

## Board of Management

<b>Date of Meeting</b>	<b>Wednesday 16 June 2021</b>
<b>Paper No.</b>	<b>BoM6-H</b>
<b>Agenda Item</b>	<b>5.1</b>
<b>Subject of Paper</b>	<b>Board Committees Review</b>
<b>FOISA Status</b>	<b>Disclosable</b>
<b>Primary Contact</b>	<b>P Clark; College Secretary/Planning</b>
<b>Date of production</b>	<b>03 June 2021</b>
<b>Action</b>	<b>For Discussion and Decision</b>

### 1. Recommendations

1.1 The Board is invited to review the Board Committee structure, and consider any changes to the strategic focus of Board Committees (Paras 3.3/3.4 below).

1.2 It is proposed that all Committee memberships, Convenerships, and Vice-Convenerships be reviewed prior to the commencement of the 2021-22 cycle of Committee meetings (para 3.5 below).

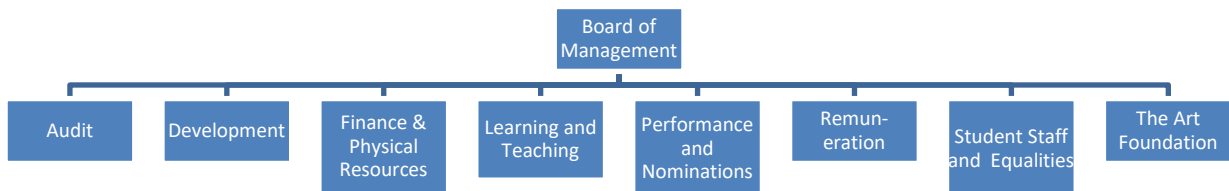
### 2. Purpose

2.1 The purpose of this paper is to facilitate discussion and decision regarding the current and future composition of The College Board of Management Committee structure.

### 3. Key Insights

3.1 College Board Committees undertake an essential role in the oversight of strategic delivery, accountability and transparency, and effective delegation of Board functions. The Committees support the timely and rigorous decision-making of the Board, including the oversight of appropriate and effective systems of financial and operational control, quality, staff management, risk assessment, and organisational management and leadership.

3.2 Under the terms of the Code of Good Governance for Scotland’s Colleges, the Board is required to have Committees responsible for Audit, Remuneration, Finance, and Nominations/Appointments. A summary of Board Committee responsibilities is attached (Appendix 1). The Board currently has eight Committees (the most in the sector) thus:



A summary of Board Committee responsibilities is included as an appendix.

3.3 The Board has recently updated its Strategic Plan, and among the key priorities emerging for the coming decade are innovation, the environment (climate emergency) and strategic positioning as a super college delivering and awarding taught degrees<sup>1</sup>. If the above Committee structure is maintained, then it is anticipated that these priorities, and related performance monitoring, would fall under, respectively, the Development Committee (Innovation), the Learning and Teaching Committee (TDAP), and the Finance and Physical Resources Committee (Environment).

It may be that a further revision of Committee titles (e.g. Development and Innovation) and Terms of Reference is appropriate.

3.4 In addition to the above, the Board may wish to include further strategic priorities more explicitly within the sphere of responsibilities of Board Committees.

3.5. A review of all Committee memberships, Convenerships, and Vice-Convenerships is recommended at this point. Since the last significant review of Committees, a number of members have joined the Board, with two further members to follow, and it is important that full advantage is taken of the valuable experience, skills, and networks that all members bring to the Board and its Committees. It is proposed that this review is undertaken by the Board Chair and Vice Chair (Senior Independent Member), in full consultation with all Board members.

---

<sup>1</sup> Taught Degree Awarding Powers (TDAP)

#### **4. Impact and Implications**

4.1 A full review of the Committees, their responsibilities and memberships, is appropriate at this time, given the crucial point of strategic repositioning required by circumstances and the College's new Strategic Plan 2021-30.

4.2 Such a review is good governance practice, as it counteracts any tendency for groupthink, and encourages members to broaden their understanding of the activities of the Committees, and the various functions and operations of the College. It also enables optimisation of Board member skills and networks.

4.3 The proposals will enhance the alignment of College Strategy with Committee responsibility, with a corresponding positive impact upon performance monitoring and improvement in a wide range of areas, including Student Experience, organisational sustainability and reputation.

#### **Appendix 1 - Summary of Board Committee Responsibilities**

## **Board of Management Committees**

The Board and its committees play a vital role in the oversight of College business and hold management accountable for performance against targets and performance indicators. The Board met six times in 2019-20, and from the point of the closure of the College buildings and Covid-19 lockdown in mid-March 2020, all Board meetings were undertaken remotely via videoconferencing. In addition, the Board's Committees met through the session with an uninterrupted schedule of meetings (with the exception of one meeting of the Art Foundation as this would have involved international travel).

The responsibilities of the Board Committees are set out in their respective Terms of Reference (access via links under each Committee name below) or in the case of the Art Foundation, the Foundation Remit. All Board Committees reviewed their respective Terms of Reference through 2019-20, which were approved by the Board in June 2020.

### [Audit Committee:](#)

Responsible for monitoring the integrity of financial statements, risk management, instructing internal audits and reviewing internal controls and governance systems, including assurances relating to the corporate governance requirements for the organisation.

### [Development Committee:](#)

Provides ongoing strategic review of commercial and international activities and considers new opportunities, ensuring alignment with the College's Strategic Plan.

### [Finance and Physical Resources Committee:](#)

Responsible for the review of financial planning, monitoring the use of funds for student welfare, carrying out duties set out by the Board and assigned in the Financial Regulations, and for receiving and approving the annual budget and final accounts for recommendation to the Board. This Committee also considers, approves and monitors plans for the management and development of College estate and facilities.

### [Learning and Teaching Committee:](#)

Provides reports and advice to the Board on academic policies and procedures, on matters relating to the curriculum, quality and learning, teaching and support, and on the role of the Academic Board.

### [Performance and Nominations Committee:](#)

Monitors performance across the College with reference to the strategic plan and considers efficiency. This Committee also manages the recruitment of Board members, oversees their personal development and evaluation, and helps identify candidates for senior positions in the College.

### [Remuneration Committee:](#)

Determines the remuneration of the Principal and the Executive team, as well as severance arrangements.

### [Students, Staffing and Equalities Committee:](#)

Considers and approves employee and student-focused strategies and policies, monitors

relationships between trade unions and employees, and has a special responsibility for Equalities matters.

[The Art Foundation:](#)

Following its inaugural year as a Committee of the Board of Management in 2016-17, the College Art Foundation has continued with its remit to advance the charitable purpose of the City of Glasgow College to include the advancement of education in the arts, by making grants and providing support for educational projects, activities, and initiatives being carried out by and supported by City of Glasgow College. This includes the promotion and provision of exhibitions, and the collection and display of works of art and design to complement and enhance the public space and learning and teaching environment of the City of Glasgow College and surrounding civic landscape.