of respondents awarded the maximum score
- Respondents consistently described:
 - Student representatives as active contributors
 - Student reports as influential in decision-making
 - Strong visibility of student concerns
 - Genuine respect for student perspectives
- The Board demonstrates clear compliance with the Code's expectations regarding student engagement and appears to have embedded student voice into governance processes.

B) Board Leadership

The Board Chair is effective and promotes open discussion

- Average score: **5.89/6**
- 89% awarded 6/6
- Comments highlighted:
 - Inclusive meeting facilitation
 - Constructive challenge
 - Respectful discussion
 - Strong relationship-building
 - Effective pre-meeting engagement
- Several respondents specifically referenced:
 - Open discussion
 - Strong culture
 - Effective challenge
 - Team cohesion
- Chair leadership is one of the Board's most significant strengths and is viewed as central to Board effectiveness.

C) Governance, Risk and Audit

Risk Management Strategy Average score: **5.89/6**

Audit Processes Average score: **5.89/6**

- Comments repeatedly used terms such as Robust; Comprehensive; Rigorous; Detailed; Well-developed

- Specific praise was directed towards Risk reporting; Committee scrutiny; Audit and Risk Committee oversight; Improved risk management systems
- Board members have exceptionally high confidence in assurance, audit and risk arrangements.

D) Strategic Leadership

Clear Strategic Priorities Average score: **5.89/6**

Strategic Review of Performance Average score: **5.56/6**

Strategic Thinking and Scenario Planning Average score: **5.44/6**

Respondents highlighted Effective dashboards; Strategic development days; Strong alignment with the Strategic Ambition; Good linkage between Board and College priorities

- The Board is viewed as strategically focused and well aligned with institutional priorities.

2.2.3 Key Themes Emerging from Comments

Theme 1: Strong Governance Culture

The most common qualitative theme across the survey. Respondents described respectful challenge, Professional behaviour, Strong ethical standards, Compliance with governance requirements and Effective committee structures.

Many comments referred positively to Code of Conduct, Nolan Principles, Accountability, Transparency and Governance guidance.

Theme 2: Strong Stakeholder and Industry Engagement

Members believe the College is highly connected to regional economic priorities and industry needs. Respondents identified engagement as a major strength. Examples included Employer forums, Ayrshire Growth Deal, Chamber of Commerce involvement, National skills groups, Regional partnerships and Industry advisory relationships.

Theme 3: Positive Staff Governance

Respondents recognised Strong People Strategy progress, Improved staff engagement, Positive survey outcomes, Workforce development activity and Trade union engagement.

Several comments referenced Improved staff satisfaction, Falling absence levels, Leadership development activity and Investor in People recognition.

2.2.4 Areas for Board Effectiveness Improvement Identified for Discussion

A) More Strategic Horizon Scanning

This was the most consistent future-focused development theme. Respondents suggested more discussion around:

- Artificial Intelligence
- Regionalisation
- Public sector reform
- Future operating models
- Economic uncertainty
- Demographic changes

Development Opportunity- Use Board Strategy Days more intentionally to explore Long-term scenarios, Emerging risks & Future opportunities.

B) Greater Transparency Around Major Strategic Initiatives

This was the most frequently raised concern. Several respondents referenced SAI Aerospace, Visibility of financial commitments, Communication with staff and understanding of major projects.

Importantly ratings for transparency remain high, this is not a governance concern but is primarily a communication and visibility issue.

Development Opportunity- Strengthen communication around major strategic decisions, Subsidiary activity, Investment decisions and Community impact.

C) More Detailed Performance Analysis

Several respondents requested:

- Greater scrutiny beneath headline dashboards
- More detailed student outcome analysis
- Better understanding of variation across curriculum areas
- More evidence of improvement impact

Examples mentioned included Student success variation, Learning & Teaching Academy impact, Apprenticeship performance and Student satisfaction trends.

Development Opportunity - Enhance dashboard reporting to include Trend analysis, Exception reporting, Variance analysis and Impact measures.

D) Board Skills and Succession Planning

Lowest scoring area – “Board has appropriate mix of skills and works well as a team” only achieved an average score of 5.0. Still positive, but lower than all other governance measures.

Comments identified:

- Loss of some experienced members
- Desire for more senior industry expertise
- Need for ongoing succession planning
- Opportunities for additional team development

Development Opportunity - Refresh the Board skills matrix with particular focus on Executive leadership experience, Industry expertise, Transformation leadership, Digital and AI capability.

E) Review of the Self-Evaluation Process

A number of respondents commented on the questionnaire itself. Common observations included very lengthy, difficult for members not serving on all committees, and could benefit from more narrative reflection.

Development Opportunity – Consider streamlined questionnaire design, thematic questions, reduced duplication, and greater emphasis on narrative reflection.

2.2.5 Key Future Issues identified for Board to address:

Use Strategy Days to assure all board members have sufficient understanding of the big drivers of change that will affect the college - AI, Regionalisation, Public Sector Reform etc

This was a very comprehensive effectiveness review. I'm wondering if some people will struggle to complete if they don't sit on a particular committee. The board will need to continue to support the transformation of the college to ensure we remain fit for the future, meeting learner and industry needs and ensuring we remain financially viable given the challenging fiscal landscape that we expect to be operating in for the foreseeable future.

Key priorities are in development in partnership between the Board, College and students.

The main and only thing is what I have mentioned. I have a concern that we are leaning more towards making decisions based on finances rather than people and the wider community.

The Ayrshire College Board Effectiveness Report for publishing for AY 2025-26 is available within Appendix 1.

2.4 Board Development Plan 2026-27 – Appendix 2

The Board Development Plan provides evidence of compliance with the Code of Good Governance for Scotland's Colleges and is therefore aligned to the principles of the Code.

The plan supports the delivery of the Strategic Ambition Objectives and provides evidence of the Board's role in contributing to the strategic direction of the College. Development recommendations indicate actions planned and impacts expected. Priority levels are given to items to assist with implementation.

The plan takes into account member feedback from the Board annual self-evaluation questionnaire, feedback from Board annual review discussions, feedback from Board development sessions and strategy workshops, and points raised through the Board Committees and Chairs.

The Board Development Plan 2026-27 is presented as a one-year plan with formal annual reporting to the Board of Management. Quarterly updates to document progress updates and status changes are uploaded to the Board Knowledge Bank Teams page for Board members' information by the Board Governance Adviser.

3 Proposal

The Board are asked to review, advise of any further inclusions and feedback on the information presented, plus consider if any further actions should be incorporated into the Board Development Plan 2026/27.

The Board are asked to approve the Ayrshire College Board Attendance & Board Effectiveness AY 25-26 Reports (**Appendix 1**), plus approve the Ayrshire College Board Development Plan for AY26-27 (**Appendix 2**) for publishing and forwarding to the SFC.

4 Resource Implications

No further resource implications require to be noted.

5 Consultation

All Board members were invited to participate in the annual questionnaire, the Chair one to ones, the Board development and strategy sessions, and at Board Committee level via Committee self-evaluation questionnaires.

6 Conclusion

The Board is asked to approve the annual Board Effectiveness Report for 2025-26 and the Board Development Plan 2026/27 for submission to the SFC and note that the report will be uploaded to the College website.

Hilary Denholm
Board Governance Adviser
08 October 2026

Board of Management Attendance & Self Evaluation of Effectiveness AY 2025/26



Board of Management
October 2026

Hilary Denholm, Board Governance Adviser
ayrshirecollegeboardoffice@ayrshire.ac.uk

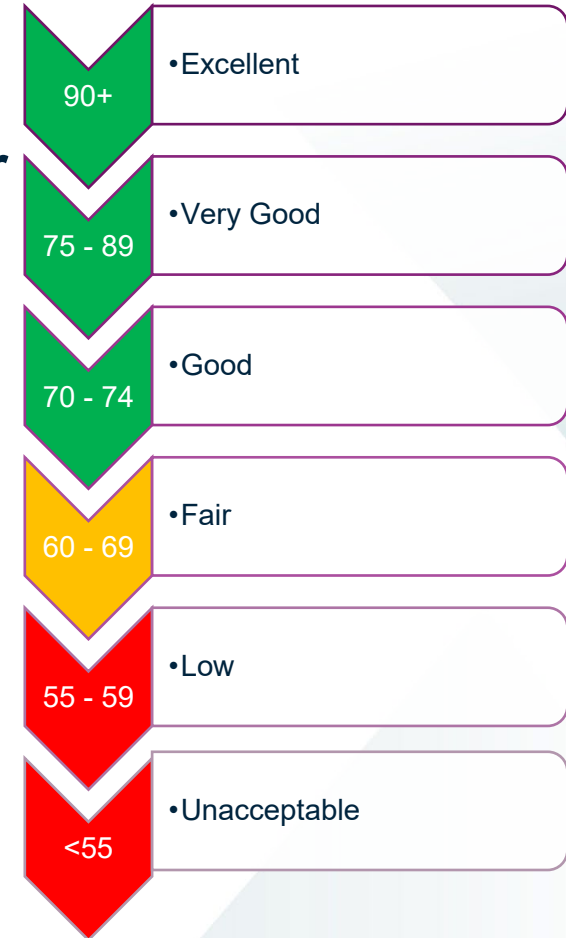
Measurement criteria for attendance

“Excellent” to “Unacceptable” six-point scale <55 to 90+

90% attendance benchmark and key performance indicator

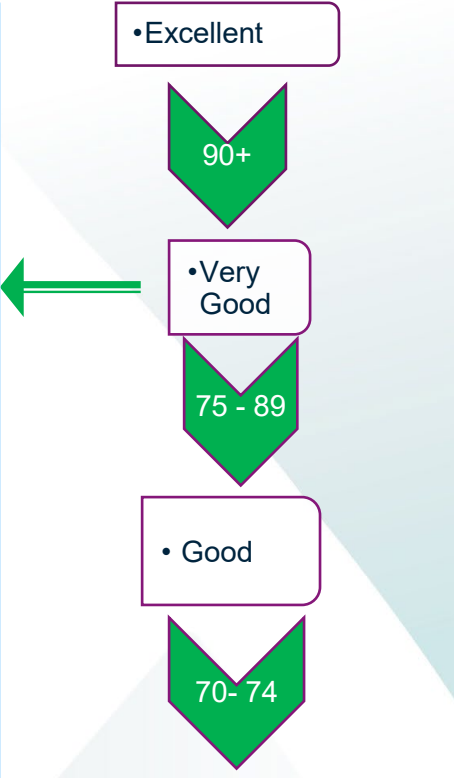
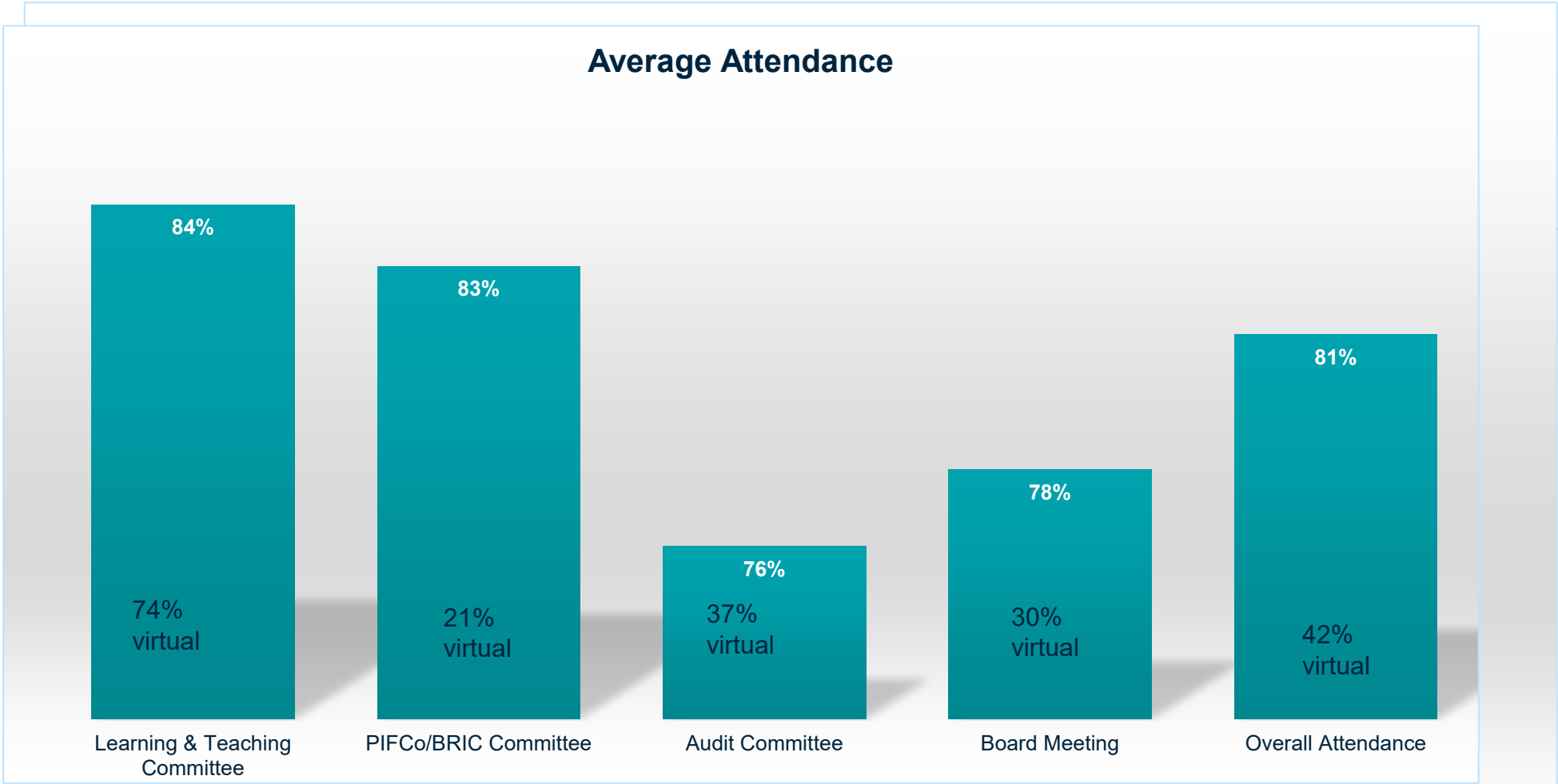
≥ 70% average attendance considered to be acceptable.

<70% average attendance considered to be less than acceptable and would normally be subject to review and opportunities for improvement explored.

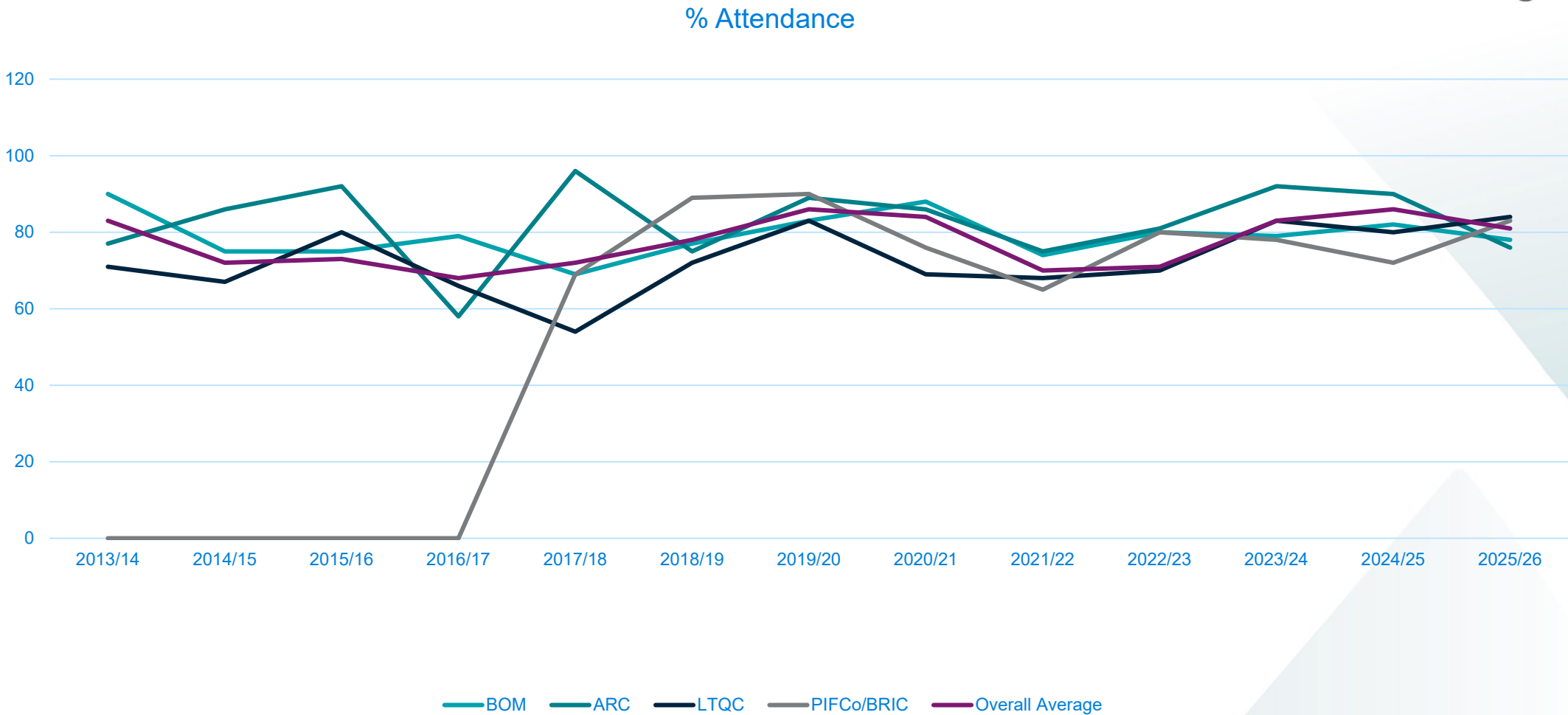


Our Values: **Open and Honest** | **Innovative** | **Respectful** | **Supportive**

Board and Committee Attendance: 2025/26 overview



Board & Committee Attendance: 2013/14 to 2025/26



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Board and Committee Attendance: Key points

- Every meeting attendance level achieved over 75% (Very good)
- 81% Overall Total attendance was achieved (KPI 90%)
- Most existing board member overall attendance above 70% (two above 60%)
- Virtual attendance increased from 29% for 24-25, to 42% for 25-26 – should this be a concern?
- Hybrid meetings assist attendance, but are scrutiny or discussion levels affected?
- Student voice input well maintained across Board & Committee level
- Attendance & committee membership is discussed as part of annual reviews
- Committee membership can be adjusted to assist where issues identified, or vacancies highlighted, or development requested
- Committee membership takes into account the Skills Matrix and DiSC profiles

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Board of Management Self Evaluation of Effectiveness AY 2025/26

Self Evaluation Of Effectiveness - Requirement

The Board of Management is required under the Code of Good Governance for Scotland's Colleges (section D.24) to:

- Undertake an annual self-evaluation of its performance and effectiveness against its overall duties and responsibilities.
- Commission an externally facilitated evaluation of its effectiveness every 3-5 yrs. (College commissioned external reviews in 2021 & 2024, so will plan EER 2028)
- Submit the self-evaluation report & Board Development Plan (including progress on the previous years' plan) to the funding body & publish on-line.
- Compliance with the Code is a condition of grant award by SFC.

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Self Evaluation of Effectiveness - Method

Self Evaluation of the activities of the Board of Management by each Board member individually, structured around the Code of Good Governance which provides direction on the key principles of governance, under the headings of:

- A. Leadership and Strategy**
- B. Quality of the Student Experience**
- C. Accountability**
- D. Effectiveness**
- E. Relationships and Collaboration**

Self Evaluation report helps indicates areas of strength and of future development for the Board.

- Self- Evaluation Questionnaire created in Forms
- Link emailed to Board Members on 21 May
- Completion by 22 June 26 request
- Scoring scale 1 to 6 (1 low = disagree to 6 high = agrees)
- Comments & Feedback
- Follow up
- Review
- Summarise
- Report results

Self Evaluation of Effectiveness – Summary Results

- 09 from 16 members (over 50%) completed
- Average completion time 40 minutes.
- High Overall Scores: Most numeric responses have a mean score above 5.5, with medians consistently at 6, indicating strong agreement across most evaluation areas.
- Highest Score areas:
 - (6.00) The College's audit processes are comprehensible and rigorous.
 - (6.00) The Board receives regular reports from the Students' Association.
- Lowest Score areas:
 - (5.00) The Board has an appropriate mix of skills and works well as a team.
 - (5.14) The Board sets challenging student success targets.
 - (5.14) There is a formal process for setting the Principal's remuneration.

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A: Leadership and Strategy

Strengths

- Clear alignment between the College's Strategic Ambition, Board priorities and executive delivery.
- Strong strategic leadership, supported by dashboards, performance reports and Board Development Days.
- Positive engagement with regional and national priorities, employers and economic development partners.
- A respectful, inclusive and values-led Board culture.

Development areas

- Create more time for horizon scanning and scenario planning, particularly around AI, regionalisation, public-sector reform and future funding.
- Examine the detail beneath positive headline performance indicators.
- Ensure financial sustainability decisions consider impact on students, staff and communities.
- Improve awareness and communication around major strategic initiatives and subsidiary activity.

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B: Quality of Student Experience

Strengths

- Student representatives are regarded as equal and valued Board members.
- Students' Association reports are prominent in Board business.
- Student views, surveys, complaints and feedback are used to inform discussion and decisions.
- There is strong commitment to improving student outcomes and experience.

Development areas

- Strengthen reporting on the quality and consistency of learning across curriculum areas and delivery methods.
- Provide clearer evidence of the impact of Learning and Teaching Academy activity.
- Increase scrutiny of apprenticeship performance and improvement actions.
- Look beyond overall satisfaction and achievement figures to identify variation between learner groups and curriculum areas.
- Develop broader measures of student success rather than relying solely on established funding-body indicators.

“Need better metrics for measuring the quality of learning that takes place in the classroom and through the VLE.”

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C: Accountability

Strengths

- Clear committee structures, remits and reporting arrangements provide effective assurance to the Board.
- Risk management, internal audit and external audit are viewed as robust and comprehensive.
- Strong financial oversight is provided through committee scrutiny and Board reporting.
- Board discussion is generally open, constructive and evidence-based.
- Ethical conduct, declarations of interest and the principles of public life are embedded in Board practice.

Development areas

- Reinforce understanding of the distinction between strategic governance and operational management, particularly for newer members.
- Improve the visibility and communication of significant financial and strategic decisions.
- Ensure reporting explains the rationale, risks, benefits and stakeholder implications of major initiatives.
- Continue developing dashboards so that Board members can interrogate trends, exceptions and underlying performance.

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D: Effectiveness

Strengths

- The Chair is strongly regarded for inclusive leadership, constructive challenge and effective meeting management.
- Governance advice, meeting administration, papers and forward planning are highly valued.
- Recruitment, induction, continuing professional development and individual review arrangements are well established.
- The Board has a broad skills base and works within a positive, respectful culture.

Development areas

- Refresh the skills matrix and succession plan, particularly for executive leadership, senior industry, financial, digital and transformation experience.
- Provide more opportunities for Board team development and relationship-building.
- Strengthen induction on delegation, committee responsibilities and areas outside individual members' committee experience.
- Review the annual self-evaluation process: several comments suggested it is lengthy and difficult for members without direct experience of every area.
- Consider combining a shorter questionnaire with facilitated discussion and more reflective narrative.

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E: Relationships and Collaboration

Strengths

- Extensive engagement with employers, councils, regional partnerships, national groups and sector bodies.
- Strong evidence that external relationships help align the curriculum with economic and skills needs.
- Board Development Days and external speakers provide useful stakeholder insight.
- Employer forums, direct visits and strategic partnerships support curriculum relevance and employability.

Development areas

- Clarify what effective Board-level stakeholder engagement should achieve and how its impact will be evaluated.
- Provide more systematic evidence showing how engagement changes strategy, curriculum or outcomes.
- Continue broadening external input to Board Development Days.
- Improve Board familiarity with newer partnership and accountability frameworks.
- Analyse whether industry alignment is equally strong across all curriculum areas.

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Key issues, ideas, suggestions for the Board to address:

- **Financial sustainability and difficult choices:** Respondents expect budget pressures to drive significant decisions and emphasised the need to remain financially viable in a challenging fiscal environment.
- **Balance finance with people and community impact:** One concern was that decision-making should not be finance-led without consideration given to staff, students and the wider community.
- **Future readiness and transformation:** The Board should continue supporting organisational transformation so that the College remains fit for the future and responsive to learner and industry needs.
- **Strategic horizon scanning:** Strategy Days should be used to strengthen members' understanding of major external drivers, including AI, regionalisation and public-sector reform.
- **Collaborative priority-setting:** Strategic priorities should continue to be developed jointly by the Board, College and students.
- **Accessibility of the evaluation process:** The review was regarded as comprehensive, but there was concern that members may find some questions difficult where they do not sit on the relevant committee.

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Next steps – Board Development Plan

The principal development priorities are **future readiness, deeper performance insight, transparency, Board skills and succession, and a more proportionate effectiveness-review process.**

1. Incorporate the feedback from the 25-26 Board Self-Evaluation questionnaire.
2. Incorporate suggestions/training needs from the Annual Appraisal discussions with the Chair, and the Principal.
3. Incorporate suggestions/ideas/development needs from ongoing discussions and development days.
4. Incorporate any relevant ideas/suggestions from the Board sub-group committees and Board meetings.
5. Align with Assurance & Governance mapping.
6. Align with our Strategic Ambition 2024-2027/refresh, our Strategic Objectives (Outstanding Experiences, Partner of Choice & Enabling the Future), our Values & The Ayrshire Way.
7. Submit Board Development Plan to Board for approval every year.
8. Update Board Development Plan every quarter.

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Appendix 2

Board Development Plan (BDP) 2026-27 DRAFT

Principles	Development recommendations	Source	Action Plan	Impact	Lead	Priority	Strategic Ambition Objective	Timeline	Status
A: Leadership and Strategy 1. Conduct in Public Life 2. Vision and Strategy 3. Performance 4. Corporate Social Responsibility	Strategic visits to be relaunched	BDP 25-26	Relaunch Board member visits to specific departments/areas for development – alter from Leading for Learning to Strategic Visits.	Increase understanding of the role of the board, increases presence and visibility and may support external relationships such as new Board members. Board members understand, support & demonstrate the College values, ambition, mission, objectives and promote the Ayrshire Way culture	BGA VP- People	2	Outstanding Experiences Enabling the Future Partner of Choice	Relaunch by Q2 for 26-27	
	Refresh Strategy for strategic ambition 2024-2027	Principal	Refresh Strategy session to be organised	Board members help shape the Ayrshire College Strategy	Principal Chair	1	Enabling The Future	By June 2027	1 st Sept 26 session
B: Quality of the Student Experience 1. Student Engagement 2. Relevant and High-Quality Learning 3. Quality Monitoring and Oversight	More student engagement at Board level	BDP 25-26	Involve Elected Student President & Vice President participation in Board recruitment, development sessions	Student perspective and input at Board level. Increased two-way communications, information sharing and understanding Maximise new member input	BGA SIM/Mentor	1	Outstanding Experiences	By June 2027	
C: Accountability 1. Accountability and Delegation 2. Risk Management 3. Audit Committee 4. Remuneration Committee 5. Financial and Institutional Sustainability 6. Staff Governance	Delegation review	BDP 25-26	Workshop session on the Role of the Board – Feb 2026 To review the Scheme of Delegation which was last reviewed Sept 2000 – take to Board for approval. Clarify SAI reporting	Board members, especially new members, understand fully their role. Assurance re appropriate delegation is in place	BGA ELT	2	Enabling The Future	Dec 2026	
	Risk Management – further development & training	BDP 25-26	Develop Risk Wizard for register and assurance mapping, ensure Board member understanding and risk appetite agreement	Improved sustainability, risk oversight, wider understanding, enhanced assurance, active register, dynamic response to emerging risks	BGA, Auditors ARC	1	Outstanding Experiences	March 2027	
	ARC – new member input	ARC Other board members	New member mentoring/coaching	Maximise new member input	BGA ELT	1	Outstanding Experiences	March 2027	

Principles	Development recommendations	Source	Action Plan	Impact	Lead	Priority	Strategic Ambition Objective	Timeline	Status
	RemCo – new member input	BDP 25-26	New member mentoring/coaching	Maximise new member input	Committee Chairs	1	Enabling The Future	June 2027	
	Maximise Board knowledge. re Finance & Sustainability	BDP 25-26	Specific training/presentations to Board training on Financials for Non-Financials How is the Board using AI? Advantages? Risks?	Maximise new member understanding & input. Demonstrate The Ayrshire Way	BGA ELT	2	Enabling The Future	June 2027	
	Staff Governance enhancements	BGA	Fair Work training, presentations, discussions with Board	The College can evidence adherence to the current mandatory Fair Work First criteria and substantial alignment with the five additional criteria.	BGA ELT	2	Outstanding Experiences	June 2027	
D: Effectiveness	The Board Chair	BGA	Support & Development for new Chair	Maximise Chair effectiveness. Demonstrate The Ayrshire Way	BGA ELT	2	Outstanding Experiences	June 2027	
	Senior Independent Member (SIM)	BGA	Support & Development for new SIM.	Maximise SIM effectiveness. Demonstrate The Ayrshire Way	Chair ELT BGA	1	Outstanding Experiences	Feb 2027	
	Board Members	BDP 25-26	Demonstrate The Ayrshire Way Teambuilding/Teamworking Mentors for new members From 121s: Learning how to challenge appropriately Knowledge sharing between members Board blogs	Improved attendance rates with In Person majority attendance Timely decisions Effective interaction, challenge, critical thinking and decision making. Demonstrate The Ayrshire Way	Chair BGA Chairs & Vice Chairs ELT	1	Outstanding Experiences	Jan 2027	
	Governance Professional	BGA	Improve information management and archiving Develop use of Co-pilot Investigate Board meeting transcription best practice	Adhere to records keeping timelines and data protection principles Maximise efficiency and time management	BGA	1	Enabling The Future	Jan 2027	
	Board Member Appointment, Induction and Training	BDP 25-26	Maximise new member input.	Key meetings planned Increased efficiency of resources & teambuilding	BGA	1	Partner of Choice	Jan 2027	

[illegible]

Board Of Management meeting

08 October 2026

Title: Board Recruitment

Purpose: To update the Board regarding the latest Board Recruitment

Recommendation: To Approve/Ratify/Note the following:

1. Note the Interim Chair's Scottish Government extension
 2. Note Scottish Government approval of the new Non-Executive Members
 3. Note the Senior Independent Member (SIM) appointment
 4. Ratify the Elected EIS-FELA Board Member
-

1. Executive Summary

1a. The Interim Chair extension appointment of Sharon Morrow was formally approved by the Scottish Government and the position formally accepted.

1b. The Non-Executive Member appointments of David Hammond, Hilary Rodgers and Nina Blakey, that were all approved at the June Board meeting, have all been formally approved by the Scottish Government and the positions formally accepted.

1c. Following the Board Non-Executive nomination process, Alicia Clyde was appointed as the Senior Independent Member from 31st August 2026.

1d. Following the recent resignation of the Elected EIS-FELA Staff Board Member, Chris Boyce, a nomination process was held after which one candidate was elected to be put forward to join our Board. Ratification is now requested.

2. Strategic Objectives

This paper supports our Strategic Ambition through helping fulfil our strategic objectives to deliver outstanding experiences, to be the partner of choice and to play a key role in enabling the future.

This is demonstrated by the ongoing recruitment to ensure the efficiency and effectiveness of the Board of Management.

3. Associated Risks

If the appointment of Board Members is not undertaken in line with Scottish Government guidance, the Board runs the risk that its proposals to Scottish Ministers for the appointment of Board Members will not receive approval.

There is a risk that the Board of Management could become non-viable because it is not able to recruit to vacant Board Member posts or confirm extensions of appointments resulting in the Board being unable to maintain minimum membership as per statutory provision.

4. Equality and Diversity Impact Assessment

The Scottish Government objective is at least 50% of the Board Non-Executive members are female.

Extract from Gender Representation on Public Boards (Scotland) Act 2018:
Statutory Guidance April 2022, The gender representation objective:

2.2 Section 1 of the Act sets a “gender representation objective” that a board has **50% of non-executive members who are women**. Where a board has an odd number of non-executive members, the objective applies as if the board has one fewer non-executive member.

- If a board has 12 non-executive members, the gender representative objective is that the board has 6 non-executive members who are women.
- If a board has 9 non-executive members, the gender representation objective applies as if the board has one fewer non-executive member – in other words as if the board has 8 non-executive members. Consequently, the gender representation objective is that the board has 4 non-executive members who are women.

2.3 The gender representation objective is not a cap. The Act does not require board non-executive membership to be precisely 50:50 men and women and it does not prevent a board having more than 50% of non-executive members who are women. A board with more than 50% of non-executive members who are women has met the objective.

These recommendations will mean currently for AY 26/27 from the 19 total members the gender representation would be:

Board of Management					
Non-Executive Board Members (including Chair)		Staff Board Members (including Principal)		Student Board Members	
Male	Female	Male	Female	Male	Female
5	7	1	4	0	2

Currently over 50% women Non-Executive members (7 female: 5 male)
Board of Management gender balance well over 50% female: (12 female: 6 male)
Co-opted Board Committee members: 1 Male & 1 Female

Age Profile Diversity: Based on the dates of birth, represent a broad age range, from individuals born early 1960s through to the mid-2000s, indicating generational diversity within the group.

5. Publication

This paper will be published on the College website.

1. Background

- As per the Board Standing Orders, the Board Membership should total not less than 15 or more than 20.

The Board Membership shall reflect that constituted within the statutory provision. As currently constituted and set out in the Board Terms of Reference, the Board shall consist of not less than 15 or more than 20 persons, being made up of a Chair appointed by Scottish Ministers, the Principal (ex-officio), elected members and up to 12 non-executive members.

- Legislation and regulations which govern the appointment, and re-appointment, of non-executive members to the Board of Management are set out in the Ministerial Guidance on College Sector Board Appointments (2014), the Code of Good Governance for Scotland's Colleges and the Board Development Framework Guidance Notes for Boards in the College Sector. The Search and Nomination Committee has the responsibility to oversee this process on behalf of the Board.
- All proposed appointments and re-appointments require the support of the Board Chair, the Search and Nominations Committee, the External Independent Member of the Search and Nomination Committee and approval by the Board before being submitted for approval by Scottish Ministers.

2. Current Situation

2a. The Interim Chair appointment of Sharon Morrow has been extended and approved by the Scottish Government, offer letter issued, and the position formally accepted. Recruitment of a permanent Chair is currently being planned for 2027.

2b. The Non-Executive Member appointments of David Hammond, Hilary Rodgers and Nina Blakey, that were all approved at the June Board meeting, have all been formally approved by the Scottish Government and the positions formally accepted. We welcome the three new Non-Executive Board members to their first Board meeting.

2c. Following the Board Non-Executive nomination process, Alicia Clyde was appointed as the Senior Independent Member from 31st August 2026.

2d. Following the recent resignation of the Elected EIS-FELA Staff Board Member, Chris Boyce, a nomination process was held after which one candidate was elected to be put forward to join our Board. Ratification is now requested.

3. Proposal and Recommendation

Elected EIS-FELA Staff Board Member – for ratification

The Board are asked to ratify Elected EIS-FELA Staff Board Member Ceri Nailen's appointment and membership of the Board of Management from 09 October 2026. The initial appointment to the Board of management would be a four-year tenure until 09 October 2030.

Ceri Nailen is an essential skills lecturer working mainly in the trades area. She has a vast amount of experience as an educator. Ceri is the organiser for the EIS-Fela branch. She is soon to become a member of the EIS-Fela National Executive Committee. She brings a wealth of knowledge about our staff and issues across the sector.

Action – Formal offer letter to be issued to the Board Member following ratification.

4.Resource Implications

No further resource implications require to be noted.

5.Consultation/Input

Interim Chair Board of Management, Board Governance Advisor.

6.Conclusions

The Board of Management are asked to:

- a) Note the Interim Chair formal extension and approval
- b) Note the Non-Executive Board member formal approvals
- c) Note the SIM appointment
- d) Ratify the Elected EIS-FELA Staff Board Member appointment

Sharon Morrow
Interim Chair, Board of Management
08 October 2026

Title of Meeting: Board of Management

Date: 08 October 2026

Title: Committee Chair's Report - Learning Teaching and Quality Committee Meeting, 10 September 2026.

Purpose: To Inform, update, and alert the Board to any areas of escalation raised at Board Committee level.

Recommendation: The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

1. Executive Summary

To provide the Board with a summary of significant items considered by the Learning Teaching and Quality Committee (LTQC) meeting in advance of the approved minutes being submitted to the Board in December 2026.

The LTQC Chair requests the Board to note:

- The LTQC workplan for AY26-27 now includes the Modern Apprenticeship Review Action Plan Update at each meeting and new Quality Reports from quarter 2 onwards.
- The Risk & Opportunities Register's developments relating to the Curriculum Offer risk now supported by clearer controls over curriculum planning, employer engagement, skills intelligence, student performance reporting and future curriculum development.
- Wider strategic risks affecting learning, teaching and quality including:
 - Climate Change (in relation to sustainability within the curriculum and student engagement)
 - Recruitment and Retention of Staff (where workforce capacity affects delivery)
 - People and Culture (where organisational culture and wellbeing influence student experience)
 - Data Security (where digital resilience supports continuity of learning)
 - AI Framework (where responsible use of AI is linked to academic integrity, innovation and learner support)

2. Strategic Objectives

This paper supports our Strategic Ambition through helping fulfil our strategic objectives to deliver outstanding experiences, to be the partner of choice and to play a key role in enabling the future. This is demonstrated by the progress reports and further planned actions detailed, along with the agenda items as described within this quarterly update report.

3. Associated Risks

There is a risk that the Committee could fail to demonstrate that it was fulfilling the requirements of its Terms of Reference by not updating the Board of Management, resulting in a failure to evidence compliance with governing legislation and regulation, and the Board's governance requirements.

4. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper

5. Publication

This paper will be published on the College website.

6. Background

A meeting of the Learning Teaching and Quality Committee Meeting took place on 10 September 2026.

7. Current Situation

The Committee considered, noted, or approved the following:

- **Student Association Report Q1**

Main activities were highlighted from the report by the new Student President and Student Vice President, with verbal updates on activities since the report submission. The Committee welcomed the Q1 report and noted the report as presented.

- **AY 2025-26 LTQC Committee Annual Self-Evaluation Draft Report**

Members discussed and approved this report, and agreed it should go to the Board of Management December meeting for information. This gives members further time to review and suggest additions/alterations especially around the action plan details.

- **AY 2026-27 LTQC Draft Committee Terms of Reference & Work Plan**

Members discussed and recommended approval of the Terms of Reference & Work Plan to the Board of Management. Members noted that the LTQC workplan for AY26-27 includes the Modern Apprentice Review Action Plan Update at each meeting and new Quality Reports from quarter 2 onwards.

- **AY 2024-25 SFC College Sector KPI Benchmarking Report**

The Committee welcomed the report and noted Ayrshire College's 2024-25 outcomes show a positive and improving position, with clear strengths in FE, key student groups, and several subject areas performing above sector benchmarks. The report also identified targeted areas for action, particularly around HE outcomes and specific subject groupings where performance remains below the College or sector average.

- **AY 2025-26 Interim Ayrshire College Performance Indicator Report**

The Committee welcomed the report and noted Indicative Ayrshire College AY 2025-26 KPIs show a notable improvement in retention and attainment across FE part-time and HE part-time programmes. Indicative KPIs for FE full-time and HE full-time programmes also show slight improvements in partial success and successful completion rates.

- **2025-26 External Verification Report**

The Committee welcomed the report and noted External Verification activities provide robust evidence and confirmation that the College is maintaining high standards and continuing to develop good practice in inspiring and innovative ways, while being able to adapt and respond quickly to change and maintain academic standards.

- **2023-24 SFC College Leaver Destination**

The Committee welcomed the report and noted Ayrshire College demonstrates strong post-college outcomes, with more than nine in ten learners progressing to a positive destination. However, performance is modestly below the national benchmark. The key improvement challenge is increasing the proportion of students progressing into positive destinations, particularly further study, while maintaining the College's comparatively strong employment outcomes.

- **Learning and Teaching Academy Evaluation**

The Committee welcomed the evaluation, noted the ongoing actions with members questioning and providing feedback on the report as presented.

- **Modern Apprenticeship Review Action Plan**

The Committee discussed and welcomed the update and noted the progress in the report as presented. The Student President will be working in partnership to help ensure student voice is increased in this area.

- **Employer Engagement and Innovation Report**

The Committee were advised on the overall updated position for the Employer Engagement & Innovation Department. The Committee welcomed the report and noted the report as presented.

- **Performance Dashboard**

The Committee received an update and overview of performance information.

- **Strategic Risk and Opportunities Register**

The Committee received a demonstration of the new Risk Wizard system, with a focus on LTQC relevant risks, and then approved the Strategic Risk & Opportunities Register for submission to the Board of Management.

8. Proposal

The Board is asked to receive and note the report and review any areas escalated by the Committee to the Board.

9. Resource Implications

No further resource implications require to be noted.

10. Consultation

LTQC Chair, LTQC Vice Chair and Board Governance Adviser.

11. Conclusion

The full Learning Teaching and Quality Committee meeting minutes will be brought to the next Board of Management meeting for information following their approval at the next Learning Teaching and Quality Committee meeting.

Brian Green
Chair, Learning Teaching and Quality Committee
08 October 2026

Title of Meeting: Board of Management

Date: 08 October 2026

Title: Committee Chair's Report – PIFCo Meeting 15 September 2026.

Purpose: To inform, update and alert the Board of Management to any areas of escalation raised at Board Committee level.

Recommendation: The Board is asked to receive and note the report and consider any areas escalated by the Committee.

1. **Executive Summary**

This report provides the Board of Management with a summary of the significant items considered by the People, Infrastructure and Finance Committee (PIFCo) at its meeting on 15 September 2026, in advance of the approved minutes being submitted to the 08 October Board meeting.

The Chair requests the Board to note:

- The SAI Strategic Plan provides a framework for sustainable growth, operational delivery, and performance monitoring, plus balances commercial sustainability with public value, and aligns with the College's strategic objectives for skills development, innovation, employer engagement, and economic growth.
- The strong and improving performance across the College's digital infrastructure with forward programme focusing on enterprise data modernisation, Microsoft Purview, continued cyber testing & awareness, strengthened digital governance and controlled adoption of AI.
- The Estates Strategy will provide a clear articulation of the College's long-term estate vision, positioning the College to respond to the emerging Scottish Funding Council Infrastructure Investment Plan and future infrastructure funding opportunities, with the Estates Development Framework providing detailed evidence to support future infrastructure investment decisions, project prioritisation & business case development.

2. **Strategic Objectives**

This paper supports our Strategic Ambition through helping fulfil our strategic objectives to deliver outstanding experiences, to be the partner of choice and to play a key role in enabling the future. This is demonstrated by the further planned actions, monitoring and reporting detailed, along with the agenda items as described within this quarterly report.

3. **Associated Risks**

There is a risk that the Committee could fail to demonstrate fulfilment of the requirements of its Terms of Reference if it does not update the Board of

Management, resulting in a failure to evidence compliance with governing legislation and regulation, and the Board's governance requirements.

4. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

5. Publication

This paper will be published on the College website.

1. Background

The People, Infrastructure and Finance Committee Meeting took place on 15 September 2026.

2. Current Situation

The Committee considered, noted or approved the following:

- **SAI Aerospace Training Ltd Strategic Plan**
The Committee recommended approval of the SAI Strategic Delivery Plan 2026-2029 to the Ayrshire College Board of Management.
- **PIFCo Draft 2026-27 Terms of Reference & Workplan**
The Committee approved the draft PIFCo 2026-27 TORS & Workplan for submission to the Board of Management.
- **2025-26 PIFCo Draft Self-Evaluation Report**
The Committee approved the 2025-26 PIFCo Draft Self Evaluation Report for submission to the Board of Management.
- **Digital Infrastructure and Cyber Security Report**
The Committee received a succinct overview of the Digital Infrastructure Annual Report 2025-26 and assurance on operational performance, data security, cyber resilience and controlled digital innovation.
- **2025-26 Financial Matters Update Report**
The Committee noted the update, which highlighted matters relating to stakeholder engagement, audits, procurement, taxation, banking and loans.
- **Estates Strategy**
The Committee endorsed the revised approach comprising both a College Estates Strategy and supporting Estates Development Framework.
- **People Strategy Quarterly Update Dashboard**
The Committee received an update on the People Strategy Quarterly Update Dashboard, including up-to-date workforce data on staff absences, development, recruitment, and health, safety and wellbeing.
- **Management Accounts as at 31 July 2026**
The Committee received a summary of the College's financial position, including key variances. The Committee reviewed and recommended the Management Accounts as at 31 July 2026 to the Board of Management for approval.
- **SAI Aerospace Training Ltd Report**
The Committee was provided with quarterly assurance on the operation, financial position, governance arrangements, risk profile and shareholder oversight requirements of SAI Aerospace Training Ltd

- **Strategic Risk & Opportunities Register**

The Committee received a demonstration of the Risk Wizard application and a reviewed and approved the Strategic Risk and Opportunities Register for consideration and approval by the Board of Management.

3 Proposal

The Board is asked to receive and note the report and consider any areas escalated by the Committee.

4 Resource Implications

No further resource implications require to be noted.

5 Consultation

Chair PIFCo, Vice Chair PIFCo, Board Governance Adviser.

6 Conclusion

The full PIFCo meeting minutes will be brought to the next Board of Management meeting for information following their approval at the next PIFCo meeting in November.

Matthew Wilson
Chair, People, Infrastructure and Finance Committee
Tracey Dalling
Vice Chair, People, Infrastructure and Finance Committee
08 October 2026

Title of Meeting: Board of Management

Date: 08 October 2026

Title: Committee Chair's Report – ARC Meeting 22 September 2026

Purpose: To inform the Board of matters considered by the Committee and to highlight any issues requiring escalation.

Recommendation: The Board is asked to receive and note this report and to consider any matters escalated by the Committee.

1. Executive Summary

This report provides the Board with a summary of the significant matters considered by the Audit and Risk Committee in advance of the approved minutes being presented to the Board in October 2026.

The Committee draws the Board's attention to the following:

- The ARC AY 2026-27 Terms of Reference and Workplan enhancements to reflect current assurance requirements, including value for money, governance and internal control, digital risk, data governance, artificial intelligence, counter fraud, bribery, whistleblowing and subsidiary company oversight, plus additional clarification of the Committee's independent assurance role in relation to governance, risk management, internal control systems, audit, financial reporting and compliance.

2. Strategic Objectives

This paper supports the College's Strategic Ambition by contributing to its strategic objectives of delivering outstanding experiences, being the partner of choice and enabling the future. This is reflected in the positive audit reports and the matters set out in this quarterly update report.

3. Associated Risks

There is a risk that, without regular reporting to the Board of Management, the Committee may be unable to demonstrate that it is fulfilling its Terms of Reference and evidencing compliance with relevant legislation, regulation and the Board's governance requirements.

4. Equality and Diversity Impact Assessment

An impact assessment is not applicable given the subject of this paper.

5. Publication

This paper will be published on the College website.

1. Background

A meeting of the Audit and Risk Committee took place on 22 September 2026.

2. Current Situation

The Committee considered, noted or approved the following:

- **2026-27 ARC Committee Draft Terms of Reference and Workplan**

The Committee recommended the 2026-27 ARC Committee Draft Terms of Reference and Workplan to the Board of Management for approval.

- **2025-26 External Audit Progress Report**

The Committee approved the proposed amendment to the Accounting Policy.

- **2025-26 Internal Audit Plan Update**

The Committee noted the verbal update to the Internal Audit Plan.

- **Rolling Audit Action Plan**

The Committee received an update on the recommendations made by both the internal and external auditors.

- **Annual Best Value Assurance Statement**

The Committee recommended the Annual Best Value Assurance Statement for the year ended 31 July 2026 to the Board of management for approval.

- **Digital Infrastructure and Cyber Security: Safeguarding Our Digital Future**

The Committee welcomed the informative report and noted its contents as presented. It was agreed that there will be an update on AI at the next meeting.

- **Risk Management Policy and Procedure Review**

The Committee recommended Version 3 of the Risk Management Policy and Procedure to the Board of Management for approval.

- **Strategic Risk & Opportunities Register**

The Committee reviewed and recommended the Strategic Risk and Opportunities Register for approval to the Board of Management.

- **Internal Audit Appointment Process**

The Committee approved the procurement approach, evaluation arrangements, timetable and governance controls for the appointment of the College's Internal Auditors from 1 August 2027.

3. Proposal

The Board is asked to receive and note this report and to consider any matters escalated by the Committee.

4. Resource Implications

There are no further resource implications to note.

5. Consultation

Chair and Vice Chair, Audit and Risk Committee; Board Governance Adviser.

6. Conclusion

The full minutes of the Audit and Risk Committee meeting will be presented to the next Board of Management meeting for information, following their approval at the next Committee meeting.

Jane Grant
Chair, Audit & Risk Committee
Michael Ross
Vice Chair, Audit & Risk Committee
08 October 2026

**Minute of the Learning, Teaching and Quality Committee Meeting
Held at Kilmarnock Campus and via Microsoft Teams
4pm Thursday 28 May 2026**

Present:

Alison Sutherland	Chair of LTQC
Brian Green	Vice Chair of LTQC
Jason Currie	Non-Executive Board Member (from Item 4)
Gillian Longmuir	Non-Executive Board Member
Michael Ross	Non-Executive Board Member
Chris Boyce	Elected Member, EIS/FELA
Lisa Keggans	Elected Member, UNISON
Darcie Hamilton	Elected Member, Student President
Marko Prorocic	Elected Member, Professional Services Staff
Janette Steel	Elected Member, Curriculum Staff (to Item 9 incl)
Angela Cox	Principal, Ex-officio

In attendance:

Sara Rae	Vice Principal, Skills and Enterprise
David Davidson	Vice Principal, People, Performance and Transformation
Alan Ritchie	Vice Principal, Finance and Infrastructure
Jennifer Anderson	Assistant Principal, Skills and Innovation
Alistair Rodgers	Director of Enterprise Development
Doreen Wales	Assistant Principal, Student Experience and Quality Enhancement
Hilary Denholm	Board Governance Advisor
Katelyn Kilbride	Executive Assistant (Minutes)
Sharon Morrow	Chair, Board of Management
Ann Heron	Head of Quality Enhancement
Euan Currie	Lecturer, Sports & Fitness and Hospitality
Colleen Porte	Lecturer, Essential Skills, Supported Learning & ESOL
Wendy McColl	Head of Student Experience
Kimberely Muir	Lecturer, Early Years Education

1. Welcome and Declarations of Interest

A Sutherland, Chair of the Learning, Teaching and Quality Committee welcomed everyone to the meeting.

The chair also welcomed Ann Heron, Chris Boyce, Euan Currie and Colleen Porte as members of the Learning and Teaching Academy. Alison also welcomed the Head of Student Experience, Wendy McColl.

There were no Declarations of Interest presented.

The meeting was confirmed as quorate.

2. Apologies

Apologies were received from Jane Grant, Non-Executive Board Member and Iain Shearer who has resigned earlier this month as a Non-Executive Board Member.

3. Minutes of the previous meeting held on 05 March 2026 (Paper 1) (C/P)

The minutes of the meeting held on 05 March 2026 were approved as a correct record.

Proposed: G Longmuir

Seconded: A Cox

3.1 Action and Decision Tracker (Paper 1a)

D Wales advised that item LTQ51-A02 has been completed and details of the analysis are available within paper 5.

A Rodgers advised that item LTQ51-A03 has been completed and the Website Management Procedure was presented at the Senior Leadership Team Meeting on 27 May 2026.

The Committee noted that there were no outstanding actions.

4. Learning & Teaching Academy Update (Presentation) (Paper 2)

The Learning and Teaching Academy provided an update on their activity to committee members.

J Currie joined the meeting at this point.

The Committee noted activity in relation to:

- Launch of the Peer Evaluation Process across the College with all Teaching staff participating in 2025/26.
- Launch of a Self-Reflection Toolkit and Process.
- Growing existing CoPs and establishing new ones: campaign to engage staff.
- Full development of the new-start lecturer programme (pilot in January 2026) with pedagogical resources which support all teaching staff.
- Development of an advanced learning and teaching programme.
- Participation in the CDN National Pedagogy Development Programme in partnership with TeachingHow2s.
- Participation in the national 'Supporting Diverse Learner Journey's' project – Transforming Assessment Policy and Practice.

The Committee noted actions planned for the Academic year 26/27 aligning with college priorities:

Peer review

- Embed into Great Conversations online platform.
- Knowledge, Skills and Behaviour (KSB) framework will facilitate peer review.

CoPs

- Continue to engage with staff. Strategies and toolkits developed will be shared with staff.
- Share Good Practice and develop resources to support Learning and Teaching.

New lecturer programme

- Refined and moved completely to the Elevate platform, which will provide better real-time updates on staff submissions.

Members noted:

- Great Conversations and the KSB framework are mandatory and will support monitoring of engagement and impact.
- Members emphasised the need for clearer expectations, stronger staff engagement, and better evidence of impact.
- It was confirmed that engagement and progress will be monitored through quality processes.
- The presentation will be shared with members of the committee.

The Committee welcomed the report and noted the informative updates.

5. Student Experience Update (*Presentation*) (*Paper 3*)

W McColl updated members on developments within the Student Experience team.

The Committee noted activity in relation to:

- 4 Areas: Careers and Employability, Engagement and Wellbeing, Information Hub and Education Support Team.
- The Student Experience Admin Support Team actioned 933 misconduct emails which links with the Positive Behaviour Community of Practice.
- The Careers and Employability Team (CEIS) have been prioritising partnership working to establish Ayrshire College as a partner of choice. Several students based at Kilwinning have obtained CSCS (Construction Skills Certification Scheme) cards due to funding support from CEIS Ayrshire and North Ayrshire Council. The team have also successfully engaged with Trindlemoss Day opportunities to support learners in Level 1 practical skills units and have worked closely with East Ayrshire Council on employability programmes.
- The Engagement and Wellbeing Team have worked with students in relation to mental health support with a total of £31,305 being claimed this term. 87% of students who received Barclays Grants in 2025-26 were still on course in May 2026. The team have processed 146 applications totalling £99,646.52 throughout 2026 so far. Wellbeing Concerns have grown from 386 in 2024-25 to 900 in 2025-26 however it is felt this could be due to a misunderstanding between a wellbeing concern and safeguarding issues. Wendy also highlighted the College hosting a special screening of 'The Low Road' to encourage discussion around student mental health. Members were informed that Doreen Wales and Teri Evans presented at the Student Carers Trust Conference and efforts have focused on improving support across education, increasing financial support and the use of priority groups to identify and support students at risk.

- The Information Hub were runners up for team of the year and have worked closely with the timetabling team on room bookings. The team have supported student funding with 457 applications and helped 344 students apply to courses. The team have supported the telephony rollout, the new ANPR (Automatic Number Plate Recognition) car park system at Kilmarnock campus, expanded cross-campus support for Student Awards Agency Scotland (SAAS) applications and provided support to priority group students.
- The Education Support Team received positive feedback, which included Students describing support as helpful, clear, supportive and reassuring. Within the feedback report, it was highlighted that clearer information pathways about support are required and Wendy advised that the team would work on videos and guidance for students on the support available. The Education Support team have implemented 1,471 support plans which has increased from 1,249. The Additional Support Needs fund is on track to match or exceed last year's figure. Disabled Students' Allowance (DSA) applications have increased by £27,403 in comparison to 2025.

A Cox thanked W McColl for the exceptional input by Student Experience colleagues and noted the positive impact of their work across the College. It was agreed that data will be analysed into each council area and provided to SLT members to support external discussions in relation to key priority groups.

J Currie highlighted the importance of digital skills and AI to further support disadvantaged students.

D Wales informed committee members that data from the latest Scottish Funding Council report shows Ayrshire College are supporting priority groups exceptionally well.

The Committee welcomed the report and noted the informative updates.

6. Student Association Report Q4 (Paper 4) (P)

D Hamilton updated on the activities undertaken by the Student Association (SA) with particular reference to the two pillars of their work, namely the Student Voice and Student Community, and to further ensure that the student voice is heard in all relevant forums. D Hamilton highlighted the main activities from the report and verbally updated the Committee on activities since the report submission.

The Committee noted activity in relation to:

- Deaf Awareness week including a British Sign Language signer across each campus.
- Mental Health Awareness week including walk and talk events.
- The Student Association are pleased with outcomes from the Student Satisfaction and Engagement Survey with a positive increase in response rates.
- The SA thanked Jennifer Anderson for presentation certificates at the Platinum Awards lunch which took place on Friday 15th May and included awards such as Class Ambassador of the Year and Student Officer of the Year.

- The Student Association are delighted to have been shortlisted in the Innovation Category for the Nexus Project.
- The SA are currently involved in collecting student feedback for the upcoming quality review panel and is working closely with colleagues in the Quality Team.
- D Hamilton thanked Board Members for their ongoing support over the last two years and noted key highlights including the closing speech at graduation in 2024, working as a team to create the NEXUS, connecting with students and carrying out important campaigns. Darcie noted it has been an honour to be the student president.

B Green and J Currie thanked D Hamilton for her contribution and commitment as Student President.

The Chair, on behalf of the Committee, thanked the Student President for her contribution to the Board Committee over the last two years. The chair also noted that Demi Brown has been duly elected as the Student President and Natalie Bestwick as the Student Vice President for 2026/27.

7. 2025-26 SFC Student Satisfaction and Engagement Survey (Paper 5) (P)

D Wales gave a summary of the report from Paper 5.

Members noted:

- The response rate to the Scottish Funding Council Student Satisfaction and Engagement Survey 2025/26 increased by 710 to 3,472.
- The levels of student satisfaction increased by 3% to 96% in 2025/26.
- The levels of satisfaction increased for every statement with the largest increase being 7%.
- There was an increase of 4% in satisfaction to the statement '*Any change in my course or teaching has been communicated well*'
- There was a 3% increase in satisfaction to the statements '*Overall, I am satisfied with my college experience*' which is the national satisfaction indicator and '*The way I am taught helps me learn*'.

The Committee welcomed the report and noted the survey results.

9. Tertiary Quality Enhancement Framework (Paper 7) (P)

D Wales presented an overview of the Tertiary Quality Enhancement Framework (TQEF).

Committee members were invited to discuss and note the contents of the paper.

*J Steel left the meeting.

Members noted:

- The TQEF is the tertiary education sector's new approach to quality assurance and enhancement for colleges and universities.
- The TQEF comprises a shared set of principles, delivery mechanisms and outputs

that can be applied to the different contexts of colleges and universities to give assurance on academic standards, the quality of the student experience and ensure accountability for public investment in learning and teaching.

- The TQEF was fully implemented in AY 2024-25 and will operate its first cycle over a seven-year period until 2031.
- Ayrshire College is due to be externally reviewed in AY 2029-30.
- Ayrshire College is currently developing its Institution-Led Quality Review (ILQR) process with the first two curriculum areas, Construction and Engineering, participating in a pilot review process in June 2026.
- The first full ILQR cycle will begin in August 2026.

The Committee welcomed the informative update.

11. Performance Dashboard

S Rae provided an overview of the Performance Dashboard and the Committee noted that FE Full-Time, HE Full-Time and HE Part-Time are all currently on target. It was noted that FE Part-Time is slightly below target, however, only by a small margin. It is expected that the College will achieve the 2025-26 credit target and recruitment for 2026-27 is trending positively.

15. AOB

No other business noted.

Date of Next Meeting: Thursday 10 September 2026 at Kilmarnock Boardroom.

(C/P) Confirmed minutes will be published on College Website;

(P) – Paper will be published on the College Website;

(R) – Paper is reserved, because it contains data or information of a personal nature, which is restricted by legislation, or because it contains commercially sensitive information, and will not be published on the College Website

RESERVED ITEMS ON THE NEXT PAGE

Minute of the People, Infrastructure and Finance Committee
Hybrid meeting held at Kilmarnock Campus and via Microsoft Teams
on Tuesday 11 June 2026

Present:

Matthew Wilson	Chair
Tracey Dalling	Vice Chair
Alicia Clyde	Non-Executive Board Member
Angela Cox	Principal, Ex-Officio
Lisa Keggans	Elected Member, UNISON
Janette Steel	Elected Member, Curriculum

In attendance:

Sara Rae	Vice Principal – Skills and Enterprise
David Davidson	Vice Principal – People, Performance and Transformation
Alan Ritchie	Vice Principal – Finance and Infrastructure
Gillian Brown	Strategic People Partner
Martin Hammond	Head of Health, Safety and Wellbeing
Barry Morton	Head of Facilities
Liz Walker	Chief Financial Controller
Charlotte Mitchell	Equality and Diversity Performance Lead (to Item 6 incl)
Hilary Denholm	Board Governance Advisor
June Northcote	Executive Assistant (Minutes)
Sharon Morrow	Interim Chair of the Board of Management

1. Welcome and Declarations of Interest

The Chair welcomed everyone to the meeting.

The meeting was confirmed as quorate.

Angela Cox and Sara Rae noted a declared of interest, as serving Board members of SAI Training Ltd.

2. Apologies

Apologies were noted from Brad Johnstone, Director of Digital Infrastructure and Darcie Hamilton, Elected Student President.

3. Minutes of the Previous Meeting held on 10 March 2026 (*Paper 1*) (*P*)

The minute was approved as an accurate account.

Proposed:
Angela Cox

Seconded:
Tracey Dalling

3.1 Action & Decision Log (*Paper 1a*) (*P*)

The Committee noted all previous decisions and completed actions.

4. Matters Arising

There were no matters arising out with those detailed on the meeting agenda.

6. Mainstreaming Equality & Diversity Data Insights Report (Paper 3) (P) and Presentation

D Davidson introduced Equality and Diversity Performance Lead, Charlotte Mitchell, who presented an analysis of the College's student and staff equality and diversity data, together with progress to date and planned actions.

Members were asked to consider and note the contents of the report and support the actions set out.

Members noted:

- The College continues to recruit a high proportion of SIMD 1 and 2 students and outcomes should be considered in that context, with evidence of improvement despite significant challenge.
- Overall outcomes remain strong, although persistent inequalities continue across a number of protected and intersecting characteristics, requiring a coordinated whole-college response and supporting interventions.
- Progress has been made in increasing the number of BAME colleagues through enhanced recruitment activity.
- A positive culture continues to be reflected in staff feedback, with ongoing leadership required to embed the Equality Outcomes across the College.
- Performance dashboards are being further developed to support clearer analysis and reporting against strategic priorities, including Equality Outcomes.
- Equality Outcome Leads have been established to strengthen leadership, development activity and delivery planning.

The Committee acknowledged the outstanding work taking place across the College to support the achievement of the Equality Outcomes and the value of the reflective data analysis presented. It was also noted that the comprehensive student and staff support services within Ayrshire College promote a culture of confidence to declare disability and thereafter receive wrap around support.

The Committee noted and supported the contents of the report.

C Mitchell left the meeting at this point.

7. Committee Self-Evaluation Process (Paper 4) (P)

H Denholm outlined the requirement for the Committee to undertake an annual self-evaluation, the proposed process, the supporting questionnaire and the intended governance benefits.

Committee members were asked to:

- Note the requirement for annual self-evaluation as part of good governance practice.
- Agree on the proposed self-evaluation process.
- Approve the use of the questionnaire for the 2025-26 evaluation.

The Committee noted:

- The requirement for the People, Infrastructure and Finance Committee (PIFCo) to undertake an annual self-evaluation of its effectiveness.
- The proposed self-evaluation process, based on the established Audit and Risk Committee approach.
- The role of the self-evaluation questionnaire within that process.
- The intended outcomes and governance benefits.

Decision PIFCo37-D01: The Committee agreed on the self-evaluation process and approved the questionnaire for use.

9. Internal Audit Reports (Paper 6) (P)

A Ritchie introduced Paper 6, summarising two Internal Audit reviews considered by the March 2026 Audit and Risk Committee, and highlighting matters relevant to the remit of the People, Infrastructure and Finance Committee.

- [Financial Regulations and Compliance](#)
- [Non-SFC Income](#)

Members received assurance on financial management, infrastructure, workforce capacity and performance delivery, together with areas requiring ongoing oversight.

The Committee was requested to note the contents of the report and the level of assurance provided in the audited areas.

Members noted the:

- Financial Regulations and Compliance & Non-SFC Income reviews both provided strong assurance with no recommendations.
- Reports supported assurance that the College's financial control environment, governance arrangements and commercial income processes remain robust.
- Ongoing oversight will focus on implementation of the BluQube finance system, workforce capacity within enterprise activity, cross-college support for income growth and the quality and timeliness of financial reporting.

13. 2025-26 Financial Compliance Report (Paper 9) (P)

A Ritchie introduced Paper 9, the annual report setting out the College's framework for governance, risk management and internal control in line with SPFM and SFC expectations.

The Committee was requested to:

- Note the characteristics of good practice as outlined within Paper 9.
- Consider whether current arrangements provide sufficient coverage of SPFM requirements; clear, integrated assurance and agree that SPFM compliance is reviewed.

The College considers that it has a sound assurance framework, including:

- Annual Audit Committee self-assessment aligned to SG Handbook.
- Structured internal control assurance using SPFM checklist.
- Integrated assurance mapping (risk → control → assurance.)
- Evidence-based, RAG-rated reporting.
- Continuous improvement and audit alignment.

The Committee agreed that current arrangements provide sufficient coverage of SPFM requirements, clear integrated assurance and appropriate review of SPFM compliance.

17. AOB

No other items of business were noted.

Date of Next Meeting

The next meeting is scheduled to take place on Tuesday 15 September 2026 at 4.00pm

(C/P) Confirmed minutes will be published on College Website;

(P) Paper will be published on the College Website;

(R) Paper is reserved, because it contains data or information of a personal nature, which is restricted by legislation, or because it contains commercially sensitive information, and will not be published on the College Website.

RESERVED ITEMS ON THE NEXT PAGE

Minute of the Audit and Risk Committee
Held by Hybrid Attendance at Kilwinning Campus
Thursday 02 June 2026

Present:

Michael Ross	Acting Chair (Vice – Chair)
Brian Green	Non-Executive Board Member
Gillian Longmuir	Non-Executive Board Member (to Item 15)
Marko Prororic	Elected Professional Services Staff Member

In attendance:

Sara Rae	Vice Principal, Skills and Enterprise
David Davidson	Vice Principal, People, Performance and Transformation
Hilary Denholm	Board Governance Advisor & Minutes
Alan Ritchie	Vice Principal, Finance & Infrastructure
Liz Walker	Chief Financial Controller
Stephen Pringle	Director, Internal Auditor, Wbg
Andy Reid	Director, External Auditor, Azets
Caitlin MacKenzie	Assistant Manager, External Auditor, Azets

1. Welcome and Declarations of Interest

The acting Chair, Michael Ross, welcomed members to the meeting.

A declaration of interest was made by Sara Rae regarding Item 11 in her position as a Director on the SAI Board.

The meeting was confirmed as quorate.

Apologies

Apologies were received from Jane Grant, ARC Chair and Chris Boyce, Elected EIS-FELA Staff Member

2. Minutes of the Previous Meeting held on 17 March 2026 (Paper 1) C/P

The minutes were approved as a correct record.

Proposed: Brian Green **Seconded:** Gillian Longmuir

ARC Action & Decision Tracker (Paper 1A) (P)

The Committee noted previous decisions and actions completed or included on the agenda for update.

3. Matters Arising

There were no matters arising.

6. Internal Audit Report- Cyber Incident Response Plan *Paper 3 (P)*

Stephen Pringle presented the audit on the implementation of the College Cyber Incident Response Plan and related communication arrangements.

The Committee noted:

- The audit provided **strong assurance** with no recommendations.
- The report identified six areas of good practice.
- The audit provided assurance over preparedness, response and recovery arrangements for cyber incidents.
- The arrangements support effective response, minimise disruption and enable timely recovery.
- Governance arrangements, including approval and Senior Leadership Team oversight, were found to be effective.
- Staff training and preparedness were found to be appropriate.
- Defined roles, playbooks and scenario testing support incident coordination.

Discussion focused on the three observations. Members recognised this as the first stage of a well-led, appropriately prioritised and resourced programme, and were reassured that the approach would be extended to strengthen coordination between central and departmental responses.

Members received a verbal update on recent penetration testing carried out by an independent third party provider. A full report will be presented to the September meeting.

The Committee noted the positive report and the assurance provided.

7. Internal Audit – Strategic Risk Control and Action Review *Paper 4 (P)*

Stephen Pringle presented the internal audit review of controls and mitigating actions relating to the College's highest strategic risk, financial sustainability.

The Committee was invited to:

- a) Note the findings of the internal audit review.
- b) Take assurance that controls and mitigating actions for financial sustainability are operating effectively.
- c) Consider whether further internal audit coverage in this area should be included within the 2026–27 Internal Audit Plan.

The Committee noted:

- The audit confirmed that controls and mitigating actions for financial sustainability are in place and align with sector practice.
- Minor improvements were identified in the risk register presentation, but no gaps were found in the control framework.
- The advantages of further internal audit coverage in the area of control and actions verification, being included in the 2026–27 Internal Audit Plan.

The Committee noted the report, the assurance provided by the review, and the proposed inclusion of further coverage in the 2026-27 Internal Audit Plan.

8. 2025-26 Internal Audit Plan Update *Paper 5 (P)*

Stephen Pringle provided a progress update on the 2025–26 Internal Audit Plan.

The Committee noted:

- The Strategic Planning Review has been postponed to 2026/27.
- The Credit and Student Funding reviews (Visit 4) are scheduled for late August, with reports to be presented to the December meeting.

The Committee noted the plan update.

9. 2026-27 Internal Audit Plan *Paper 6 (P)*

Stephen Pringle and Alan Ritchie presented the updated 2026–27 Internal Audit Plan following discussion with the Senior Leadership Team and Internal Audit, and review of other assurance sources. The Committee was asked to approve the plan.

The Committee Noted:

- The final 2026–27 Internal Audit Plan reflects the development of the March 2026 draft into a more operational and deliverable-focused programme.
- The 60-day plan includes additional work on implementation assurance, governance maturity, the new finance system, strategic planning, the strategic risk register, and follow-up activity.

Decision: ARC53-D01: The Committee endorsed the 2026–27 Internal Audit Plan.

10. 2025-26 External Audit Annual Plan *Paper 7 (P)*

Andy Reid introduced Caitlin MacKenzie to the Committee. Andy remains Engagement Lead, with Caitlin MacKenzie assuming audit management and quality assurance responsibilities.

Andy presented the draft 2025–26 External Audit Annual Plan for approval.

The Committee Noted:

- The plan is broadly consistent with the previous year but reflects a change in audit focus.
- A new financial statement risk arises from the implementation of the BluQube finance system, requiring additional audit work (and fees) on data integrity and controls.
- This is offset by removal of the prior-year PFI risk and a simplified group audit approach, as the subsidiary is not material.
- The plan places greater emphasis on IT controls and financial sustainability, with fees remaining broadly stable.
- The additional work successfully completed by the Finance Team was acknowledged and appreciated by the Committee.

A discussion took place on the planned Fairness and Equality best value work.

Decision: ARC53-D02: The Committee approved the 2025-26 External Audit Annual Plan.

14. 2025-26 Financial Compliance Report (Paper 11) (P)

L Walker introduced Paper 11, the annual report that sets out the College's framework for governance, risk management and internal control in line with SPFM and SFC expectations.

The Committee was requested to:

- Note the characteristics of good practice outlined in this paper.
- Consider whether current arrangements provide sufficient coverage of SPFM requirements; clear, integrated assurance, and agree that SPFM compliance is reviewed.

The College considers that it has a sound assurance framework, including:

- Annual Audit Committee self-assessment aligned to SG Handbook
- Structured internal control assurance using SPFM checklist
- Integrated assurance mapping (risk → control → assurance)
- Evidence-based, RAG-rated reporting
- Continuous improvement and audit alignment

The Committee agreed that current arrangements provide sufficient coverage of SPFM requirements, clear integrated assurance, and appropriate review of SPFM compliance.

17. Review Performance Relating to Risk Management (Paper 13) (P)

A Ritchie introduced Paper 13, summarising progress over the previous 12 months in strengthening the College's risk management framework, governance arrangements and assurance processes, and identifying further actions.

The Committee was asked to:

- Note the progress made in strengthening the College's risk management arrangements.
- Provide feedback on the areas of ongoing development.
- Endorse the proposed next steps to further enhance risk management maturity.

The Committee noted:

- Assurance Mapping will be built into Risk Wizard.
- Risk appetite discussion is planned for the September Board development session.
- Risks are being managed actively and effectively.

19. AOB

There was no other business.

Date of Next Meeting – Tuesday 22 September 2026, 4pm

P - Papers will be published on the College Website; R - Papers will not be published for reasons of commercial confidentiality or for reasons associated with data protection legislation; C/P - Confirmed minutes will be published on the College Website

RESERVED ITEMS ON THE NEXT PAGE