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| Nominations & Remuneration Committee |
| Date of Meeting  | Thursday 12 December 2019 |
| Paper Title | Full Board Evaluation 2019-20 |
| Agenda Item | 9 |
| Paper Number | NRC2-C |
| Responsible Officer  | Penny Davis, Board Secretary |
| Status | Disclosable  |
| Action | For Decision |

1. Report Purpose
	1. To consider and agree an effective approach to the Board’s evaluation of its performance in 2019-20.
2. Recommendations
	1. The Committee is invited to:
3. **consider** and **agree** the proposed questionnaire or an alternative approach. .
4. Background
	1. The Board is required to review its performance annually against the Code of Good Governance, in accordance with the framework devised for the sector.
	2. Some Board Members have questioned whether a scaled questionnaire based on all/nearly all of the principles in the Code, as has been used for the past two years, is an effective means of assessing performance and, on that basis, the Nominations & Remuneration Committee, which oversees the evaluation process, agreed at its last meeting to consider a more focused and qualitative approach in 2019/20, still based on the Code but looking at key areas of performance in greater depth.
	3. It is important to note that other evaluation activities refer to Code principles and provide a means for the Board to assess its performance either during the evaluation process or throughout the year. These include: the evaluation of the Board Chair; one-to-one evaluations; committee evaluations; annual evaluation activity undertaken by the Audit Committee in addition to audits (Audit Committee Handbook checklist, annual review of internal control arrangements, overall review of compliance with the Code); and monitoring by the Nominations & Remuneration Committee (membership, appointments, skills balance, equality and diversity, development and evaluation, and so on).
	4. The proposed questionnaire, below, will allow for some comparison with previous years’ reviews (questions broadly map onto previous survey questions) but also, it is hoped, produce a more thoughtful and meaningful evaluation to inform further board discussion and development activity in 2020/21.
	5. Words below in *blue italics* are extracted from the Code of Good Governance for Scotland’s Colleges. The Code can be viewed in full [here](https://www.cdn.ac.uk/wp-content/uploads/2016/10/Code-of-Good-Governance-for-Scotlands-Colleges-August-2016.pdf).
	6. There are significantly fewer questions than in previous years (twelve as opposed to forty-five). Members are asked to respond using a 4-point scale, but also to provide a written response to questions, taking into consideration performance over the past year and areas where they feel there is room for future improvement.
	7. It is proposed that a detailed report is compiled reflecting members’ responses to the questionnaire, and drawing out key points for further discussion by the full Board either at its January or March meeting.
5. Draft Questionnaire /

**A: LEADERSHIP & STRATEGY**

*Every college and regional strategic body must be governed by an effective board that is collectively responsible for setting, demonstrating and upholding the values and ethos of the organisation.*

*Every board member must ensure that they are familiar with and their actions comply with the provisions of their board’s Code of Conduct.*

*The Nine Principles of Public Life in Scotland, which incorporate the seven Nolan principles, must be the basis for board decisions and behaviour.*

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| **Q1: Do GCRB’s decisions and behaviour reflect the Code of Conduct?**  |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board is responsible for determining their institution’s vision, strategic direction, educational character, values and ethos. Regional strategic bodies must also determine the regional strategy for colleges assigned to them.*

*The board must develop and articulate a clear vision for the region or college.*

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| **Q2: Does GCRB determine regional strategy and vision?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No**[ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board must ensure that a comprehensive performance measurement system is in place which identifies key performance indicators.*

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| **Q3: Does GCRB have an effective system in place to monitor progress against KPIs?**  |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board must demonstrate high levels of corporate social responsibility by ensuring it behaves ethically and contributes to economic development while seeking to improve the quality of life of the local community, society at large and its workforce.*

*The board must exercise its functions with a view to improving economic, cultural and social wellbeing in the locality of the college or region. It must have regard to social and economic needs and social inclusion.*

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| **Q4: Does GCRB fulfil its role with regard to Corporate Social Responsibility?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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**B: QUALITY OF THE STUDENT EXPERIENCE**

*The board must have close regard to the voice of its students and the quality of the student experience should be central to all board* *decisions.*

*The board must lead by example in relation to openness, by ensuring that there is meaningful on-going engagement and dialogue with students, the students’ association and as appropriate staff and trade unions in relation to the quality of the student experience. Consultation is essential where significant changes are being proposed.*

*The board must seek to secure coherent provision for students, having regard to other provision in the region or college’s locality. The board must be aware of external local, national and international bodies and their impact on the quality of the student experience, including community planning partners, employers, skills development and enterprise agencies and employer bodies. The board must seek to foster good relationships and ensure that the body works in partnership with external bodies to enhance the student experience, including employability and the relevance of learning to industry needs.*

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| **Q5: Does GCRB engage effectively with students and others to ensure the quality of the student experience is central to all its decisions?**  |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board must ensure appropriate mechanisms are in place for the effective oversight of the quality and inclusivity of the learning experience in the college or region. The board must ensure that the college works in partnership with sector quality agencies and other appropriate bodies to support and promote quality enhancement and high quality services for students.*

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| **Q6: Does GCRB have adequate mechanisms in place to support quality and inclusivity of learning?**  |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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**C: ACCOUNTABILITY & DELEGATION**

*The board must ensure delivery of its outcome agreement.*

 *The board must ensure it fulfils its statutory duties and other obligations on it, and that the terms and conditions of its grant are being met.*

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| **Q7: Does GCRB fulfil its statutory duties and other obligations, including the delivery of the Regional Outcome Agreement?**  |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board must ensure that its decision-making processes are transparent, properly informed, rigorous and timely, and that appropriate and effective systems of financial and operational control, quality, management of staff, risk assessment and management are established, monitored, continuously improved and appropriately impact assessed.*

 *The board may delegate responsibilities to committees for the effective conduct of board business.*

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| **Q8: Does GCRB have arrangements in place to support effective decision making, including a suitable committee structure and scheme of delegation?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board of a college or a regional body is responsible for the overall management of risk and opportunity. It must set the risk appetite of the body and ensure there is an appropriate balance between risk and opportunity and that this is communicated via the principal to the body’s management team.*

*The board must ensure that sound risk management and internal control systems are in place and maintained. It must ensure there is a formal on-going process for identifying, reporting, evaluating and managing the body’s significant risks and review the effectiveness of risk management, business continuity planning and internal control systems.*

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| **Q9: Does GCRB fulfil its responsibilities with regard to risk management?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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*The board is responsible for ensuring the financial and institutional sustainability of the body. The board must ensure compliance with its Financial Memorandum (either with SFC or the regional strategic body, depending on which is funding it), including in relation to incorporated colleges and regional boards, relevant aspects of the Scottish Public Finance Manual.*

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| **Q10: Does GCRB fulfil its responsibilities with regard to financial and institutional sustainability?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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**D: EFFECTIVENESS**

*Each board member is collectively responsible and accountable for all board decisions. Board members must make decisions in the best interests of the college and/or region as a whole rather than selectively or in the interests of a particular group.*

*Staff and student board members are full board members and bring essential and unique, skills, knowledge and experience to the board. Staff and student board members must not be excluded from board business unless there is a clear conflict of interest, in common with all board members.*

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|  **Q11: Does GCRB function as an inclusive and collectively responsible body?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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**E: RELATIONSHIPS & COLLABORATION**

*The board must work in partnership to secure the coherent provision of high quality fundable further and higher education in their localities.*

*The board must ensure effective consultation, local and regional planning and must follow the principles of effective collaborative working: mutual respect, trust and working towards commonly agreed outcomes.*

*The board must ensure effective partnership working with local and national bodies including businesses, public and third sector organisations to develop commonly agreed priorities following the principles of effective collaborative working.*

*The board must encourage and support effective partnership working and collaboration within and across regions to address local needs and meet national priorities and specialisms.*

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| **Q12: Does GCRB ensure effective collaboration with internal and external partners to fulfil its statutory role and strategic objectives?** |
| **Yes** [ ]  | **to a greater degree** [ ]  | **to a lesser degree** [ ]  | **No** [ ]  |
| **Comment on performance over past year** | **Comment on potential for improvement in future** |
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1. Risk Analysis
	1. Performance review and reporting is key to effective systems of governance and internal control. Therefore, this report contributes to the mitigation of risk 0012, the capacity and capability of the Board is inadequate and standards of governance fall below the required level.
2. Legal Implications

**6.1** No legal implications are identified.

1. Resource Implications
	1. There are no specific resource considerations arising from this paper.
2. Strategic Implications
	1. Through the conditions of grant associated with the Regional Outcome Agreement, GCRB and the assigned colleges are required to conduct their affairs in accordance with the expected standards of good governance
3. Equalities Implications

**9.1** The evaluation process includes consideration of gender and diversity.