

BOARD MEETING

Minutes of the meeting held on 23 November 2018

Present: Alan Charnock, Stephen Coombe, Graham Curling, Ian Hodson, Sarah Kilgour, Sanja Klindic, Julie Lloyd (Chair), Joanne Marshall, Karen Nicol, David Williams and Stephen Willis

Apologies: Linda Mortimer-Pine

In attendance: Kiva Falvey and Nicholas Johnston

WELCOME NEW BOARD MEMBER

JL formally welcomed JM to the Board.

1 DIRECTOR TRAINING (DELIVERED BY JENNIFER DAVIES, REVELL WARD)

JD outlined the responsibilities of Directors and how they should act to ensure compliance with their duties. Actions following the training include: keeping a record of Directors' training; ensuring appropriate policies are in place (it was agreed that an A-Z check-list of what is needed is put in place); an induction for new Directors. AC asked if there was indemnity cover in place for Directors, KF to confirm.

Action: KF + NJ

2 CORPORATION TAX ON INCOME

JD introduced the item by explaining that ECC is a mutual organisation where income comes from members and all income is retained within the organisation for members' benefit. This results in ECC only paying corporation tax on bank interest.

Non-member income is however taxable and ECC currently does not declare tax for this income. A discussion took place on whether this should now be rectified. As the amount is very low (although HMRC do not consider materiality) and there are costs directly associated with it that can offset the gross income, it was agreed that we continue as we are for now. However, this item needs to be considered by the Board on a regular basis as we envisage that non-member income will increase considerably over the coming years. NJ will confirm how much staff time should be attributed to non-member work. JD will also check if we can transfer the taxable income by covenant to members. It was agreed that any concerns should be directed to the Quality and Audit Committee and that the Committee will then make recommendations on this item annually at the November Board meeting.

Action: NJ + Jennifer Davies

3 FEEDBACK FROM THE QUALITY AND AUDIT COMMITTEE

GC reported that the Q&A Committee met in its revised form in September. The main remit is to look at the possible risks to ECC.

QUALITY AND AUDIT COMMITTEE MINUTES 20.9.18

The Board were provided with a copy of the notes from the September meeting.

FINANCIAL REGULATIONS

An amended version of the Financial Regulations showing tracked changes was circulated to the Board for agreement. Feedback included:

- Page 2, orders for goods and services, a sentence should be added to say that goods or services over £3k should be reported to the Quality and Audit Committee;
- Page 2, petty cash, KF to inquire if we can get pre-paid cards for staff travelling overseas and this method to be used to avoid cash being deposited into an employee's bank account. The Financial Regulations should then be amended on this point;
- Page 3, second paragraph, 'increase the limit by an additional' should read 'increase it by an additional';

The Board agreed to the amendments once the changes above are included.

Action: KF

4 FEEDBACK FROM THE REMUNERATION COMMITTEE

The salient points were:

- The Chief Executive's hours have increased from 0.8 FTE to 100 FTE. This is due to an increase in the volume of work (primarily due to the removal of the Senior Consultant role) and exploring other markets;
- Cost of living award for the staff team of 2.2%;
- A non-consolidated team bonus of 3%;
- Two individual non-consolidated bonuses were awarded for exceptional performance.

5 BOARD MEETING MINUTES 14.06.18

The minutes from the Board Meeting on 14.06.18 were agreed by the Board.

It was noted that jargon and abbreviations should be avoided in meeting notes e.g. LMD should read Labour Market Data.

JL formally thanks DW for securing Alison Johns as a speaker at the ECC Annual Conference.

6 EXECUTIVE MEETING MINUTES 11.10.18

JL formally gave thanks to the Board for their contribution to ECC and to the ECC team for their work over that past year. JL asked that NJ forwarded this onto the team.

Action: NJ

7 STRATEGY AND VISION UPDATE

NJ explained that as well as business as usual, development work is still going ahead. The following update on the progress of the strategy is as follows:

A5 - Exploiting Consortium Power. We are waiting for feedback from the customer survey to inform this. It was agreed that much of those could be classified as business as usual but should probably remain within the strategy. This item can now go to green, on track.

C8 - Talent management service development. Will revisit once customer survey results are received to assess relevance to members. As this is not due to begin yet it should not be coloured Red, Amber or Green.

The Board agreed that we need to review the strategic plan in light of sector changes and growth within the business. Therefore, the Board meeting on 7 February will be moved to 8 February so that a strategic planning day can be incorporated.

The Chief Executive's proposed changes to purpose, vision and mission statements were agreed. Some comments from the Board included:

- The need to emphasise equality, quality and fairness;
- Leading role analysis tool;
- Equal value, equal pay;
- See how we present our vision, mission and values and present these through the website;
- Need to keep things simple so that new HRDs are clear about what we do.

JM is happy to put out a message to UHR about the member survey. NJ will draft a note for JM.

Action: NJ

8 CRM UPDATE

NJ reported the following:

- 15 inclusive consultancy days have been delivered and a further 10.5 days are pending out of a target of 60 inclusive days;
- 40 paid consultancy days have been delivered and a further 27.5 days are pending from a target of 20 paid days;
- 5 non-member paid days have been delivered;

- 1 Introduction to Role Analysis training has been delivered and a further 5 are due to take place. An additional Labour Market event took place in September and a joint event with Aged Scotland is taking place in the New Year;
- There has been positive feedback received for our new Labour Market Data supplier IDR (Incomes Data Research). There are a number of generic reports e.g. London Weighting which they are happy to share with our members. These are available on the members area of the ECC website;
- 2 Northern Universities Reward Group (NURG) meetings have taken place and another two are due to take place;
- 2 Southern University Reward Group (SURG) meetings have taken place and another meeting is due to take place in the New Year;
- 1 Pensions Group meeting has taken place.

9 FINANCE UPDATE

KF reported on the first three months of the budget and stated that there are no areas of concern. Income is considerable higher than forecasted as three new members were acquired. There has also been a higher volume of paid work than predicted.

10 COLLEGES SCOTLAND

NJ confirmed that the Colleges Scotland contract was finally signed-off last week, the contract is worth circa £52k over 12 months. There are 24 Colleges within the Colleges Scotland group and it is anticipated that we will start training them in March.

Colleges Scotland will not become members, however there are four colleges in the group that are existing ECC members. All four have renewed membership for 2018-19 but we cannot be certain that they will renew in 2019-20.

The Board recognised the strategic importance of the Colleges Scotland project.

11 FE COLLEGES AND PRIVATE SCHOOLS – CONSULTANCY CAPACITY

NJ explained to the Board that following the staffing restructure within the team, ECC consultants are currently running close to full capacity. With the possibility of gaining new members, particularly from the FE sector in England and interest expressed by two schools, there might be a need to increase FTE hours in future. NJ asked the Board to agree in principle an increase of 0.6FTE. The Board agreed. NJ will bring this to the Remuneration & Employment Committee when the time is right, for final agreement.

12 CONFERENCE

This year's conference was the most successful yet with an increase of delegate numbers (73), high profile speakers and facilitators coming in to run workshops. It was agreed that the formatting of the day works. Disappointment was expressed with

the number of delegates leaving immediately after Sarah Ashcroft's presentation and not waiting for her question and answer session. JM said that UHR had undertaken some research and feedback suggested that finishing a conference at 3 pm deters people from leaving early. It was also noted that ideally a conference venue should be near a train station.

SW suggested looking into sponsorship to support the cost of future conferences.

Next year's conference planning group will include NJ, KF, Sanja Klindic and DW. It was suggested that LMP may like to join the group. It was noted that we need another strong theme and to continue with the use of external facilitators.

NJ produced a paper outlining the timeline of ECC as ECC will be 25 years old in 2019. It was agreed that this should be acknowledged in some way and perhaps part of that can be done at the conference by inviting previous Board Members and Chief Executives back. It was also agreed that we should particular promote the anniversary to new HRDs along with advertising that HERA/FEDRA is a sector tool that was developed by the sector for the sector.

NJ was asked to include the 2019 Conference in the Communications Plan for next year.

Action: KF + NJ

13 AOB

There was no other business discussed

ACTION TABLE FROM BOARD MEETING

Action	Team Member	Deadline
A-Z check-list of policies to be in place including review dates	KF + NJ	
Directors Indemnity Insurance in place	KF	Confirmed
Check if we can use the taxable income by covenant	Jennifer Davies	
Inquire about pre-paid cards for staff travelling overseas	KF	
Formally thank the ECC team on behalf of the Board for their work over the past year	NJ	

Note for JM re ECC for UHR	NJ	
Ask LMP if she'd like to join the Conference Planning group	KF	
Include Conference in Communications Plan	NJ	

Board Meeting dates 2018-2019

8 February 2019 (9.30 am – 4.30 pm, this includes a strategic planning element for the day)

6 June 2019 (1 pm – 4 pm)