

Board of Management

Date of Meeting	14 December 2022
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Agenda Item	4.5
Subject of Paper	Board Recruitment and Succession Planning
FOISA Status	Disclosable
Primary Contact	Drew McGowan College Secretary
Date of production	7 December 2022
Action	For Discussion

1. Recommendations

- 1.1. To discuss the contents of this paper and its appendices, considering the impact and implications for the Board and the College.

2. Purpose

- 2.1.** To provide the Board with up-to-date information on member tenures, skills and experience to facilitate a discussion, and inform decision-making on recruitment and succession planning.

3. Consultation

- 3.1.** The College Secretary engaged all members of the Board to confirm their current terms of office and their intentions to continue serving. Board members were also invited to complete the new skills and experience self-evaluation.

4. Key Insights

- 4.1.** The Board currently has two non-executive vacancies. Up to a further four non-executive member vacancies from June 2023, and a staff member vacancy from December 2022, were identified in the recent canvassing exercise.
- 4.2.** This represents a significant change for the College. The Board should consider how it will stagger appointments in order to avoid a situation where the terms of several non-executive members expire at the same time in the future. For example, recruiting four non-executives in early 2023 and a further two non-executives at a later date.
- 4.3.** Based on Board member self-evaluation submissions, a new Skills and Experience Matrix has been developed to identify gaps on the Board, and inform recruitment and succession planning.

5. Impact and Implications

- 5.1.** The current and anticipated vacancies of non-executive members present a long-term challenge to the Board. Staggering terms of office is required to address this issue.
- 5.2.** The Board is currently gender balanced; however, as three of the four existing non-executives whose positions will become vacant from June 2023 are women, members are encouraged to remain cognisant of the objective of the Gender Representation on Public Boards (Scotland) Act 2018. The Board should also consider the wider diversity of its membership.
- 5.3.** The Board should also note the roles, skills and experience of the non-executive members who intend to, or may, stand down this summer. Consideration should be given to internal succession and the implications of the loss of skills and experience to the Board.

Appendices

Appendix 1: Board of Management Terms of Office

Appendix 2: Board of Management Skills & Experience Matrix: Individual-level; Board-level

Board of Management Recruitment and Succession Planning

Introduction

1. The Board of Management agreed at its November 2022 meeting that the College Secretary would engage members individually to gather up-to-date information to inform discussions and decisions on recruitment and succession planning.
2. Since then, the College Secretary has engaged all members of the Board to confirm their current terms of office and their intentions to continue serving. Board members in their first term were asked to confirm if they would seek to serve a further term once their current term expired. Board members were also invited to complete the new skills and experience self-evaluation.
3. This work, and the Board's consideration of it, is in line with the recommendation from the College's latest external effectiveness review for succession planning to be more visible and formally discussed by the Board and its committees.

Terms of Office

4. The Board currently has vacancies for two non-executive members. The recent canvassing exercise identified up to a further four further non-executive member vacancies from June 2023 and a staff member vacancy from December 2022.
5. One non-executive member (R. Widdowfield) has confirmed that she will not seek a second term, while another (A. Sullivan) is unsure if she will seek a second term.
6. The second term of one non-executive member (G. Mitchell) ends in June 2023 and he has confirmed that he will step down from the Board at this point. Another non-executive member (L. Woolfries) has confirmed plans to retire from the Board in July 2023, a year before her second term expires.
7. During the canvass of Board members, the elected teaching staff Board member (D. Eaton) confirmed that he would be stepping down at the December meeting of the Board. An election to select a new teaching staff member is planned for January 2023.
8. All remaining Board members have intimated to the College Secretary that they currently intend to serve the rest of their respective terms of office. Three non-executive members (L. Hamilton, P. Hillard and R. Quinn) whose first terms of office expire in 2023 have indicated that they will seek a second term.
9. Please find a summary of the Board of Management's current terms of office enclosed in Appendix 1.

Skills and Experience Matrix

10. The Board and its committees must keep the skills and experience of its members under regular review to ensure it can continue to govern effectively. The new Skills and Experience Matrix, enclosed in Appendix 2, has been developed for this purpose. Taking account of the College's current and future needs, including the anticipated challenges and opportunities, the Board should use this information to identify and address gaps.
11. The Skills and Experience Matrix demonstrates the high calibre of the Board members and the diverse skills, knowledge and experience they bring to the College. Based on net scores (high/medium, less low/no), the highest measures are: change management and transformation, community and stakeholder engagement, corporate governance, strategic

planning and development, and equality, diversity and inclusion. The lowest measures are: international, fundraising and philanthropy, legal and compliance, IT and digital, and audit.

Key Considerations

12. The recent canvassing exercise of Board members' tenures, coupled with their skills and experience self-evaluations, has identified a number of key issues that the Board should be aware of when considering recruitment and succession planning.
13. The replacement of up to six non-executive members and one teaching staff member is a significant change for the Board and therefore must be managed appropriately.
14. The Gender Representation on Public Boards (Scotland) Act 2018 sets an objective for boards to achieve 50% of non-executive members being women by and beyond 31 December 2022. In instances where boards – like the College's – have an odd number of non-executive members, the gender representation objective applies as if the board has one fewer non-executive member.
15. The Board, with six men and five women, is currently gender balanced as outlined in the Act. However, three of the four existing non-executives whose positions will become vacant from June 2023 are women. The current two non-executive vacancies were also positions held by women up until 2020 and 2021 respectively.
16. Wider diversity on the Board should also be a priority consideration. For the College to continue to meet the needs of an increasingly diverse population, it is important that the Board reflects the city and region we serve.
17. The Board should also note the roles, skills and experience of the non-executive members who intend to, or may, stand down this summer. Consideration should be given to internal succession and the implications of the loss of skills and experience to the Board.
18. L. Woolfries is the Vice Chair, Senior Independent Member and Convener of both the Performance & Nominations Committee and the Remuneration Committee. G. Mitchell is the Convener of the Audit & Assurance Committee and a member of the Development Committee. A. Sullivan is the Convener of the Learning & Teaching Committee and a member of the Staffing, Students & Equalities Committee. All conveners are also members of the Performance & Nominations Committee and the Remuneration Committee
19. Furthermore, all non-executive members have high skills and experience in corporate governance, senior management and leadership, and strategic planning. In addition to this, the Board should be aware of and consider the key skills and experience measures of each of these non-executive members – as shown overleaf.
20. Finally, the two current and four expected non-executive member vacancies represent a significant change for the College. To avoid a situation where the terms of several non-executive members expire at the same time, the Board should consider how it will stagger appointments. For example, recruiting four non-executives in early 2023 and a further two non-executives at a later date.

Key High Skills of Retiring Non-Executive Members

G. Mitchell	A. Sullivan	R. Widdowfield	L. Woolfries
Audit	Community and Stakeholder Engagement	Change Management and Transformation	Change Management and Transformation
Business and Commerce	Education, Employability and Training	HR and Organisational Development	Community and Stakeholder Engagement
Economic Development	Equality, Diversity and Inclusion	Equality, Diversity and Inclusion	Environment and Sustainability
Finance, Procurement and Accountancy	Quality and Performance Management	Public Affairs, Policy and Influencing	Estates and Property
Legal and Compliance	Strategic Planning	Strategic Planning	Risk Management

Next Steps

21. The Board is invited to discuss the contents of this paper, the recruitment and succession planning implications for the College, and the Board's approach to address them. This discussion will inform the College Secretary's work and the deliberations of the Performance and Nominations Committee on forthcoming recruitment.
22. The Performance and Nominations Committee is tasked with managing the process by which members of the Board are recruited, selected and recommended for appointment. Proposals for recruitment in the New Year, informed by the discussions of the Board, will be tabled for the Committee's consideration at its January meeting.
23. The Committee will be asked to approve recruitment proposals and select a shortlisting panel and selection panel. In line with the Scottish Government's ministerial guidance on college sector board appointments, and the College's approach in the past, the shortlisting panel will include a student representative and the selection panel will include a staff member and an independent person from outside the College.
24. The appointment of an individual to the Board is subject to approval from the Glasgow Colleges' Regional Board (GCRB). The College Secretary is currently discussing arrangements with the GCRB Board Secretary.

Appendix 1: CoGC Board of Management Terms of Office

Non-Execs		2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
(13 positions)												
Alisdair	Barron*		1 August 2016				31 July 2020				31 July 2024	
Nicola	Cameron							1 July 2021				30 June 2025
Sarah	Erskine					17 June 2019		Resg 01 08 21	VACANCY			
Lorna	Hamilton					1 August 2019				31 July 2023		
Paul	Hillard					28 October 2019				27 October 2023		
Karen	Kelly	1 June 2015				16 June 2019			Resg 15 06 22	VACANCY		
Ewart	Keep							1 July 2021				30 June 2025
Graham	Mitchell	1 June 2015				16 June 2019				15 June 2023		
Stuart	Patrick		1 August 2016				31 July 2020				31 July 2024	
Ronnie	Quinn					17 June 2019				16 June 2023	VACANCY	
Audrey	Sullivan					17 June 2019				16 June 2023	POS. VACANCY	
Rebekah	Widdowfield					17 June 2019				16 June 2023	VACANCY	
Lesley	Woolfries**		1 August 2016				31 July 2020			31 July 2023	VACANCY	
Staff Members		2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
(2 positions)												
David	Eaton	1 July 2015				31 July 2019			14 Dec 2022	VACANCY		
David	Cullen					28 Aug 2019				27 Aug 2023		
Student Members		2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
(2 positions)												
McClellan	Megan								1 July 2022	30 June 2023		
Grew	Zara								1 July 2022	30 June 2023		
Principal		2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
Paul	Little											

Total: 18 positions

- * Chair
- **Vice Chair

Tenure Key:	
	1st 4 year period Non-Execs
	2nd 4 yr period Non-Execs
	Staff/Student nominations
	Principal: Member

Appendix 2 Board of Management Skills and Experience Matrix

Board Member	Audit	Business and Commerce	Change Mgmt & Transformation	Communications, PR & Marketing	Community & Stakeholder Engagement	Corporate Governance	Economic Development	Education, Employment & Training	Environment & Sustainability	Equality, Diversity & Inclusion	Estates & Property	Finance, Procurement & Inclusion	Fundraising & Philanthropy	Health & Safety	HR & Organisational Development	ICT & Digital	International	Legal & Compliance	Public Affairs, Policy & Influencing	Quality & Performance Management	Risk Management	Senior Management	Strategic Planning/Leadership	Public Sector	Private Sector	Third Sector
Alisdair Barron	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Nicola Cameron	Low	High	Low	High	High	Low	High	High	Low	High	High	Low	High	Low	High	High	Low	High	High	Low	High	High	Low	High	High	High
Lorna Hamilton	High	High	Low	Low	High	Low	High	High	High	Low	High	High	Low	High	High	Low	High	High	High	High	High	Low	High	High	High	High
Paul Hillard	High	High	High	High	High	Low	High	High	High	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Ewart Keep	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Graham Mitchell	High	High	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Stuart Patrick	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Ronnie Quinn	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Audrey Sullivan	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Rebekah Widdowfield	High	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Lesley Woolfries	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
David Eaton	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
David Cullen	Low	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High
Megan McClellan	Low	Low	Low	High	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low
Zara Grew	Low	Low	Low	High	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low	Low
Paul Little	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High	High

Key
High
Medium
Low
No

Appendix 2: Board of Management Skills & Experience Matrix Summary

