

Board of Management

Meeting of the Performance and Nominations Committee

MINUTE OF THE 3rd MEETING HELD ON MONDAY 23 JANUARY 2023 AT 1500 HRS (PNC3) VIA MS TEAMS

Present	
Alisdair Barron (AB) (Board Chair)	Lorna Hamilton (LH)
Lesley Woolfries (LW) (Convener)	Paul Little (PL)
Audrey Sullivan (AS)	Ronnie Quinn (RQ)
In attendance	
Drew McGowan (DM) (Minute)	Sheila Lodge (SH)
Claire Carney (CC)	Jon Gray (JD)
Roy Gardner (RG)	John Gribben (JFG)
Mark Drummond (MD)	
Not Present	
Graham Mitchell (GM)	

Item PNC3-1	Apologies for Absence	
Paper No:	Lead: Convener	Action requested: Note
Decision/Noted	Apologies were received for GM.	

Item PNC3-2	Declarations of Interest	
Paper No:	Lead: Convener	Action requested: Note
Decision/Noted	None.	

Item PNC3-3.1	Minute of the Performance & Nominations Committee held on 3 October 2022	
Paper No: PNC3-A	Lead: Convener	Action requested: Note
Decision/Noted	To approve the minutes.	

Item PNC3-3.2	Committee Terms of Reference Review	
Paper No: PNC3-B	Lead: D McGowan	Action requested: Approve
Discussion/ Matters Arising	Members reviewed the Committee's Terms of Reference and were content to approve them in their current form.	
Decision/Noted	To approve the Committee Terms of Reference.	

Item PNC3-4.1	Board Recruitment and Appointments 2022-23	
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Paper No: PNC3-C	Lead: D McGowan	Action requested: Discussion/Decision
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Discussion/ Matters Arising	<p>DM provided an overview of the College’s proposals for Board recruitment and outlined the recommendations contained in the paper. Following a discussion, and a suggestion by AS, the Committee agreed to recruit up to four new non-executive members whom would each be appointed for a term of four years.</p> <p>Members also approved the revised Board member person specification and assessment criteria, as well as the priority skills and experience as outlined in the paper. The Committee appointed the following Board members to the shortlisting and selection panels, both to be joined by an Independent Panel Member from Colleges Scotland. Members agreed that the College Secretary would request that GCRB review new nominations by correspondence due to recruitment timescales and pre-scheduled meeting dates.</p> <table border="1"> <thead> <tr> <th>Shortlisting Panel</th> <th>Selection Panel</th> </tr> </thead> <tbody> <tr> <td>Lesley Woolfries</td> <td>Lesley Woolfries</td> </tr> <tr> <td>Megan McClellan</td> <td>Alisdair Barron</td> </tr> <tr> <td>Audrey Sullivan</td> <td>Ronnie Quinn</td> </tr> <tr> <td>Lorna Hamilton</td> <td>David Cullen</td> </tr> </tbody> </table> <p>The Committee noted that the first terms of office of RQ, AS and LH come to an end in June/July 2023. DM explained that an extension request is due to be submitted to GCRB for approval in March 2023. LW said she was delighted that the three Board members have expressed their wish to continue serving on the Board, describing them as well-respected conveners who play a pivotal role on the Board. To support efforts to stagger terms, AS suggested that re-appointed Board members serve for a term of three years rather than four. The Committee agreed that the College Secretary would submit an extension request for the three members for a term of three years.</p>		Shortlisting Panel	Selection Panel	Lesley Woolfries	Lesley Woolfries	Megan McClellan	Alisdair Barron	Audrey Sullivan	Ronnie Quinn	Lorna Hamilton	David Cullen
Shortlisting Panel	Selection Panel											
Lesley Woolfries	Lesley Woolfries											
Megan McClellan	Alisdair Barron											
Audrey Sullivan	Ronnie Quinn											
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Decision/Noted	<p>To agree to:</p> <ul style="list-style-type: none"> Recruit four non-executive Board members for terms of four years; Approve the revised Board member person specification and assessment criteria; Confirm the priority skills and experience sought in this recruitment round, as described in the accompanying paper; Appoint shortlisting and selection panels, and seek an Independent Panel Member from Colleges Scotland; Request that GCRB consider nominations by correspondence; and Submit an extension request to GCRB for three Board members whose terms expire in summer 2023, subject to feedback from the Chair following appraisals. 	
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Item PNC3-4.2	Principal’s Report	
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Paper No: Verbal	Lead: P Little	Action requested: Discussion/Decision
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Discussion/ Matters Arising	<p>In his verbal update to the Committee, PL informed members of recent discussions with the Scottish Government and Principals on new</p>	
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“purpose and principles” of the college sector, which are taking place against a backdrop of formidable funding and financial challenges for institutions and a cost of living crisis for staff and students. Members also heard the discussions are ongoing with the Scottish Government and Scottish Funding Council following the publication of the Draft Budget in December 2022 to understand its implications for the College and wider sector. Despite the challenges, PL said, the College continues to serve our students well – demonstrated by key measures, such as student satisfaction and positive destinations.

LW thanked the PL for the update and for his continued efforts, alongside the Executive and wider staff, on behalf of the College during what is undoubtedly a difficult time.

Decision/Noted To note the Principal’s update.

Item PNC3-4.3 College Level 1 Key Performance Indicators

Paper No: PNC3-D Lead: J Gray Action requested: Discussion/Decision

Discussion/ Matters Arising J Gray provided an overview of the College’s draft level 1 KPIs. Members welcomed the report and noted that KPIs were aligned with the Strategic Plan and indicate that College is performing well in a challenging environment. LW said that the revamped format was easy to digest and welcomed the plans for developing a dashboard.

Decision/Noted To discuss the report.

AB joined the meeting at 15:50

Item PNC3-4.4 BSI Internal Audit Report

Paper No: PNC3-E Lead: J Gray Action requested: Discussion/Decision

Discussion/ Matters Arising J Gray informed the Committee that the College had retained its British Standards Institute (BSI) certificate after successfully completing audits in November 2022 with no areas of non-compliance identified. Members welcomed the update and noted plans for audits in November 2023.

Decision/Noted To discuss the report.

Item PNC3-4.5 Updated Scenarios

Item PNC3-4.5.1 Financial Planning

Paper No: PNC3-F Lead: M Drummond Action requested: Discussion/Decision

Discussion/ Matters Arising The Committee received an update on financial planning scenarios for 2022/23 and 2023/24 from MD. As the Finance and Physical Resources Committee were in December 2022, members were apprised of in-year slippage in savings that increases the College’s deficit and severely diminishes the cash position, and were briefed on the main contributing factors.

MD highlighted that the Voluntary Severance Scheme was key to in-year and next year savings and emphasised that the College’s medium and long-term financial sustainability is influenced by SFC funding, staff pay

awards and continued inflationary pressures.

The Committee discussed the need for the College to respond to the current challenges in a balanced way, carefully considering the impact and implications for students, staff and stakeholders.

Decision/Noted To discuss the report.

LH left the meeting at 16:25.

Item PNC3-4.5.2		Learning and Teaching
Paper No: PNC3-G	Lead: C Carney	Action requested: Discussion/Decision
Discussion/ Matters Arising	CC provided an overview of the updated learning and teaching scenarios for the remainder of the current academic year. Members noted that the College has operated and continues to operate in a challenging environment, with CC highlighting the impact of Covid-19, adverse weather, travel disruption, industrial action and an unprecedented cost of living. Blended learning, CC told the Committee, builds resilience into the system and is complemented by other mitigating measures, including portfolio review and the restructuring of the academic year.	
Decision/Noted	To discuss the report.	

Item PNC3-4.5.3		Operations
Paper No: PNC3-H	Lead: S Lodge	Action requested: Discussion/Decision
Discussion/ Matters Arising	The Committee received updated scenarios for the College's operations for the remainder of the current academic year and noted the interdependencies between each of the reports tabled for discussion. SL said that the College faces formidable difficulties and continues to proactively respond to them, with the Transformation Group progressing measures to mitigate these challenges as far as possible.	
Decision/Noted	To discuss the report.	

Item PNC3-4.5.4		Upskilling and Reskilling
Paper No: PNC3-I	Lead: R Gardner	Action requested: Discussion/Decision
Discussion/ Matters Arising	RG provided a summary of the upskilling and reskilling update and described the complex landscape the College currently operates in. Members heard how the College is well-placed to support Scotland's skills-led recovery by working with partners through the Flexible Workforce Development Fund, Young Persons Guarantee, National Strategy for Economic Transformation and UK Shared Prosperity Fund.	
Decision/Noted	To discuss the report.	

Item PNC3-4.5.5		Workforce Planning	
Paper No: PNC3-J	Lead: J Gribben	Action requested: Discussion/Decision	
Discussion/ Matters Arising	<p>JFG explained to the Committee that the College is engaged in eleven workstreams and provided an overview of key areas, including the Voluntary Severance Scheme, disputes, pay negotiation, job evaluation and the Learner Experience Platform.</p> <p>Members were informed of progress with the Voluntary Severance Scheme and noted that impact assessments would be undertaken for each approved post before settlement agreements were issued shortly thereafter.</p> <p>While work remains ongoing at a national level to progress job evaluation, JFG said, the speed of progress is having a negative impact on the College's ability to recruit and retain staff due to pay and grading not keeping pace with other employers.</p> <p>The Committee noted the significant investment in the College's new Learner Experience Platform and welcomed news that it is due to be launched on 24 January 2023.</p>		
Decision/Noted	To discuss the report.		

Item PNC3-4.6		Strategic Risk Review	
Paper No: PNC3-K	Lead: D McGowan	Action requested: Discussion/Decision	
Discussion/ Matters Arising	<p>DM tabled the Strategic Risk Register for approval and provided an overview of Risk 29 and its Management Action Plan. While there is no single overarching Environmental, Social and Governance (ESG) legislation or regulation in the UK, DM told members, ESG responsibilities have implications for the College. It was highlighted to members that this new risk overlaps with existing risks on compliance (Risk 10) and corporate governance (Risk 11), with the exception of the environmental aspects of the new risk. The Committee agreed to approve the Strategic Risk Register and the MAP for Risk 29 with the proposed scoring of 5.</p>		
Decision/Noted	To approve the Strategic Risk Register and the Management Action Plan for Risk 29.		

Item PNC3-5.1		Directorate Performance Reviews	
Paper No: PNC3-L	Lead: J Gray	Action requested: Note	
Decision/Noted	To note the report.		

Item PNC3-5.2		Summary Review of Regulator Reports	
Paper No: PNC3-M	Lead: J Gray	Action requested: Note	
Decision/Noted	To note the report.		

Item PNC3-5.3	Complaint Quarter 1 Report	
Paper No: PNC3-N	Lead: J Gray	Action requested: Note
Decision/Noted	To note the report.	

Item PNC3-5.4	Early Withdrawal Performance Indicators	
Paper No: PNC3-O	Lead: J Gray	Action requested: Note
Decision/Noted	To note the report.	

Item PNC3-6	Any Other Notified Business	
Paper No: Verbal	Lead: Convener	Action requested: Discuss
Decision/Noted	None.	

Item PNC3-7	Disclosability of Papers	
Paper No: Verbal	Lead: D McGowan	Action requested: Note
Decision/Noted	To retain the disclosability status of papers as tabled.	

Item PNC3-8	Date of Next Meeting	
Paper No:	Lead: Convener	Action requested: Note
Decision/Noted	Monday 24 April 2023 on City campus.	

The meeting closed at 17:10.

ANNEX TO THE MINUTE

ACTION POINTS ARISING FROM THE MEETING

Item	Description	Owner	Target Date
PNC3-4.1 23 01 23	Request that a senior representative from Colleges Scotland be the Independent Panel Member in this forthcoming round of recruitment.	DM	10.02.23
PNC3-4.1 23 01 23	Undertake recruitment and selection process to appoint up to four new non-executive Board members, recommending candidates to GCRB for appointment.	DM/LW	13.03.23
PNC3-4.1 23 01 23	Submit term extension requests for LH, RQ and AS to GCRB for three-year terms each.	DM	02.03.23

ACTION POINTS ARISING FROM PREVIOUS MEETINGS

Item	Description	Owner	Target Date
PNC4-3.2	Investigate externally facilitated session of the new Code of Conduct	PC	ASAP (confirmed for 24 Aug 22) Complete
PNC4-4.4	Arrange special meeting of PNC to agree Strategic PIs/Performance Framework	PC/JG	ASAP
PNC1-5.1	Agree and circulate suitable date for the Performance Team to meet Board members informally	JG/PC	24.01.22 TBA (June 2022)
PNC2-4.2	Complete the review of strategy PIs for next Board meeting.	JG	17.11.21 Ongoing – ref action at PNC4-4.4 above