

## Nominations & Remuneration Committee

Date of Meeting	Thursday 4 October 2018
Paper Title	Annual Review of Membership and Tenure
Agenda Item	8
Paper Number	NRC1-C
Responsible Officer	Board Secretary
Status	Disclosable
Action	For Consideration

### 1. Report Purpose

- 1.1** To facilitate the Committee's review of Board and committee membership, tenure, skills balance and overall attendance levels in the past year in the context oversight and succession planning.

### 2. Recommendations

- 2.1** The Committee is invited to **consider** the following report and make any recommendations as appropriate to the Chair or the Board.

### 3. Background

- 3.1.** The Nominations and Remuneration Committee is responsible for areas of the Board's activity relating to appointments and succession planning. Specifically, the Committee should:

- give full consideration to succession planning for all Board members in the course of its work, taking into account the challenges and opportunities facing the region, and the skills and expertise needed on the particular Board (s) in the future;
- review the structure, size and composition (including the skills, knowledge, experience and diversity) of the Board and of the assigned colleges' Boards and make any recommendations to the Board as a consequence.

- 3.2.** The Board has undergone considerable change in its membership in the past year including a new Board Chair, new Chair of Glasgow Kelvin College, a new Staff and Student Member and three new Non-Executive Members. Noting that no Member's tenure expires between now and the appointment of new Student Members in the summer of 2019, it is anticipated that 2018-19 will be a quiet period in terms of appointments activity.

- 3.3.** The Committee will consider a separate paper on diversity succession planning at its meeting on 4 October. The following report comprises:

- i. A chart showing overall Board membership and Committee membership, tenure and areas of expertise currently represented;

- ii. A chart showing overall Board and Committee attendance data to identify any areas for further review by the Board Chair/Committee Chairs;
- iii. For discussion - a recommendation arising from the Glasgow Boards Diversity Event to review the Board's approach to assessing its skills balance.

#### 4. Detail

##### 4.1 Board Membership, Tenure and Areas of Expertise

MEMBER	PROFESSIONAL BACKGROUND/ EXPERTISE	TENURE ENDS	TERM
<b>Chair</b>			
Janie McCusker	International security coordination; governance; risk; change management; mediation	07/01/22	1
<b>College Board Chairs</b>			
Alisdair Barron	HR; industrial relations; youth and health charity leadership	31/07/20	1
David Newall	HE leadership; local authority; CIPFA qualified	14/07/20	1
Ian Patrick	Schools, FE and HE leadership; governance	31/07/22	1
<b>Staff Members</b>			
Clare Ireland	Non-teaching Staff Member; trade union official	31/07/22	2
Charlie Montgomery	Teaching Staff Member; trade union official	31/07/22	1
<b>Student Members</b>			
Karolina Gasiorowska	Student President, Glasgow Clyde College	31/08/19	2
Shaun McLaughlin	Student President, Glasgow Kelvin College	31/08/19	1
<b>Non-Executive Members</b>			
<b>Paul Buchanan</b> (also P&R member)	Public and voluntary sector management consultancy; tourism; governance	31/07/22	2
Moira Connolly	Consultant Psychiatrist; health sector leadership, Government Advisor (mental health)	30/04/22	1
Michael Cullen	Local Authorities (elected councillor); third sector; community partnerships; FE.	31/07/21	1
Lesley Garrick	Public sector organisational development; health sector management	31/07/21	2
<b>Caroline MacDonald</b>	HE leadership; college partnerships; biological sciences	31/07/21	2
Edward McGrachen	Chartered Engineer; IT; telecommunications; governance	30/04/22	1
Maureen McKenna	Local Authority education leadership; HMIE; mathematics teaching	31/07/21	2
Alastair Milloy	FE/HE financial leadership; Fellow Association of Chartered Certified Accountants	31/07/21	1
Jackie Russell	Human Resources leadership, Health and HE sectors; partnerships	31/07/22	2
Mike Ward	Commercial sector financial control and strategy; CIMA qualified; police	31/07/20	1

##### Committee Membership Key:

Audit Committee; Performance & Resources Committee; Nominations & Remuneration Committee  
(Committee Chairs in **bold**)

## 4.2 Board and Committee Attendance

Committees review meeting attendance data as part of their annual self-evaluation, the Chair reviews individual Members' attendance at one-to-one evaluation meetings and attendance data is also reported in the annual accounts. The following high-level summary is provided to allow the Committee to compare overall attendance and, if it has any concerns, to make recommendations to the Board Chair or Committee Chairs as appropriate for further review.

<b>Meetings 2017-18</b>	<b>Attendance</b>
<p><b><u>Board</u></b></p> <p>4 September 2017 30 October 2017 18 December 2017 26 March 2018 18 June 2018</p> <p>Overall 2017/18 (2016/17)</p>	<p>76% 76% 88% 78% 67%</p> <p>77% (85%)</p>
<p><b><u>Audit Committee</u></b></p> <p>3 October 2017 5 December 2017 6 March 2018 29 May 2019</p> <p>Overall 2017/18 (2016/17)</p>	<p>80% 60% 60% 75%</p> <p>69% (88%)</p>
<p><b><u>Nominations &amp; Remuneration Committee</u></b></p> <p>22 August 2017 13 October 2017 30 November 2017 18 December 2017 20 March 2018 31 May 2018</p> <p>Overall 2017/18 (2016/17)</p>	<p>75% 75% 100% 100% 50% 75%</p> <p>79% (66%)</p>
<p><b><u>Performance &amp; Resources Committee</u></b></p> <p>9 October 2017 1 December 2017 9 February 2018 7 March 2018 7 June 2018</p> <p>Overall 2017/18 (2016/17)</p>	<p>86% 71% 71% 57% 83%</p> <p>74% (71%)</p>

## **5. Reviewing the Boards Approach to Assessing Skills Balance**

- 5.1** At the Glasgow Boards Diversity Event on 4 September, there was discussion around the skills, knowledge, experience and attributes that boards assess when drawing up a skills matrix. The suggestion was put forward, and received support from several board members, that some of the experience and attributes most valuable in a board member are not generally assessed or recorded in a matrix, for example, the ability to effect social change, or experience of having lived or worked in an area of social deprivation.
- 5.2** GCRB currently retains information on Members' key roles professional roles and experience, key knowledge areas such as financial and education management, and asks all new members to complete an Equality and Diversity form.
- 5.3** By developing a more meaningful matrix and approach to assessment, the Board might gain a truer picture of the balance of relevant knowledge, skills, experience and attributes among its members. It would thus be in a much stronger position to identify gaps and shape recruitment practices to support appointment of candidates that would strengthen the Board's diversity and representativeness.
- 5.4** The Public Appointments succession planning toolkit includes two good practice examples of skills matrices from public bodies. These are appended for consideration.
- 5.5** Members are asked to consider whether GCRB should redefine and broaden its skills matrix. A review could be concluded before another recruitment round took place.

## **6. Risk Analysis**

- 6.1** There are no new risks associated with this report. It is, in general, intended to mitigate risk 0011: the capacity and capability of the Board is inadequate and standards of governance fall below the level required.

## **7. Equalities Implications**

- 7.1** The report is a review of membership that includes consideration of gender balance and provides for the reporting of any concerns or recommendations to the Board for further action.

## **8. Legal Implications**

- 8.1** There are no new legal implications associated with this report.

## **9. Resource Implications**

- 9.1** There are no new resource implications associated with this report.

## **10. Strategic Implications**

- 10.1** This report is not directly relevant to the Regional Outcome Agreement, however, robust governance arrangements are the essential to the effective determination and delivery of GCRB objectives.

## National Galleries of Scotland Trustee Skills Matrix Grid

<b>Generic Skills:</b>													
1 Team working	√	√	√	√	√	√	√	√	√	√			
2 Strategic Planning	√	√	√	√	√	√	√	√	√	√			
3 Communication	√	√	√	√	√	√	√	√	√	√			
4 Politically sensitive	√						√						
5 Commitment to public life	√	√	√	√	√	√	√	√	√	√			
6 Commitment to NGS	√	√	√	√	√	√	√	√	√	√			
<b>Knowledge:</b>													
<i>Access, Participation and Learning</i>													
7 Learning								√	√		√		
8 Access and audience development								√					
9 Marketing and promotion				√				√		√			
10 ICT			√										

<i>Artistic Excellence</i>													
11 Fine Arts				√			√	√					
12 Cultural Policy	√			√	√	√		√					
13 Artist							√	√					
14 Research and publishing				√				√					
15 International outlook								√					
<i>Sustainability</i>													
16 Finance/audit	√	√	√		√								
17 Business Management	√	√	√		√	√			√				
18 Fundraising	√			√			√						
19 Commercial acumen									√				

January 2016

## Scottish Children's Reporter Administration Board –Skills Matrix

### List of skills required to maintain a balanced board

#### Generic skills for all board members to have:

1. The ability to successfully lead a diverse team (essential for chair, vice-chair and chair of sub-committees only).
2. Understanding of, and interest in, business development and business management.
3. Sound understanding of corporate governance and strategic planning.
4. Excellent interpersonal and communication skills.
5. Genuine interest and understanding of current children's welfare related issues in Scotland.
6. The ability to analyse complex information, challenge and probe.
7. Sound judgement.

#### Additional skills set that one or more individual members must have for the Board to be effective:

8. In-depth knowledge and expertise of local government, NHS and others' responsibilities in relation to:
  - The operation of child protection, youth justice and anti-social behaviour related services
  - The preparation of reports and implementation of decisions in relation to the Children's Hearings System (CHS)
  - Children's services planning structures, objectives and outcomes.
9. Understanding of and experience of budgetary and financial management processes including capital projects and procurement.
10. Knowledge and understanding of support to Children's Panel members.
11. Knowledge and understanding of the criminal justice system in Scotland, including practical court based experience.
12. An understanding of the range of social and health issues facing families and how they impact on the CHS.
13. Understanding of political and financial context in which board operates.
14. Diversity and equality confident.

## Scottish Children’s Reporter Administration Board

### Skills Matrix

Name	Generic Skills							Additional Skills						
	1	2	3	4	5	6	7	8	9	10	11	12	13	14
Board Member	✓	✓	✓	✓	✓	✓	✓	✓	✓			✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓		✓	✓	✓	✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓	✓	✓			✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓				✓	✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓		✓			✓	✓	✓
Board Member	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

#### Must have skills/experience for all board members:

1. To be able to see the bigger picture when considering issues and topics, this does not necessarily require direct experience of developing policy or strategy.
2. An understanding of what the Scottish Children’s Reporter Administration (SCRA) is set up to do and how you can contribute to the work of the organisation.
3. Sound communication skills which includes confidence in questioning proposals, debating issues, and expressing your views, listening to others, speaking succinctly and remaining focussed.
4. Be able to work as a team, act collaboratively, appreciate the experience and views of other board members, and support collective decisions.
5. An understanding of the realities for children, young people and their families in Scotland.



## **Scottish Children's Reporter Administration Board - Other skills/experience**

One or more individual board members must have for the Board to be effective. Applicants are not expected to have all of the other skills set out below but need to show they have at least one of them.

1. Bring relevant first hand life experience related to the work of SCRA.
2. An understanding of different ways of working, new organisational models, and business change.
3. Knowledge and experience of youth justice, the legal world and the court system.
4. An understanding of workforce issues, organisational development and the impact of change.
5. Awareness of rapid technological change, opportunities digital transformation offers, and ability to be forward looking.

August 2015

## Scottish Children’s Reporter Administration Board - Summary of Skills and Experience

Board Member	Skills and Experience
Board Member	<ul style="list-style-type: none"> <li>• Management and leadership at senior level across different local authorities in England and Scotland</li> <li>• Child Care Social Work</li> <li>• Working in an NDPB</li> <li>• Governance</li> <li>• Working with Scottish Government</li> <li>• Teaching Adults</li> <li>• Education and Training and regulation of staff</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Strategic Leadership</li> <li>• Scrutiny (of police at national level)</li> <li>• Working with Ministers and senior civil servants</li> <li>• How Police work</li> <li>• Motivation and Commitment</li> <li>• Sense of our responsibilities</li> <li>• People Skills</li> <li>• Negotiation</li> <li>• Different Views</li> <li>• Non-threatening challenge</li> <li>• Eye for Detail</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Experience as a parent</li> <li>• Awareness as a parent</li> <li>• Local politician</li> <li>• Governance</li> <li>• Education and schools</li> <li>• Dealing with placement requests</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Leadership and Management at a senior level</li> <li>• Creativity and Curiosity</li> <li>• Information and communications including digital</li> <li>• Directly working with children and young people</li> <li>• Children and young people focussed</li> <li>• Expertise in consultation and co-design</li> <li>• Being a volunteer at community level</li> <li>• Working with COSLA and Scottish Government</li> <li>• Experience from other Boards</li> </ul>

Board Member	Skills and Experience
Board Member	<ul style="list-style-type: none"> <li>• Leadership and Management at a senior level</li> <li>• Child related services</li> <li>• Being a parent</li> <li>• Corporate management, finance, HR, performance</li> <li>• Working COSLA and Scottish Government</li> <li>• Legal Training</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Management and Leadership at a senior level</li> <li>• Finance Professional with expertise in Audit, IT and procurement.</li> <li>• Senior Executive in NDPB and University and College sectors</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Career as Police Officer (27 years)</li> <li>• Experienced Non-Executive in various NDPBs and in the Third Sector</li> <li>• Former foster parent (8 years)</li> <li>• Former convenor of a Children's Hearings Children's Panel and of a Community Justice Authority</li> <li>• Former COSLA spokesperson with experience of working with Scottish Government</li> <li>• Former Elected Member and Deputy Leader of a Local Authority</li> <li>• Experience of many local community and youth projects</li> <li>• Member of Scotland Police Authority Board</li> <li>• Parent/grandparent</li> </ul>
Board Member	<ul style="list-style-type: none"> <li>• Working in the financial services sector</li> <li>• Managing staff and budgets</li> <li>• Performance management</li> <li>• Audit, regulation and compliance</li> <li>• Foster care</li> </ul>