

Board of Management

Date of Meeting	Wednesday 27 March 2024
Paper No.	BoM4-M
Agenda Item	6.1
Subject of Paper	Governance Report
FOISA Status	Disclosable
Primary Contact	Drew McGowan Associate Director of Governance and Risk
Date of production	19 March 2024
Action	For Noting

1. Recommendations

1.1. To note the update on governance matters in the last quarter.

2. Purpose

- 2.1. To keep members of the Board of Management informed of governance-related matters.

3. Consultation

- 3.1. In progressing the matters outlined in the Governance Report, various colleagues in the College and across the sector have been engaged.

4. Key Insights

- 4.1. Members are asked to note updates on the following matters:

- Board Membership
- Chair Recruitment
- Non-Executive Member Recruitment
- Trade Union Nominees
- Students' Association Elections
- Board External Effectiveness Review
- Training and Development
- Governance Professional Title Change
- Charities (Regulation and Administration) (Scotland) Act 2023
- Risk Management Policy
- Amendment to Standing Orders and Scheme of Delegation
- Annual Reviews

5. Impact and Implications

- 5.1. The Governance Report ensures Board members remain informed of key developments and assures them that good governance arrangements remain in place for the Board and its committees.

6. Appendices

Appendix 1: Governance Report

Governance Report: March 2024

Board Membership

1. L Hamilton confirmed to the Chair, A Barron, that she will be stepping down from the Board after the March meeting. In February, C Montgomery was nominated by EIS-FELA to serve as a trade union member of the Board for a term of four years.

Chair Recruitment

2. The Glasgow Colleges' Regional Board will commence the process of recruiting a new Chair of our Board on Tuesday 26 March. Applications close on Friday 26 April. P Hillard has been appointed to the interview panel. The GCRB is due to make a final decision in June, with the appointment taking effect in the new academic year beginning in August.

Non-Executive Member Recruitment

3. In January, the Conveners' Committee approved proposals for the recruitment of three new non-executive Board members and appointed panels, chaired by D Baillie, to oversee the process. C Singh, L Subido, J Taylor and D MacKeen will serve on the shortlisting panel, while A Barron and A Sullivan will sit on the interview panel. S Struthers, from Colleges Scotland, will serve as the Independent Panel Member and will sit on both panels. Applications will open on Monday 25 March and close on Sunday 14 April.
4. Ahead of recruitment commencing, as outlined in the [Board Development Plan](#), the Associate Director of Governance and Risk undertook a review of our approach to recruitment. A new Board applicant information pack, with an updated post description and person specification, has been drafted and approved by the Conveners' Committee. Dr Helen Wright from Changing the Chemistry reviewed the applicant information pack.
5. The application form has also been amended. Candidates are now asked to provide one supporting statement (max. 500 words) based on the person specification, rather than 3 statements (approx. 350 words each). The equalities monitoring form is now based on Forms to make it more accessible to the candidate and enable better use of data. The Board's section of the website and the recruitment advertisement have also been updated.

Trade Union Nominees

6. As noted above, the EIS-FELA process to nominate a trade union member is now complete and C Montgomery has joined the Board. However, UNISON has confirmed that they have been unable to nominate a trade union member due to no members putting themselves forward to be candidates. The Associate Director of Governance and Risk will engage with UNISON with a view to re-running their process.

Students' Association Elections

7. Polls opened on Monday 18 March for the Students' Association elections and the results are to be announced on Friday 22 March. The new Student President and three Vice Presidents will take up their posts in July. The Student President and a Vice President will join the Board of Management as student members.

Board External Effectiveness Review

8. The College Development Network (CDN) has been appointed to conduct the Board's External Effectiveness Review (EER). C Munro has commenced a desk-based review of

documentation, a Board survey and interviews with the Principal, Chair, Associate Director of Governance and Risk and Board members. Meetings of the Board and the People & Culture Committee will be observed as part of the EER. A draft report will be tabled at the Conveners' Committee meeting in April before being tabled for discussion and final approval at the Board in June.

Training and Development

9. The Board Development Day will take place on Wednesday 17 April at Riverside campus. The day will begin with sessions facilitated by Who Cares? Scotland and the Students' Association on corporate parenting and the student experience. C Munro will also deliver a workshop as part of the EER. With the support of the Faculty of Nautical & STEM, the Board will have an in-house team-building exercise using the marine simulation facilities.
10. Scottish Mediation and CDN delivered a session on conflict resolution for the Board at City campus on Tuesday 27 February. Feedback from members was positive and, as a result, CDN are planning to offer this to training to other college boards.

Governance Professional Title Change

11. In January, the Chair and the Principal agreed to change the title of the "College Secretary" to "Associate Director of Governance and Risk". This is in line with the recommendation from CDN to review the nomenclature as part of a [report](#) on the role of the Governance Professional. No changes have been made to responsibilities or remuneration.

Charities (Regulation and Administration) (Scotland) Act 2023

12. As the College is a registered charity, Board members also have duties as trustees. While there is no immediate action required of charities and trustees, Board members should be aware of changes as a result of the [new Act](#).
13. From April, OSCR will have increased inquiry powers and from October a publicly searchable record of individuals disqualified from being trustees will be created. In the summer of 2025, a schedule of charity trustees will be created and trustee names will be published.

Risk Management Policy

14. Following the session on risk appetite at the Strategic Planning Day in November with the Board and Executive Leadership Team, the Risk Management Policy has been updated. The Audit & Assurance Committee have reviewed it and agreed to recommend the amended policy for final approval of the Board.

Amendment to Standing Orders and Scheme of Delegation

15. As a result of the addition of trade union members and the change of title to Associate Director of Governance and Risk, amendments have been made to the Standing Orders and Scheme of Delegation and tabled for the Board's approval at the March meeting.

Annual Reviews

16. The Chair has now completed all Board members' annual reviews. The Vice Chair has also completed the Chair's annual review.