

**Draft Minute of the Nominations and Remuneration Committee held on Thursday 31 May 2018**

<b>Present</b>	
Jackie Russell (Committee Chair)	Janie McCusker
Lesley Garrick	
<b>In Attendance</b>	
Robin Ashton (Executive Director)	
Penny Davis (Board Secretary)	Wendy Odedina (Executive Assistant)
<b>Apologies</b>	
Karolina Gasiorowska	

**1. Introduction and Welcome**

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Paper Number: Verbal

**1.1 Discussion**

The Committee Chair welcomed Janie McCusker to her first meeting as a member of the Committee.

**2. Apologies**

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Paper Number: Verbal

**2.1 Decision**

Apologies were received from Karolina Gasiorowska.

**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 6 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

There was no Chair's business to note.

#### 5. Minute of the Committee Meeting held on 20 March 2018 and Decision by Correspondence 28 March 2018

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Paper Number: NRC7-A

##### 5.1 Decision

The minutes of the meetings on 20 March 2018 were **agreed** as an accurate record.

The Committee also **noted** the decision by correspondence, dated 28 March 2018, whereby the Committee **agreed** to approve the Voluntary Severance Scheme Application from City of Glasgow College, further to the Committee's request for additional information at their last full meeting. The Committee **noted** that their role was to ensure that the VS scheme was compliant with SFC guidance only.

#### 6. GCRB Staff Annual Salary Review

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Paper Number: NRC7-B

##### 6.1 Discussion

The Executive Director temporarily left the meeting at this point.

The Chair of the Committee presented the paper noting that the Committee has responsibility for oversight of remuneration and awards in relation to the Executive Director and Finance and Resources Director.

With regard to the Executive Director it was noted that a pay award, often referred to as cost of living increase, had not been agreed for the period 2017-18. The Committee Chair noted that the post holder is seconded from Glasgow Kelvin College and provided detail of the award made to senior managers at the College for this period. She explained that the decision whether to apply this award rested with GCRB.

The Committee discussed the paper thoroughly, ensuring that they were cognisant of public sector pay policy, and with regard to the position of the post holder as a secondee. It was confirmed that funds are available within the current budget to match the Glasgow Kelvin College award, if this was the decision of the Committee.

## 6.2 Decision

The Committee **agreed** that the Executive Director should be awarded the same pay award for 2017-18 as that given to Glasgow Kelvin College senior managers. They confirmed that this was within public pay policy parameters.

It was **noted** that a decision for 2018-19 will require to be made for both the Executive Director and Finance and Resources Director and that the Committee would also have regard to sector pay policy in making this decision.

The Executive Director re-joined the meeting at this point.

## 7. GCRB Board Member Evaluation

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Paper Number: NRC7-C

### 7.1 Discussion

The Board Secretary provided an overview of the paper noting that this process was taking place slightly later due to the change in Chair of the Board. She noted that this process is important in terms of compliance but also to provide members with an opportunity to discuss their personal development.

She directed members attention to the draft self-evaluation form asking for comments in advance of sending to all board members.

### 7.2 Decision

The Committee welcomed the positive and supportive approach that had been proposed.

The Committee **approved** the proposed approach and the appended evaluation form, subject to minor wording changes around supporting members with development opportunities.

## 8. Appointment of Assigned College Board Members – Glasgow Clyde College

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Paper Number: NRC7-D

### 8.1 Discussion

The Board Secretary presented the paper noting that the College is proposing the extension of two current board members. She confirmed that the process followed was consistent with guidance on this matter and that the college were taking into account gender balance.

### 8.2 Decision

The Committee **agreed** to recommend to the Board that it approves the proposed extensions at Glasgow Clyde College.

The Committee **asked** the Board Secretary to investigate with the college Board Secretaries if a process can be established to allow highly regarded board member candidates to be referred across the region.

## **9. Appointment of Assigned College Board Members – Glasgow Kelvin College**

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Paper Number: NRC7-E

### **9.1 Discussion**

The Board Secretary presented the paper noting that the College is proposing the appointment of one new member, and the extension of three current board members. She confirmed that the process followed was consistent with guidance on this matter and that the college were taking into account gender balance.

### **9.2 Decision**

The Committee **agreed** to recommend to the Board that it approves the proposed appointment and proposed extension of the appointments at Glasgow Kelvin College.

The Committee requested that these reports are standardised in future and asked the Board Secretary to liaise with the Board Secretaries in the colleges to agree a common format.

## **10. Process For Appointment of Student Board Members**

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Paper Number: Verbal

### **10.1 Discussion**

The Board Secretary noted that she is liaising with the Glasgow Colleges Regional Student Executive and NUS to ensure that the GCRB student board members for session 2018-19 are agreed before the summer recess.

She also noted the staff board members elections are underway and that the result is expected imminently.

### **10.2 Decision**

The Committee **noted** the update report.

## 11. Board Development Action Plan

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Paper Number: NRC7-F

### 11.1 Discussion

The Board Secretary presented the Board Development Action Plan following on from the full board's approval of the Board Development Plan itself at its March meeting. She noted that this report sets out the actions resulting from that plan and the Board's external evaluation report, also presented to the full Board in March.

She noted that a progress report will be presented to each meeting of the Committee.

### 11.2 Decision

The Committee **approved** the Board Development Action Plan.

## 12. Assigned Colleges Board Development Plan Updates

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Paper Number: NRC7-G

### 12.1 Discussion

The Board Secretary provided an overview of the report noting that the SFC had written to GCRB asking for an update on the actions arising from each of the colleges' individual external evaluations.

She noted that the reports received demonstrate that the colleges are complying with requirements, albeit in different ways. She noted that at this stage, there are no further actions upon GCRB however she and the Executive Director will continue to liaise with SFC regarding arrangements moving forward.

The Committee noted that regionalisation did not feature in the college plans and that it may be helpful for them to consider how within their development, they could support regional effectiveness and impact.

### 12.2 Decision

The Committee noted the report.

It was **agreed** that the Chair of the Board would discuss with the Assigned College Chairs how board development activity could support regional strategic goals and effective governance.

The Committee also **asked** the Board Secretary to liaise with the Board Secretaries in the colleges with regard to opening up individual college board member training opportunities to all board members within the region.

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### **13. Long Term Agenda 2017-18**

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Paper Number: NRC7-H

#### **13.1 Decision**

The Committee **agreed** the long term agenda and agreed to add a report on the outcome of board member evaluations, and a report on the developmental actions arising from the Board's Planning Day in August, to the October Committee agenda.

### **14. Date of Next Meeting**

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#### **14.1 Decision**

The date of the next meeting was **agreed** as Thursday 4 October 2018.