Nominations and Remuneration Committee Meeting

Date of Meeting	Thursday 9 March
Paper Title	Board Self-Evaluation – City of Glasgow College
Agenda Item	12
Paper Number	NRC5-L
Responsible Officer	Penny Davis, Board Secretary
Status	Disclosable
Action	For Information

1. Executive Summary

1.1. The following report has been provided by City of Glasgow College, in accordance with the requirements of the Code of Good Governance.

2. Recommendations

2.1 The Committee is invited to **note** the attached report and the advice from City of Glasgow College (item 3.2 below) concerning the timing of this and future reports.

3. Background

3.1. Assigned College Boards submit their annual self-evaluation reports to the Regional Strategic Body in accordance with the following provision in the Code of Good Governance for Scotland's Colleges:

D 24 The board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should also be an externally facilitated evaluation of its effectiveness every three to five years. The board should determine the timing for this externally facilitated review as part of the annual effectiveness review. The board must send its self-evaluation (including an externally facilitated evaluation) and board development plan (including progress on previous year's plan) to its funding body and publish them online.

3.2. City of Glasgow College Board underwent a period with an interim Secretary during 2022 after the departure of Paul Clark, and completion of the evaluation process was delayed until a new appointment was made, hence the late receipt of this report. The new College Secretary, Drew McGowan, has confirmed that normal timing of the evaluation/report will resume in 2023.

3.3. GCRB has been guided by the approach of the Funding Council, which is light-touch and concerned with ensuring that Regional Colleges/RSBs have satisfactory arrangements in place. The periodic externally facilitated review provides for a more formal and thorough-going review process and report, and separate guidelines for that process have been developed by the Good Governance Steering Group.

4. Risk& Compliance Analysis

4.1 The are no direct risks to GCRB associated with this report which is prepared in alignment with the relevant guidance and Financial Memorandum.

5. Financial & Resource Implications

5.1 There are no new financial or resource implications associated with this paper.

6. Equalities Implications

6.1 There are no direct equalities implications associated with this paper.

7. Learner Implications

7.1 There are no direct implications learners associated with this paper.

Board of Management

Date of Meeting	Wednesday 2 November 2022
Paper No.	4.4
Agenda Item	BoM2-C
Subject of Paper	Board Self Evaluation
FOISA Status	Disclosable
Primary Contact	Michael Cross, Interim College Secretary
Date of production	25 October 2022
Action	For Approval

1. Recommendations

1. To note the report of this year's self-evaluation of the Board of Management, particularly the key findings at part 4 of the report.

2. To approve the report, subject to any agreed changes.

2. Purpose of report

2.1 To provide the Board with a draft Self-Evaluation Report, based on the exercise undertaken by Board members over the late Spring-Summer of 2022. Subject to the Committee's views, this report would support both continued development of the Board's capacity, and future planning and delivery of Board improvement activity.

2.2 To provide evidence of compliance with the Code of Good Governance and Ministerial Guidance.

2.3 To provide assurance to the Glasgow Colleges Regional Board (GCRB), and other stakeholders that the College has in place a comprehensive and structured Board evaluation process.

3. Context

3.1 In February 2015, the Board of Management approved the establishment of a structured evaluation of the Board as a whole, consistent with the Code of Good Governance which requires college boards to "…*keep effectiveness under annual review and have in place a robust self-evaluation process.*"

3.2 Since it is aimed at governance improvement for the whole College, the report supports all of the College's strategic priorities, specifically Priority 5 in the College Strategic Plan: "*To deliver excellence in performance*"; and Priority 6: "*To be efficient, effective, innovative, and vigilant*".

3.3 In line with recent practice, the format of the Board of Management evaluation aligns with the 2016 Code of Good Governance for Scotland's Colleges, ensuring the Code remains embedded in good practice at City of Glasgow College, and that Board development is accordingly aligned.

3.4 The Board has also recognised the priority of embedding self-evaluation and assessment in the College's pursuit of excellence; leading by example sets a clear message to the College as a whole.

3.5 This exercise is one part of Board evaluation and assessment. The process also includes Committee and Committee Convener evaluation, individual Board member appraisal, and regular external evaluation of the Board

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4. Impact and implications

4.1 The self-evaluation process comprises a thorough review of Board performance and effectiveness, informing improvement and facilitating development, integration, and improvement.

4.2 It will provide further reassurance to the Board and its stakeholders, including the GCRB, that the College systems of governance are robust, and delivered to a high standard.

4.3 The process mitigates reputational risk to the College.

4.4 Continuous evaluation and improvement of the College's governance standards is a goal in itself, but also supports the College's ambition for world-class status, as reflected in the recent recognition from EFQM.

4.5 The key findings are outlined at Section 4 in the attached report, with development/integration areas highlighted.

Appendices:

Appendix 1: Board of Management Self-evaluation Report 2022.

Board of Management: Self-evaluation 2022

Summary Report

1. Introduction

The Code of Good Governance for Scotland's Colleges states that: "*The board must keep its effectiveness under annual review and have in place a robust self-evaluation process[1].*" To that end, Boards of Management undertaking a form of regular self-evaluation is considered a requirement of good governance practice, allowing identification of improvement and development, and enhancing performance. This expectation is embedded in the Good Governance Standard for Public Services[2] as "*Developing the capacity and capability of the governing body to be effective*", and is a recommendation of the UK Corporate Governance Code for FTSE 350 companies. More directly, a focus on robust evaluation college governance remains an expectation of the Scottish Government.

This self-evaluation report sets out clearly the Board of Management's continued priority of performance improvement for the whole College, at all levels, and across all functions. It reflects the College's Strategic Priority 5: "*To deliver excellence in performance*", and Strategic Priority 6: "*To be efficient, effective, innovative, and vigilant*" (Strategic Plan 2021-30). It also follows the EFQM excellence model in respect of continuous assessment and refinement.

[1] Code of Good Governance for Scotland's Colleges p12 D.23.
[2] http://www.cipfa.org/policy-and-guidance/reports/good-governance-standard-for-public-services

2. Structure

The Code of Good Governance for Scotland's Colleges (2016) has been developed - and is owned by - the college sector. It establishes standards of good governance practice for all boards, and provides the essential foundations for compliance within the over-arching legislative framework.

The format of this process comprises an evaluation of the activities of the Board of Management by each Board member individually, structured around the Code. Board members are asked to express a level of agreement with a series of statements representing good governance practice, indicating areas of strength and future development. Comments are invited at each section.

The Code of Good Governance provides direction on the key principles of governance, under the headings of:

    A. Leadership and Strategy
    B. Quality of the Student Experience
    C. Accountability
    D. Effectiveness
    E. Relationships and Collaboration

The statements of good governance practice in this evaluation are grouped under these headings and associated sub-headings, reflecting the direction and guidance in the Code and ensuring the evaluation report is closely aligned with the Code, and that development and improvement actions reflect the Code's requirements.

The exercise is one aspect of Board evaluation and assessment, which also includes Committee and Committee Convener evaluation, individual Board member appraisal, and regular external evaluation of the Board (last undertaken in 2019).

3. Evaluation Results

Board members were invited to score the Board as a whole under a set of 34 statements aligned with the themes (A to E) outlined in Section 2. All scores were placed in the range 1 (Low/Disagree) to 6 (High/Agree), alongside the statements provided. The tables below indicate the average score responses, RAG-rated to differentiate between highest (green), mid-scoring (amber) and lowest (red) scoring levels of agreement expressed by members.

Once again, the scores are generally high, suggesting a satisfactory level of confidence among Board members in governance standards; to reflect a balanced distribution of scores and maintain the approach of previous years, the following thresholds have been used:

Scores over 5.5 – GREEN;   from 5.2 - 5.5 – AMBER;   under 5.2 - RED;

This results in a distribution of scores as indicated:

GREEN - 6	AMBER - 14	RED -14

2019 distribution:

GREEN - 13	AMBER - 14	RED - 7

Compared with the 2019 review, the number of GREEN scores has fallen from 13 to 6; the number of AMBER scores remains the same; and the number of RED scores risen by 7.

Comments submitted by Board members are reflected in the 'comments' box in each section. Consistent with the approach to previous self-evaluations, scores are not weighted, and outlying responses might therefore skew the averages in this report.

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A.   Leadership and Strategy

Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree			High/agree		
	1	2	3	4	5	6
Vision and Strategy						
1. The Board has set out clear strategic priorities and aims.					**5.4** *5.45*	
2. The Board regularly reviews performance against the strategic aims					**5.4** *5.36*	
3. The aims of the College are aligned with regional strategy/outcomes					**5.1** *5.09*	
4. The Board undertakes regular strategic reviews/ scenario planning					**5.1** *5.09*	

Comments:

- The College also has further reaching strategies beyond those of the region in that we also engage with international activity which in turn drives diversity of outcomes.
- I would like to see more cross college input at strategy days from a variety of stakeholders and staff members.
- Actively evidenced by the strategic away days and regular review and revision of strategic aims closely covered by all Board sub-committees
- Scenario planning has been a regular feature of Committee meetings and this has been particularly essential during the pandemic and the uncertainty of the impact on the College. Remote working however has meant that the work has been heavily balanced towards the Executive officers of the College.
- Tried and tested. Proved effective in pandemic as positively commented on by EFQM.
- Whilst we competently deal with strategic matters, we could be more explicit and give more thorough scrutiny to proposals and progress reports - we tend more towards simple approving of what the senior team brings forward. Our 'planning sessions' are not really planning! Given the less effective role of the Regional Board, it's not surprising that CoGC focuses on its own strategy.
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Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree			High/agree		
	1	2	3	4	5	6
Corporate Social Responsibility						
5. The Board understands and demonstrates the College Values					**5.2** *5.18*	
6. The Board has a Code of Conduct to which it is committed in practice					**5.6** *5.54*	
7. The Board operates according to the Nine Principles of Public Life[3]					**5.4** *5.36*	

4

Comments:

- We are in the process of arranging a code of Conduct session with the Standards Commission to support our commitments and raise even more focus on this aspect/responsibility - Board development.

- Lack of transparent succession plan. Some board members regarded as more equal than others. Lack of objectivity and tendency to give lengthy personal views prior to throwing topic open for discussion. Board members feel that they are often there to rubber stamp decisions already made behind the scenes.

- There have been occasions when I have felt that we have been dismissive of expressions of staff discontent. There is also a need to demonstrate in meetings that all Board members and their contributions have equal value. In summary, we need to ensure a higher standard of respect.

B.   Quality of the Student Experience

Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree			High/agree		
	1	2	3	4	5	6
Student Engagement						
1. Student members are active at Board level					**5.4** 5.45	
2. The Board receives regular reports from the Students' Association.					**5.7** 5.63	
3. The Board/ Committees prioritise the opinions/views of students					**5.2** 5.14	

Comments:

- I have marked the opinions and views as 4 as a consequence as we have those thoughts firmly in our mind here are a considerable number of other matters that make up a whole range of thoughts and processes as part of the college function.
- Whilst oversight can be undertaken using reports and presentations I feel that the face to face contact which takes place through in-person attendance on campus has suffered as a result of the Covid restrictions. Targets have necessarily had to be treated with sensitivity because of the disadvantages presented to our students in the last two years.
- I feel the student members need more support from the start of their term. Many of the papers use language that students are not familiar with and are very long. Student members would benefit greatly from having 121 support to go over the papers. Someone who can summarise in student friendly and accessible language what the papers are about and to highlight which papers are pertinent to students and should be read and may require comment/input.
- Papers still come too late for student members to be able to read and understand the papers fully. Setting up a mentor system and regular meetings to support student members will enable the student members to effectively contribute to the board.
- Past President is currently Vice Principal Further Education, NUS.
- Endorsed and commented positively on by Student President at the June Board meeting. Students feel listened to, are full and active members and engage in discussions. Attendance is not just a tick box exercise.
- This is an area of very good practice.

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Learning and Teaching/Student Support						
4. Learning and Teaching Performance is overseen effectively					**5.1** *5.09*	
5. The Board sets challenging student success targets					**5.2** *5.18*	
6. The student experience is central to Board decision-making					**5.0** *5.00*	

Comments:

- Could perhaps do more to listen to voice of students and their representatives. It can be difficult for people to voice concerns.
- Key focus and priority of the board discussion and of the relevant sub committees As above giving the student members more support will enable them to share more about the student experience and will allow them to understand which papers impact on the student experience and how.
- EFQM stated that the College excels in "future fit programs and strong and structured student relations".
- As highlighted in the Areas of Positive Progress within the Education Scotland Progress Report (June 2022). CoGC has excellent L&T leadership and the LTC and Board benefit from this. At board meetings we sometimes get swamped by overly lengthy discourse from the Principal and Chairman and this can dilute the centrality of the student experience - and consequently staff experience, competence and morale (though these are well addressed by LTC and SSEC).

C.   Accountability

Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree			High/agree		
	1	2	3	4	5	6
Accountability and Delegation; Risk and Audit						
1. The Board recognises its chain of accountability					**5.4** 5.45	
2. The Board is open in its decision-making and facilitates disclosure					**5.4** 5.36	
3. The Board delegates responsibilities to appropriate committees					**5.4** 5.45	
4. The Board has in place an effective risk management strategy					**5.7** 5.63	
5. The College's audit processes are comprehensive and rigorous					**5.4** 5.45	
6. The Board publishes high quality Annual Reports					**5.7** 5.63	
Comments:						

-   We have been well served by the senior leadership team and the college secretary in all aspects.
-   Sometimes lengthy discourses by Principal and Chairman can be informative and helpful but are also at times a distraction to fuller discussion, scrutiny and decision-making by Board members who are drawn into an 'endorsing' style. However, this is a tricky one, because the SMT & Executive are strong, committed and professional and so Board endorsement is the likely outcome anyway.

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Remuneration, Sustainability, Staff Governance						
7. There is a formal process for setting the Principal's remuneration					**5.0** *5.09*	
8. Funds are planned and used economically, efficiently, and effectively					**5.2** *5.18*	
9. Board members are aware of their responsibilities as charity trustees					**5.3** *5.27*	
10. The Board prioritises the fair and effective management of staff.					**5.2** *5.18*	

Comments:

- An annual refresher in terms of obligations and accountability would be a useful reminder.
- Principal's salary is determined by performance review and subject to the application of government guidelines on senior salary and reward reviews
- This continues to be a difficult area largely as a result of lack of clear guidance from Scottish Government/Scottish Funding Council. The Board is clear that it wishes to follow any guidance issued.
- I think we are fully aware of our responsibilities as charity trustees but don't tend to treat this separately from our responsibilities as determined by the Scottish Government as they are largely in alignment.
- Robertson Cooper Wellbeing Survey undertaken. Results were analysed with hot spots and planned interventions identified.

D. Effectiveness

Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree				High/agree	
	1	2	3	4	5	6
Post holder Effectiveness						
1. The Board Chair promotes open discussion on strategic matters					**4.8** *4.81*	
2. The Board has an appropriate mix of skills and works well as a team.					**4.8** *4.81*	
3. The Principal and Executive Team are clearly accountable to the Board					**5.4** *5.45*	
4. The Board is well supported and guided in matters of governance					**5.4** *5.36*	

Comments:

- The Board has a very good mix of skills but remote working has made it very difficult to promote team working. The introduction of informal board sessions has been welcomed.
- Sometimes it appears the Principal and Chair have pre-agreed key matters which we are expected to rubber stamp. This can cause tensions. The Board skew toward Public and "semi Public" rather than Private Sector backgrounds which can produce an echo chamber.
- See previous comments about Board member contributions leading to my view that we could have a better balance of Principal / Chairman / Board member input.

Board member development and evaluation						
Board member development and evaluation						
5. Board recruitment is open and in line with ministerial guidance					**5.7** *5.63*	
6. There are sufficient opportunities for Board induction and development					**5.6** *5.54*	
7. Board effectiveness is regularly reviewed					**5.4** *5.45*	

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E.   Relationships and Collaboration

Rank from 1 to 6: Low/Disagree to High/Agree	Low/disagree			High/agree		
	1	2	3	4	5	6
Partnership Working						
1. The Board ensures effective communication with stakeholders					**5.4** *5.36*	
2. Learning provision is relevant to industry needs.					**5.0** *5.0*	
3. The College engages well with stakeholders/industry partners.					**5.3** *5.27*	
4. The Board supports the delivery of the Regional Outcome Agreement					**5.0** *5.0*	

Comments:

- Industry engagement is a muddy picture as there appears to be no college overview. Any queries re the above tend to be swept aside so feel cannot accurately rate performance. Obviously good in some areas but hard to gauge.
- A good level of communication with students during the pandemic has been demonstrated. Limited opportunity to engage with stakeholders out with your own personal sphere.
- Learning provision invariable lags industry need, but this is a universal issue.
- EFQM commented that the College has a clear purpose and identify to drive Inspiration, Excellence and Innovation. The College is a people focussed organisation with a culture of trust and involvement.

4. Key Findings (with development areas highlighted)

Leadership and Strategy: Overall Score – 5.29 (2019 - 5.54)

Board is clear on the College's key strategic priorities and aims, and regularly reviews performance against those strategic aims. Scenario planning has been a regular feature of Committee meetings, essential during the pandemic – though remote working has seen the work heavily balanced towards executive staff.

There is a sense the Board tackles strategic matters with competence, but might be more explicit and apply deeper scrutiny to proposals and progress reports brought forward by executive staff.

Board planning sessions would be enhanced by a more effective context and a clearer expression of strategy from the Regional Board.

On EDI it may be helpful to have updated refresher training to ensure comprehensive understanding of best practice.

It remains important to encourage all Board members to contribute fully to discussion.

Quality of the Student Experience: Overall Score 5.24 (2019– 5.47)

There was an acknowledgement that the student experience was significantly compromised by the COVID-19 pandemic. That said, it might be helpful to allow student representatives greater support at the outset of term, perhaps by direct support in working through Board papers. In that context, the executive should continue to focus on Board papers that are clear, concise, prepared in plain English, and submitted in good time.

Importantly, student feedback suggests they feel their voice is heard at the Board, and that they are able to participate fully and actively in discussion. "*Attendance is not just a tick box exercise.*"

Accountability: Overall Score 5.36 (2019 - 5.43)

The Board continued to rate highly the quality of its Annual Report, and felt well served by the senior leadership team and the College Secretary. Annual Reports are highly regarded, in depth, and reflect the student experience.

It remains important that the Chair and senior executives focus on ensuring a comprehensive discussion, inviting contributions – and challenge - from all members. The strength, commitment and professionalism of SMT & executive staff means Board members may themselves need reminding always to bring a critical, but supportive approach to their consideration of papers.

Effectiveness: 5.29 (2019 Overall Score – 5.41)

There remains some concern that Board challenge could be more effective, and that there are some occasions when the Board is encouraged to agree a preset position.

Relationships and Collaboration – 5.15 (2019 Overall Score - 4.8)

This category is the one area to score above the level recorded in the previous year. There remained a concern that the Board felt unable to judge the quality of industry engagement, though the presentation of material has recently been addressed;

the level of communication with students was a positive feature, though engaging with stakeholders beyond members' own network was limited. It was noted that the EFQM assessment had commented that the College has a clear purpose and identity, and that it is a people-focused organisation with a culture of trust and involvement.

Individual Board Members

Individual Board members' development needs will continue to be identified via the one to one discussions with the Chair, facilitated by the separate Board members' appraisal exercise.
This too will inform Board development activity.

Committee Attendances

An evaluation of Board Committee attendances for 2018-19 will be included in the final report, together with historic figures (below) to illustrate trends.

RAG Key:

- Under 70%   - Red
- Between 70 – 79% - Amber
- Over 80%   - Green

Average Attendances (%)	2014-2015	2015-2016	2016-2017	2017-2018	2018-2019	2019-2020	2020-2021	2021-2022
Board of Management	69	71	79	76	80	87	85	87
Audit & Assurance Committee	55	50	61	67	63	85	79	85
Development Committee	75	93	71	56	75	71	61	80
Finance & Physical Resources Committee	82	90	76	72	69	79	75	79
Learning and Teaching Committee	61	90	62	67	73	93	73	90
Performance, Remuneration & Nominations C'ttee/PNC from 17-18	68	88	61	71	79	91	75	86
Students, Staff, and Equalities Committee	50	86	58	75	74	81	100	100
Art Foundation				63	79	57		
Remuneration Committee				86	83	89	79	83

While these figures represent a slight improvement overall, it should be noted that three Board members recorded no committee attendances in 2017-18, which had a significant negative influence on the overall attendance figures.

Michael Cross, Director, Corporate Support & Interim Board Secretary, October 2022
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