

Nominations & Remuneration Committee

Date of Meeting	Thursday 24 September 2019
Paper Title	Diversity Succession Planning Review 2020
Agenda Item	13
Paper Number	NRC1-H
Responsible Officer	Board Secretary
Status	Disclosable
Action	For Decision

1. Report Purpose

- 1.1 To review progress in relation to Board diversity succession planning since October 2019 and agree any changes to planning for 2020-21.

2. Recommendations

- 2.1. The Committee is invited to:

- **consider** the report on progress against the current Diversity Succession Plan;
- **agree** any changes to the plan for 2020-21.

3. Background

3.1 The Scottish Specific Duties (which are provided for in the Equality Act 2010) include college board members within the mainstreaming duty¹. The regulations were amended in 2016 to introduce a new requirement for listed public authorities to publish the gender composition of their boards and to produce succession plans to increase the diversity of their boards.

3.2 Board diversity refers, in the context of the Scottish Specific Duties, to the protected characteristics defined in the Equalities Act. In terms of the Scottish Government's and the Board's own expectations of what will lead to strong and effective governance, however, diversity refers also to the range of social, educational, economic, and other perspectives that will make for a balanced and representative board. That broad and inclusive definition of diversity has been the basis for GCRB's planning since a Diversity Succession Plan was first agreed in 2017.

¹ While GCRB is exempt from many of the mainstreaming and other reporting requirements as these apply only to organisations with twenty or more staff, its practices must nonetheless reflect the equality principles inherent in the reporting requirements, and it must comply with those requirements that are specific to board-level practice and those that apply to all organisations irrespective of size.

3.3 While the Board cannot exercise influence over Student and Staff appointments or the Board Chair, Non-Executive appointments/extensions and the appointment/extension of College Board Chairs are within the Board's powers.

3.4 The following report provides:

- a breakdown of current gender balance;
- an outline report on activity relevant to board diversity and diversity planning in the course of the last year;
- a Diversity Succession Plan for consideration and approval for the coming year.

3.5 The coming year will contrast starkly with 2019-20 in terms of membership and appointments activity (a separate paper on membership matters refers to changes in some detail), including an open recruitment round for three vacancies arising, and the introduction of two new non-executive vacancies alongside the two incoming Trade Union Members.

Planning will begin early to allow for a detailed review of the boards current balance of skills, knowledge, experience and other attributes, and the principles and approaches set out in the Diversity Succession Plan will be central to the planning process.

The increase in numbers will roughly retain the current proportion of non-executive to other members and, therefore, the proportion of its membership which the Board has the power to appoint (currently 56%, shifting to 54% with the incoming changes).

4. Gender Balance

4.1 Gender balance is one important aspect of board diversity that is currently monitored and reported. The Gender Representation on Public Boards (Scotland) Act was passed in 2018. The Scottish Government's guidance on implementation of the Act is still awaited, but GCRB has adhered to the new legislation in all of its recent recruitment activity.

4.2 Other equalities data is retained (anonymised) when new GCRB Board Members are appointed, but is not currently collected by Scottish Government².

4.3 While GCRB subscribed to the aspirational 50/50 by 2020 target, it is only with regard to Non-Executive appointments that the Board must comply with legislation requiring it to act, in circumstances where there are two equally qualified candidates for a vacancy, in the interests of appointing an equal number of male and female Members.

² The Scottish Government has said that it will collate board data on protected characteristics from across the sector and return contextualised data to individual boards.

	Male	Female
Full Board	10 members: 56%	8 members: 44%
By membership category		
Chair of the Board	•	1
Non-Executives ³	5: 50%	5: 50%
Assigned College Chairs	3: 100%	•
Staff Members	•	1: 50%
Student Members	1: 50%	1: 50%

5. Progress Report 2019-20

5.1 Appointments

- a) GCRB did not undertake any recruitment activity during 2019-20. This was as anticipated as none of the current Non-Executive Members' terms of office expired in this period.
- b) Two of the three Assigned College Chairs reached the end of their first term of office in July 2020. In both cases, the Board appointed a panel to review performance. The Board delegated authority to the Board Chair, as Chair of the panel, to make a decision on extension of appointments and both College Chairs' appointments were extended for a second, four-year, term to 2024. Membership of the panel was based on Board positions held: GCRB Chair, GCRB Chair of Nominations & Remuneration Committee and Assigned College Senior Independent Member. In both cases, this resulted in the panel comprising three women. Particular account was taken of the Assigned College Boards' performance reviews led by the Senior Independent Member, ensuring that a wide range of views including those of staff and student members, informed the decision.

5.2 Raising Awareness of the Board and its Work

- a) The COVID-19 situation has had an impact in this area. A web page has been developed to generate interest among prospective co-optees offering informal dialogue about the board and the role of a committee member. This was to have been launched in April, but has been deferred until a more appropriate time.
- b) GCRB's use of digital communications has continued to grow, over the last year including use of social media channels, to develop awareness and extend the Board's reach into different communities by sharing information and highlighting positive news.
- c) The website has also been reviewed further to make it more accessible and user-friendly.
- d) In its wider activities, GCRB has actively promoted the principles of diversity and inclusion, for example in the STAY project with Action for Children.

³ One (male) Non-Executive Member has temporarily stepped down from the Board. Figures shown include this member since the position is not a vacancy.

5.3 Improving Induction and Support

- a) While there has been no recruitment activity during 2019-20, efforts have been made to maintain supportive relations, including the offer made to Student Members to have informal pre-meeting conversations.
- b) To monitor and improve the use of technology for meetings during lockdown, GCRB conducted a survey of Board Members in August 2020.
- c) Informal meetings with the Chair have consequently been introduced as a regular opportunity for dialogue outside the boardroom. This has been intended, in part, to compensate for the absence of opportunities for informal dialogue that used to exist before and after on-site meetings.
- d) The Co-opted Member was invited to attend the Board meeting in June as an observer, to develop awareness of the scope of the Board's business and how Board meetings are run.

5.4 Developing Board Structures and Processes

- a) There has been little activity in terms of board and committee structures given that there have been no changes to membership in the past year.
- b) Processes have, however, changed dramatically with the introduction of home-working and remote meetings.
 - Test meetings were held before the first virtual meeting of each Committee and the Board to identify any access issues and ensure that these were resolved before the meeting.
 - The level of engagement in Board and Committee meetings is monitored and has not deteriorated overall or in any particular subgroup of membership as a result of the changes. Attendance at the April and June Board meetings, held via MS Teams, was 89% and 83% respectively, for example. (Attendance at the October and January meetings was 88%.)

5.5 Enhancing Board Member Training and Awareness

- a) There has been no Board Member training during 2019-20 focused on equality and diversity.

5.6 Working in Partnership

- a) GCRB has continued to work in partnership, including engagement in Community Planning Partnerships and its work with Action for Children.
- b) Opportunities for joint meetings, and 'coversations' with the Glasgow college boards have been restricted due to lockdown.

6. Current Plan of Action for Promoting Board Diversity

6.1 Introduction

- a) GCRB has had a Diversity Succession Plan in place since 2017, setting out its approach to ensuring a diverse and representative governing body for the Glasgow college region. This plan is reviewed annually by the GCRB Nominations & Remuneration Committee, which has oversight of GCRB's recruitment and appointment activity.
- b) The Scottish Government's guidance on succession planning for public sector boards makes the following case for board diversity:

Diverse boards are more likely to be better able to understand their stakeholders and to benefit from fresh perspectives, new ideas, vigorous challenges and broad experience. This diversity of thought and contribution should result in better corporate governance and decision-making, and, in turn, support continuous improvement of our public services in Scotland.

A Board that reflects the people and communities that it serves is also more likely to have credibility with them, thus promoting public trust in Board decision-making.

6.2 Outline of GCRB's Key Strategic Outcomes

- a) The Glasgow Region Strategic Plan for College Education 2017-2022, seeks to build Scotland's most inclusive, most responsive, and most effective regional college system through the following areas of strategic focus:
 - Ambitious for Glasgow: better lives in a better economy
 - Ambitious for Learners: widening access to life-changing learning
 - Ambitious for Colleges: unlocking regional potential and adding value

6.3 Overview of Target Groups

- a) The Glasgow college region comprises a large, diverse and predominantly metropolitan population and as such, a Board that is truly representative of the Glasgow college region should include members drawn from a range of social and employment backgrounds relative to the Glasgow college region, and embody as far as possible diversity in terms of the protected characteristics set out in the Equality Act 2010.
- b) GCRB has identified, together with the Glasgow College Boards, a need to attract in particular young members, members drawn from BME communities and members with disabilities.
- c) Given the Board's leadership role in co-ordinating the delivery of a coherent and high quality regional college education service, members with extensive leadership experience and knowledge of the education sector are essential to GCRB fulfilling its ambitions.
- d) Members drawn from industry and commerce – the major Scottish and regional industries, but also SMEs and start-ups – will bring an understanding of the economy into which students will emerge and which they must be equipped to support and lead.

- e) Understanding of the wider economic and political context in which colleges are currently operating is also key, given the changing nature of post-16 education including the move towards more coherent public services and towards a learner journey that is seen as a continuum with alternative progression routes available to learners. Thus, board members drawn from public sector leadership positions and other areas of the education spectrum who have knowledge and experience of the wider educational context are an important component of the Board.
- f) Given that almost a third of the region's students come from the 10% most deprived areas, the Regional Board should include members who have a sound understanding of social and economic factors affecting the Glasgow region and drivers for social and economic development.
- g) The Board's appointment decisions should also reflect the fact that successful regional governance depends on effective relationships and partnership working across a complex and unique FE governance structure.
- h) The complexity and scale of GCRB's financial responsibilities demand a particular focus on members with financial expertise and the increasing regulation and scrutiny of the sector and its stewardship of public funds necessitate strength, too, in the fields of audit and risk.

7. Proposed Actions for promoting diversity among Board members

7.1 Raising Awareness of the Board and its Work

- a) Ensure statement on diversity and gender balance is clearly visible on Board's web pages.
- b) Continue to develop ways to promote the Board and its work to a wider audience, for example, through social media, stakeholder communications, and regular updates to keep information on the website live.
- c) Continue to work with Equality and Diversity professionals within the college region and external organisations to explore ways to reach underrepresented groups and promote inclusion.
- d) Explore further and, in collaboration with the Colleges, take forward suggestions from the 2018 Joint Boards Diversity Event, for example:
 - Glasgow-wide information events;
 - An information leaflet;
 - Use of networks to extend reach into underrepresented communities;
 - A shared online presence to promote diversity.

7.2 Improving Induction and Support

- a) Consider co-option and/or shadowing to engage less-experienced candidates with potential in the work of the Board.

- b) Explore option of mentoring for new and/or less experienced Board members, creating a more supportive environment.
- c) Encourage good candidates who are not appointed by providing constructive feedback and other opportunities to engage in the work of the Board that may support their development.

7.3 Developing Board Structures and Processes

- a) Continue to develop the Nominations & Remuneration Committee's role, for example, in reviewing and developing its approach to identifying candidates for co-option.
- b) Continue to review recruitment procedures against the diversity checklist to ensure they optimise the potential for underrepresented groups to access membership opportunities and provide for reasonable adjustments during application/interview stages.
- c) Identify and remove potential barriers for appointed members where possible, for example, by keeping the timing of meetings under review to ensure those who are working and/or have childcare commitments are able to attend, or allowing for attendance by video-conference.
- d) Consider ways to encourage members to declare and 'own' their diversity.
- e) Progress Board Members' self-assessment against the revised skills matrix to create a more meaningful record of the Board's strengths and areas for development.

7.4 Enhancing Board Member Training and Awareness

- a) Seek to ensure diversity features in the Board's annual development programme.
- b) Identify external opportunities and encourage Board members' attendance (for example, Changing the Chemistry events).

7.5 Working in Partnership

- a) Continue to work with the College Boards to build on the positive outcomes of previous years' events.
- b) Continue to work with other sector boards/board secretaries, CDN and others to develop and share good practice across the sector.
- c) Engage with bodies, for example, Glasgow City Council, Scottish Government, ACOSVO or the Institute of Directors that may be promoting programmes to develop the 'pipeline' of candidates for non-executive board roles from diverse backgrounds.

8. Risk Analysis

- 8.1** If GCRB does not have a sufficiently diverse and skilled membership, it will not operate as effectively as it might. The action plan contained within this report is therefore intended primarily to mitigate risk 0012: the capacity and capability of the Board is inadequate and standards of governance fall below the level required.

9. Equalities Implications

9.1 The Diversity Succession Plan is compliant with relevant Equalities legislation and regulation and supports the Board's development with regard to equality and diversity objectives.

10. Legal Implications

10.1. There are no new legal implications associated with this report.

11. Resource Implications

11.1. There is the potential for modest cost and in-kind resource implications in progressing collaborative activities.

12. Strategic Implications

12.1 This report is not directly relevant to the Regional Outcome Agreement, however, a balanced Board and robust governance arrangements are the essential to the effective determination and delivery of GCRB objectives.