City of Glasgow College

Board of Management

Date of Meeting	**Wednesday 5 June 2019**
Paper No.	**BoM6-D**
Agenda Item	**7**
Subject of Paper	**Board Self Evaluation**
FOISA Status	**Disclosable**
Primary Contact	**Paul Clark, College Secretary/Planning**
Date of production	**29 May 2019**
Action	**For Approval**

1. Recommendations

1. To note the report of the evaluation of the Board of Management (as reviewed by the Performance and Remuneration Committee), in particular the key findings at part 4 in the report.
2. To approve the report, subject to any agreed changes.

2. Purpose of report

2.1 To provide the Board with a revised draft self-evaluative assessment of the Board's performance, and to inform planning and delivery of Board integration and further development.

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

2.3 To provide the Regional Board, and other stakeholders as appropriate, with assurance that a thorough and structured Board evaluation process is in place and effective at the College.

3. Context

3.1 In February 2015, the Board of Management approved the establishment of a structured evaluation of the Board as a whole, in recognition of the Code of Good Governance which states that: "The board must keep its effectiveness under annual review and have in place a robust self-evaluation process."

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

3.3 For the 2018 evaluation, the format of the Board of Management evaluation was restructured around the revised Code of Good Governance for Scotland's Colleges (2016). This format has been retained for 2019, to ensure that the Code is further embedded into good governance practice at City of Glasgow College, and that Board development is aligned with the Code.

3.4 The Board also recognises the need to embed self-evaluation and assessment as an essential tool for performance improvement towards excellence, and to lead by example in this regard, thereby setting a clear message to the College as a whole.

3.5 This exercise is one aspect of Board evaluation and assessment, which includes Committee and Committee Convener evaluation, individual Board member appraisal, and regular external evaluation of the Board (last undertaken in 2017).

4. Impact and implications

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

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

4.3 The process mitigates against reputational risk to the College.

4.4 The ongoing evaluation and improvement of the College's governance standards is a goal in itself, but also further enhances the College's aspirations for world-class status.

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 2019 (revised draft).

Board of Management: Self-evaluation 2019

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]." It is universally considered to be a requirement of good governance practice for Boards of Management to undertake some form of self-evaluation on a regular basis, to identify areas for improvement and related development, and thereby enhance performance. This is embedded within 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.

In recent years there has been a greater focus upon College governance, and a heightened expectation from the Scottish Government for a more robust evaluation of Boards in the sector, and of individual Board members, than previously. A report in 2016 from the Good Governance Task Group, set up by the Cabinet Secretary in the wake of serious governance failings at a number of colleges, produced a key recommendation that: "board self-assessments are better used to improve performance" (March 2016).

This self-evaluation report sets out a clear message from the Board of Management that ongoing performance improvement is a key focus 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, innovating, and vigilant" (Strategic Plan 2017-25). It also follows the EFQM excellence

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[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

model in respect of ongoing assessment and refinement. This report therefore informs Board development planning as well as integration of new members.

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 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, to indicate areas of strength and future development for the Board. Comments are also 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 which comprise this evaluation are grouped under these headings and associated sub-headings, and reflect the direction and guidance within the Code. This ensures that the evaluation report is closely aligned with the Code, and that development/improvement actions will be specific to the requirements of the Code.

This exercise is one aspect of Board evaluation and assessment, which includes Committee and Committee Convener evaluation, individual Board member appraisal, and regular external evaluation of the Board (last undertaken in 2017).

3. Evaluation Results

Board members were invited to score the Board as a whole under a set of statements structured as outlined above. 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, which have been RAG-rated to differentiate between highest (Green), mid-scoring (Amber) and lowest scoring levels of agreement expressed by members (Red) thus:

Although the scores are generally high, indicating a satisfactory level of confidence among Board members in governance standards, to reflect a balanced distribution of scores 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 - 13	AMBER - 14	RED - 7

Equivalent distribution for 2018:

GREEN - 11	AMBER - 14	RED - 9

All comments submitted have been included in full in this report, unedited and unattributed.

It should be noted that there is no weighting nor selection involved in the calculation of average scores, and that outlying responses therefore have the effect of skewing averages included in this report.

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. High					**5.8** 5.67	
2. The Board regularly reviews performance against the strategic aims					**5.7** 5.67	
3. The aims of the College are aligned with regional strategy/outcomes					**5.2** 5.42	
4. The Board undertakes regular strategic reviews/ scenario planning					**5.3** 5.57	

Comments:

The Board sets out clear strategic aims at board planning days and ensures that the student voice is central to these. This planning is continued throughout the year to ensure continuity.

There are times when, for understandable reasons the priorities of the College Board and Regional Board may diverge.

I think the new strategy with its clear links to performance reporting helps the Board in its oversight role.

Some aims of the College are wider-reaching than those of the regional strategy – International activity as an example.

Every effort if taken to make effective the Regional Outcome agreement even when this may not necessarily be in the interest of the students of the College.

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					**5.6** 5.57	
6. The Board has a Code of Conduct to which it is committed in practice					**5.6** 5.79	
7. The Board operates according to the Nine Principles of Public Life[3]					**5.6** 5.64	

Comments:

5. I'm sure the Board understands the values as set out by the Leadership Team, however I'm not sure these fully equate with many of the values of the academic staff. Of which I'm not sure the Board fully understands.

Very clear guidance from the College Secretary on the application of the Nine Principles of Public Life. Risk of overkill on governance is not a local issue.

Perhaps the Board should focus on College Values at a future workshop so that we can consider to what extent we demonstrate the college values. Also a good opportunity with new members joining the Board.

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					**5.7** 5.5	
2. The Board receives regular reports from the Students' Association.					**5.8** 5.57	
3. The Board/ Committees prioritise the opinions/views of students (↑ R to A)					**5.2** 5.14	

Comments:

Student members attend committees and Board meetings and always have the opportunity to express their views without judgement. The chair is mindful of including the student voice in the discussion which provides a further commitment to the Students' Association.

The contribution of the SA members has improved this year when compared with previous years, and the reports we have received are also more substantial.

While the Board seeks to give due regard to students opinions/views they cannot always be prioritised.

The students have great ideas and have taken a refreshing approach at our away days. It is important that students continue to challenge other Board members as well as the Executive.

Student focus and involvement are a core element of the aims and objectives of the Board, and Board discussions are enhanced by contributions for an increasingly effective student executive representation

Learning and Teaching/Student Support						
4. Learning and Teaching Performance is overseen effectively (↑ R to A)					**5.3** 5.14	
5. The Board sets challenging student success targets					**5.3** 5.43	
6. The student experience is central to Board decision-making (↑ R to A)					**5.5** 5.07	

Comments:

Learning and teaching performance is reviewed regularly, this allows for adjustment to be made to better enhance learning for our students. As well as this, the board ensures that student experience and wellbeing is considered by fully involving the student representatives in decision-making.

6. In terms of the non-teaching experience there is clearly some attempt to listen to the student voice however I am not convinced that this is translated into the learning and teaching environments.

We have been seeking to ensure that issues relating to L&T are regularly discussed at BoM level.

Visibility and analysis of student performance has improved this year.

The Board L&T sub committee is more that effectively led by a very experienced and highly motivated teaching professional who represents to Board colleagues the views and options of staff Students and the ET embers involved. The aim being to maximise the opportunity and potential of the students

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	High					**5.8** 5.71	
2. The Board is open in its decision-making and facilitates disclosure						**5.5** 5.57	
3. The Board delegates responsibilities to appropriate committees						**5.7** 5.64	
4. The Board has in place an effective risk management strategy						**5.4** 5.43	
5. The College's audit processes are comprehensive and rigorous						**5.7** 5.79	
6. The Board publishes high quality Annual Reports	High					**5.9** 5.86	

Comments:

The board delegates tasks and remits to the committees effectively and the outcomes of these are provided to the board regularly. Annual reports are in depth and fully considers student experience at City of Glasgow College.

The BoM committee structure, risk management and audit processes work well, although it is clear that the additional members of the BoM will be important in strengthening committees where the numbers have been reduced.

Through Audit, I remain concerned in respect of point 4 in particular as to the risk management at the college.

Accountability in relation to the regional board has been challenging over the last year but the Board recognises its responsibilities.

Risk management is a key area of focus for all the committees and the quality of reporting is good.

Remuneration, Sustainability, Staff Governance					
7. There is a formal process for setting the Principal's remuneration					**5.3** 5.43
8. Funds are planned and used economically, efficiently, and effectively ↓ A to R					**5.0** 5.5
9. Board members are aware of their responsibilities as charity trustees ↓ A to R					**5.1** 5.5
10. The Board prioritises the fair and effective management of staff. ↓ Low					**4.9** 5.07

Comments:

As a student representative I understand partly what my responsibilities as a board member are in line with the code of conduct. however not fully.

8. This rather depends on your point of view!
10. Beyond the experience of senior managers the Board, in my view the board has very little experience of front line teaching staff so it is therefore only able to be effective through the filter of senior management.

The manner and delay in dealing with the Principal's remuneration reflects on the Board as a whole and would benefit from a wider engagement and timelines. I have concerns over point 10 and the recent changes internally and that process and unsettling effect on the college.

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 most of the governance is focussed on the organisation being a public body and therefore largely regulated by the Scottish Government. Consideration as a charity therefore tends to move into the background.

A management restructure took place during the year and management have engaged closely with the Board to provide us with the opportunity to input and keep us up to date with progress.

The BoM and the Remuneration Committee have been very careful in managing the review of the Principal's remuneration.

While we are aware of our responsibilities as charity trustees it is useful to be reminded of the extent of these responsibilities.

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** *5.33*	
2. The Board has an appropriate mix of skills and works well as a team. (↑ R to A)					**5.5** *5.17*	
3. The Principal and Executive Team are clearly accountable to the Board					**5.2** *5.17*	
4. The Board is well supported and guided in matters of governance High					**5.8** *5.83*	

Comments:

3. Unfortunately I would suggest that there has been a steady drift away from the Board asking the often necessary and difficult questions. This is in contrast to the post-merger Board.

1,2,3. I'm not sure how engaged the Board are with this process. Again this is often the domain of front line teaching staff.
4. Sort of, reluctantly!

There are occasions when there would appear to be a preset "avenues" that the Board are encouraged to follow. I am looking forward to meeting the new Board members.

While we have an appropriate mix of skills on the BoM the recent recruitment process will make an important contribution to strengthening the Board.

Some of the committees have experienced low attendance in the last year but this should be addressed through the current Board recruitment round.

The Board is fortunate is being advised by a sector leading expert in all matters of governance and the actions of the Board.

Board member development and evaluation						
5. Board recruitment is open and in line with ministerial guidance					**5.7** *5.67*	
6. There are sufficient opportunities for Board induction and development					**5.5** *5.58*	
7. Board effectiveness is regularly reviewed					**5.4** *5.5*	

Comments:

Individual Board Member appraisals need to take place more timeously.

These matters are conducted in line with good governance and we as a Board are reviewed as part of that process.

I wonder if it would be useful to get an input from SDS regarding skills needs as we look ahead as part of the induction and development process, not just for new members, but for the whole Board.

Remuneration (& Nominations) Committee has been properly engaged in the current Board recruitment process.

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 ↓ Low					**4.8** 5.25	
2. Learning provision is relevant to industry needs. ↓ Lowest					**4.5** 5.0	
3. The College engages well with stakeholders/industry partners. ↓ Low					**4.8** 5.17	
4. The Board supports the delivery of the Regional Outcome Agreement					**5.2** 5.0	

Comments:

Unsure of what the regional outcome agreement is however if this is in line with GCRB then I believe the board supports this.

I have marked point 1 as I am uncertain as to this process and am not aware of exact nature of communication.

While we recognise our need to engage with industry partners and meet industry needs I think more could be done in this respect. This is an issue, not just for CoGC but for the whole college sector in Scotland, and indeed the UK.

It is important to receive feedback from the Regional Board on the extent to which they consider we are supporting the ROA.

4. Key Findings (with development areas <mark>highlighted</mark>)

Leadership and Strategy: Overall Score – 5.54

Board is clear on the College's key strategic priorities and aims, as well as performance review linked to strategy. This helps the Board in its oversight, and the student voice is central.

There is some divergence noted with the aims of the Regional Board, reflecting the wider reaching strategy of the College.

Values and Principles are clearly. Possibly a degree of difference with academic staff values? <mark>College values</mark> is a suggested topic for a Board workshop, especially with new members.

Quality of the Student Experience: Overall Score – 5.47

The student contribution has been effective, with good reportage at Board/Committees, and presentations at planning/development days. The student views have been prioritised, and this is a much improved area from 2017-18.

Learning and teaching performance, and the student experience has been better reported and discussed this year, with student input. This is another area of significant improvement.

Accountability: Overall Score – 5.43

Annual Reports are highly regarded, in depth, and reflect the student experience.

Risk Management is reported as working well, with good quality reporting, although there is a view that we should look more closely into the process, and take stock via an <mark>annual review of Risk</mark>. Following a review of this finding by the Performance and Remuneration Committee (28/4/19), it was agreed that the Risk Management process was well established, audited, and deemed effective. However, it was agreed that there is scope for an overall review of risk appetite and tolerance by the Board as a whole. This is a suggested topic for a Board workshop.

Student Board members are less confident that other Board members in their understanding of the Code of Conduct. This will be given a higher priority in Student Board member induction.

The effectiveness of Board management of staff is dependent on their understanding of front line staff through what may be seen as the "filter" of senior management. There is some concern of the unsettling effect of recent changes on the College overall.

The Board's awareness of their <mark>role as Charity Trustees</mark> is varied, and scored low. This is clearly an area for further development, and will coincide with new member induction needs.

Effectiveness: Overall Score – 5.41

There is 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. The Board welcomes

new membership as an important and timely contribution to strengthening the Board. SDS is suggested as a possible source of addressing skills needs.

Relationships and Collaboration – Overall Score - 4.8

Relationships and Collaboration was the lowest scoring area of the evaluation, with the lowest score attributed to "Learning provision is relevant to industry needs". This may reflect a need for the Board to be more fully aware of the steps taken by the Faculties to ensure industry relevance. Other low scores were linked to relationships with stakeholders and that more could be done to engage with industry partners. This is a clear development area.

There is some lack of awareness regarding the College's support of the Regional Outcome Agreement, and the extent to which GCRB recognises the Colleges support. Supporting the Regional Outcome Agreement is proposed as a development topic for the Board.

Scores
The highest scoring responses (5.5 and over) were attributed to the following areas of Board activity, and shaded green:

> A1. The Board has set out clear strategic priorities and aims
> A2. The Board regularly reviews performance against the strategic aims
> A5. The Board understands and demonstrates the College Values
> A6. The Board has a Code of Conduct to which it is committed in practice
> A7. The Board operates according to the Nine Principles of Public Life
> B1. Student members are active at Board level
> B2. The Board receives regular reports from the Students' Association
> C1. The Board recognises its chain of accountability
> C3. The Board delegates responsibilities to appropriate committees
> C5. The College's audit processes are comprehensive and rigorous
> C6. The Board publishes high quality Annual Reports
> D4. The Board is well supported and guided in matters of governance
> D5. Board recruitment is open and in line with ministerial guidance

Mid-scoring areas are shaded amber, while the lowest scores (up to 5.2) were attributed to the following areas and shaded red. These were:

> C8. Funds are planned and used economically, efficiently, and effectively
> C9. Board members are aware of their responsibilities as charity trustees
> C10. The Board prioritises the fair and effective management of staff
> E1. The Board ensures effective communication with stakeholders
> E2. Learning provision is relevant to industry needs
> E3. The College engages well with stakeholders/industry partners
> E4. The Board supports the delivery of the Regional Outcome Agreement

It is recognised that the scores are high across all areas, and given the nature of the self-evaluation, this at least expresses a confidence within the Board that it is discharging its responsibilities to a high standard. Nevertheless the Board has differentiated some areas of

activity as better than others, enabling focused Board member development. While improvement will be sought across all areas in pursuit of excellence in governance, a particular focus will be on those lower scoring areas.

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 (%)	2014-15	2015-16	2016-17	2017-18	2018-19
Board of Management	69	71	79	76	
Audit Committee	55	50	61	67	
Development Committee	75	93	71	56	
Finance & Physical Resources Committee	82	90	76	72	
Learning and Teaching Committee	61	90	62	67	
Performance, Remuneration & Nominations C'ttee/PNC from 17-18	68	88	61	71	
Students, Staff, and Equalities Committee	50	86	58	75	
Art Foundation				63	
Remuneration Committee				86	

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.

Paul Clark: College Secretary/Planning May 2019
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