

## Board of Management Conveners' Committee

<b>Date of Meeting</b>	<b>26 August 2024</b>
<b>Paper No.</b>	<b>CC1-B</b>
<b>Agenda Item</b>	<b>3.2</b>
<b>Subject of Paper</b>	<b>Conveners' Committee Annual Report 2023-24</b>
<b>FOISA Status</b>	<b>Disclosable</b>
<b>Primary Contact</b>	<b>Drew McGowan Associate Director of Governance and Risk</b>
<b>Date of production</b>	<b>8 August 2024</b>
<b>Action</b>	<b>For Approval</b>

### **1. Recommendations**

- 1.1. To review the Conveners' Committee annual report for the 2023-24 academic year and approve it for tabling at the Board of Management for noting.

## **2. Purpose**

- 2.1. To provide the Committee and the Board of Management with a high-level review of the Committee's business throughout the most recent academic year.

## **3. Consultation**

- 3.1. Members are asked to discuss the Committee's annual report and, subject to any changes, approve the paper for tabling at the Board of Management's next meeting for noting.

## **4. Key Insights**

- 4.1. Since 2014-15, following an internal audit recommendation, the Board of Management has established the practice of preparing an annual report for each committee. Annual committee reports are tabled early in the academic year.
- 4.2. The annual reports provide a high-level review and record of the Committee's deliberations and decision-making which can be used by members to reflect on the year, as well as to inform other stakeholders. In addition to the regular publication of Board and committee minutes and papers, annual committee reports demonstrate the College's commitment to openness and transparency.
- 4.3. All of the annual reports prepared for the committees will be used as a basis for the drafting of the College's annual report, in line with the original internal audit recommendation.

## **5. Impact and Implications**

- 5.1. Annual committee reports are one aspect of the Board's established practices that aim to provide assurance to the College's students, staff and other stakeholders, including the Regional Board, that our systems of governance, effectiveness and accountability remain robust and delivered to a high standard.

### **Appendices:**

**Appendix 1:** The Conveners' Committee Annual Report 2023-24

# Conveners' Committee Annual Report 2023-24

## Introduction

1. The Conveners' Committee is responsible for ensuring that the governance structure and arrangements for the Board of Management remain effective and overseeing the recruitment and nomination of candidates for membership of the Board. The Committee has a specific remit to review the performance, remuneration and terms and conditions of the College's senior staff. Members are also empowered to take decisions on behalf of the Board in instances of high urgency and emergency.
2. In June 2023, the Board approved a new structure and Terms of Reference for its committees. From the 2023-24 academic year, the Performance & Nominations Committee and the Remuneration Committee merged to become the Conveners' Committee.
3. As Vice Chair of the Board, D Baillie convened the Committee. The membership consisted of committee conveners A Barron, A Sullivan, L Hamilton, R Quinn and D Anderson.

## Committee Business

4. During this academic year, four meetings of the Committee were held to consider the work and priorities of the College within their remits. Members received reports and presentations from the Executive Leadership Team (ELT) and the Associate Director of Governance and Risk. A summary of key issues and business of note is enclosed below.

## Board and Committee Membership

5. The Committee approved plans to recruit three new non-executive Board members ahead of S Patrick and L Hamilton standing down from the Board. The College received 41 applications for the vacancies and, following interviews, the Glasgow Colleges' Regional Board (GCRB) approved the appointment of L Heggie, M Ahmad and A Paterson to the Board to serve four-year terms beginning in the new academic year.
6. The Gender Representation (Scotland) Act 2018 sets an objective for the boards of public bodies to have at least 50% of women non-executive members. The Board was gender-balanced three years ahead of the implementation date but unfortunately lapsed in 2023-24. Following a review of recruitment being undertaken, and as a result of the most recent round of open and competitive recruitment, the College once again achieved gender balance on our Board. The GCRB "commended the College on activities undertaken to attract more applications from women" in the most recent recruitment round.
7. The Committee were pleased to recommend P Hillard for reappointment to the Board to serve a second term, which was approved by the GCRB.
8. Following an interview, members were happy to recommend J Green to the Board for appointment as a co-opted member of the Audit & Assurance Committee in the new academic year.

## Board Effectiveness and Development

9. The Code of Good Governance for Scotland's Colleges requires the Board to keep its effectiveness under review – consisting of a robust annual self-evaluation and an externally facilitated review every three to five years. The Committee reviewed the Board's Self-Evaluation 2022-23 Report and the External Effectiveness 2023-24 Report and recommended them both to the Board for final approval.
10. The Board Development Plan 2023-24, also a requirement of the Code, was reviewed by members of the Committee and recommended to the Board for final approval. Members also considered a progress report on the implementation of the Board Development Plan.

## Senior Staff Performance and Remuneration

11. A Barron, the Chair of the Board, tabled the Principal's annual performance review for the Committee's consideration. Members recognised that the Principal continued to ably lead the College and deliver on our strategic priorities and operational objectives in unprecedentedly difficult circumstances. J Gribben, the Vice Principal of People and Corporate Support provided a report to the Committee on the performance of senior staff and discussed the implementation of the new Professional Development Review (PDR) process on behalf of the Principal.
12. The matter of the Principal's remuneration was subject to extensive discussion and careful consideration throughout the academic year. It was noted that the Principal is the only member of staff whose salary had not been reviewed in over a decade, resulting in real terms reductions to earnings and the salary not keeping pace with equivalent positions. Members acknowledged that this was not a sustainable position, agreed that it constituted exceptional circumstances and approved a 3% increase to the Principal's salary for 2023-24.
13. Following the conclusion of national bargaining for support staff, the Vice Principal of People and Corporate Support recommended that the Committee approve a corresponding pay award for non-National Recognition and Procedures Agreement (NPRA) staff. The Committee approved the £5,000 consolidated, pro-rata increase over three years for non-NPRA staff.

## Organisational Change

14. Given the composition of its membership, the Committee continued to prove to be an effective forum to discuss pressing issues that impacted the College and cut across the remits of the Board's committees. The Vice Principal of People and Corporate Support, at the request of members, provided regular progress reports on organisational change to the Committee.

## Risk Management

15. The Committee regularly reviewed the Strategic Risk Register and Management Action Plans for those risks within their remits throughout the academic year, recommending any changes to the Board for final approval. Risks are rated low, medium, high or critical.
16. The risk of a failure to realise the benefits of regionalisation (SR5) was rated medium at the year-end due to delay and uncertainty regarding future governance arrangements in the region. However, developments are expected in the new academic year. The risk of a failure to prepare for future public health incidents/crises (SR26) was also rated medium. Members noted that training sessions were in place and that the Business Continuity Plan would be reviewed in the new academic year to support the College's preparedness.

## Members' Attendance

17. The attendance of members of the Conveners' Committee for this academic session, and the previous four academic years of the legacy committee, is as follows:

Year	No. of Meetings	Possible Attendances	Actual Attendances	Percentage Attendance
2019-20	5	35	32	91%
2020-21	5	36	27	75%
2021-22	5	35	30	86%
2022-23	5	34	26	76%
2023-24	4	21	17	81%

## Review

18. Committees review their Terms of Reference annually, recommending any changes to the Board for approval. This is an opportunity for members of both committees to reflect on their purpose, remit, business, membership and meetings at the end of the academic year with the next session in mind. No material changes were requested by the Committee in 2023-24.