

**Draft Minute of the Nominations and Remuneration Committee held on Wednesday 17  
March 2021**

<b>Present</b>	
Jackie Russell (Committee Chair)	Janie McCusker
Clare Ireland	Sissa D Rasmussen
<b>In Attendance</b>	
Martin Boyle (Executive Director)	Ron Hill (External Observer)
Penny Davis (Board Secretary)	Wendy Odedina (Executive Assistant)
<b>Apologies</b>	
Lesley Garrick	

**1. Introduction and Welcome**

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Paper Number: Verbal

**1.1 Discussion**

The Chair welcomed members and attendees to the meeting, noting the attendance of Ron Hill observing the meeting as part of the GCRB external evaluation process.

**2. Apologies**

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Paper Number: Verbal

**2.1 Decision**

Apologies were received for Lesley Garrick.

**3. Declarations of Interest**

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Paper Number: Verbal

**3.1 Discussion**

The Chair reminded members that it is their personal responsibility to indicate at any point during the meeting if they have, or may be perceived as having, a conflict of interest under any item on the agenda.

The Executive Director declared an interest in item 7 and it was agreed he would leave the meeting for this item.

## 4. Chair's Business

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Paper Number: Verbal

### 4.1 Decision

The Chair noted that she had attended the following meetings in her capacity as Committee Chair:

- January Board Meeting;
- Non-Executive Member Phase 2 Review Workshop;
- Committee Chairs meeting with Board Chair;
- One to one evaluation meeting with the Board Chair;
- Board informal networking sessions.

## 5. Minute of the Committee Meeting held on 10 December 2020

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Paper Number: NRC4-A

### 5.1 Decision

The minute of the meeting on 10 December 2020 was **agreed** as an accurate record.

## 6. Decisions by Correspondence

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Paper Number: Verbal

### 6.1 Decision

The Committee Chair noted that two decisions had been taken by the Committee via correspondence since the last meeting as follows and asked that these be recorded in the minute.

The Committee **approved** a revised application to GCRB on the voluntary severance scheme for Glasgow Kelvin College and requested that the GCRB Executive Director submit this application to SFC for their approval. It was noted that this was complete and SFC had now approved the scheme.

The Committee **approved** the business case submitted by Glasgow Clyde College for a settlement agreement and requested that the GCRB Executive Director submit this application to SFC for their approval. It was noted that this was complete and SFC had now approved the business case. It was also noted that Clare Ireland and Sissa Rasmussen withdrew from this item as members of staff of Glasgow Clyde College.

## 7. Executive Director Performance Evaluation

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Paper Number: NRC2-B

### 7.1 Discussion

The Chair of the Board presented the paper and provided a verbal report on her discussion with the Executive Director on his performance since taking up post 1 year ago.

## 7.2 Decision

The Committee:

- **discussed** the annual performance review of the GCRB Executive Director for 2020/21 undertaken by the GCRB Chair and it was agreed that the GCRB Chair would provide feedback after the meeting; and
- **agreed** the performance objectives of GCRB Executive Director for 2021/22 as set out within Annex A.

## 8. Board Development Action Plan 2020-21 – Review of Progress

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Paper Number: NRC4-C

### 8.1 Discussion

The Board Secretary provided an update on progress against the board development action plan for 2020-21 noting this was the last report to the committee on this plan with a cumulative report being presented to the Board in April.

She noted good progress against actions with the caveat that the regional review process has overtaken several actions and Covid restrictions continue to have an effect.

The Committee discussed how the board could make better use of the BoardEffect platform.

### 8.2 Decision

The Committee **noted** the report.

## 9. Update on Board Development Plan 2021-22

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Paper Number: NRC4-D

### 9.1 Discussion

The Board Secretary presented the paper noting that it contains draft content for the Board Development Plan 2021-22. She explained that the external evaluation process will inform the final Board Development Plan for 2021-22 and the outcome of the process is therefore awaited before a final plan is presented to the April board meeting.

The Committee discussed the student engagement actions and the potential to formalise student input to board meetings moving forward.

### 9.2 Decision

The Committee **noted** the report.

## 10. Skills Matrix

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Paper Number: NRC4-E

### 10.1 Discussion

The Board Secretary presented the paper noting it is a high level report at this stage for members' information and that the Committee will consider this in more detail at its September meeting when it conducts its annual review of committee membership.

She noted that the Second Terms Committee met and used this data to inform its recommendations on the appointment of second terms for two existing non-executive members.

The Committee discussed the report as highly useful whilst bearing in mind that self-assessment is objective, all of the skills don't have equal weight and some only require one expert and therefore the matrix should be interpreted carefully and used in a balanced way.

### 10.2 Decision

The Committee noted the report.

## 11. GCRB Non-Executive Board Member Recruitment

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Paper Number: NRC4-F

### 11.1 Discussion

The Board Secretary set out the timetable for recruitment of new non-executive board members for the GCRB. She asked the Committee to consider the composition of the appointment panel and make a recommendation to the Board in this regard.

The Committee discussed the context of the regional process and the potential changes that may occur as a result. The Board Secretary noted that extensions to current appointments may be possible if required for a limited period.

### 11.2 Decision

The Committee:

- **noted** the revised timetable of activity;
- **agreed** to recommend to the board that the membership of a recruitment panel be the Chair of the Board, Chair of the N&R Committee, the Student Member of the Committee, and an independent member who should be male to ensure gender balance;
- **agreed** in principle the option of proceeding with an event or dedicated microsite to generate interest in joining the Board and asked the Executive Director and Board Secretary to work with the GCRB Marketing and Communications Lead on this.

## 12. Update on Trade Union Matters

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Paper Number: Verbal

### 12.1 Discussion

The Board Secretary provided an update on the unison support staff pay award for 2020-21. She also provided an update on the planned strike action by EIS FELA.

### 12.2 Decision

The Committee noted the verbal report.

## 13. Long Term Agenda

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Paper Number: NRC4-G

### 13.1 Decision

The Committee agreed the long term agenda noting the provision of public sector pay policy to the May meeting to support the annual salary review process.

## 14. Review of Disclosable Status

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### 14.1 Decision

The Board Secretary confirmed the status of the following papers:

Paper A: minutes were non-disclosable – now disclosable;

Paper B: now disclosable further to committee agreement;

Paper D: non-disclosable.

## 15. Date of Next Meeting

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### 15.1 Decision

The date of the next meeting was **agreed** as Thursday 27 May 2021.

The Executive Director provided an update on Covid-19 restrictions for colleges and the proposed timescales for the gradual re-opening of college campuses. He noted that this will not currently affect the GCRB team who will remain working from home at present.