

Board of Management

Date of Meeting	4 April 2023
Paper No.	BoM5-H
Agenda Item	5.2
Subject of Paper	Governance Report
FOISA Status	Disclosable
Primary Contact	Drew McGowan College Secretary
Date of production	24 March 2023
Action	For Noting

1. Recommendations

To note the contents of the paper.

2. Purpose

To keep members of the Board of Management informed about governance-related matters since its last meeting, and ensure good governance arrangements remain in place for the Board and its committees.

3. Consultation

Various colleagues in the College and across the sector.

4. Key Insights

The governance report contains an update on:

- Membership of the Board
- Review of the committees
- Co-option
- Succession planning
- External governance effectiveness review research
- Trade union nominees on college boards
- College regionalisation inquiry report
- Financial memorandum
- Annual report and accounts

5. Impact and Implications

N/A.

Governance Report: March 2023

Membership of the Board

1. In our recent round of recruitment, the College received 43 expressions of interest and 20 applications for the four non-executive positions on the Board. The recruitment process has now concluded and four candidates have been recommended to the Glasgow Colleges' Regional Board for appointment for terms of four years each. The Regional Board's final decision is expected by the end of April. Full information on the process and the recommended candidates is contained in paper BoM5-G.
2. The Regional Board have also been recommended to approve term extensions of three years each for A. Sullivan, L. Hamilton and R. Quinn. As above, the Regional Board's final decision is expected by the end of April.
3. In February, T. Hands was duly elected to the position of teaching staff member of the Board to serve for a term of four years. T. Hands will be a member of the Learning & Teaching Committee.
4. D. Cullen has confirmed that he will leave the College and step down from the Board at the end of June. An election for a new support staff member of the Board will be held in late May/early June.
5. Following the CitySA elections, L. Subido has been elected Student President and J. Taylor, C. McCarthy and P. Vaker have been elected Vice Presidents. They will take up their new posts in July. The President and a VP will be appointed to the Board, and two VPs will be co-opted to a committee.

Review of the Committees

6. Following discussions with the Chair, Vice Chair and Principal, paper BoM5-F has been prepared and proposes changes to the structure of the committees. Members are asked to review and discuss the proposed changes, with the view of final proposals being tabled for approval by the Board at its June meeting.

Co-option

7. D. McGowan was asked to raise the issue of co-option at the Governance Professional Steering Group. Colleagues at the GPSG confirmed that members are co-opted to committees for a fixed term, which are reviewed on a regular basis.
8. Co-option to boards is not a practice in other colleges, as the interpretation of the Further and Higher Education (Scotland) Act is that it does not make provision for this. Conversations are ongoing at the time of writing. The Chair will give a verbal update to the Board.

Succession Planning

9. Members are reminded that the positions of Vice Chair and Senior Independent Member will become vacant as L. Woolfries stands down from the Board this summer. The Board will be asked to appoint a new Vice Chair and Senior Independent Member at its meeting in June. Members are encouraged to consider putting themselves forward. As previously offered, L. Woolfries is happy to speak to members interested in either or both roles.

External Governance Effectiveness Review Research

10. The College Development Network is undertaking research into external governance effectiveness reviews in Scotland's colleges. The College is one of eight in the sector selected by CDN to participate. Board members were invited to participate in a survey in February and A. Barron, P. Little and D. McGowan will be interviewed in March. The findings will be used to inform the nature of future governance reviews.

Trade Union Nominees on College Boards

11. The Scottish Government recently undertook a consultation on its proposals to add trade union nominees to college boards. In our consultation response, the College broadly welcomed the proposals; however, alongside colleagues across the college sector, we called for early consideration of key issues to avoid unintended consequences.
12. To avert issues arising post-implementation of the proposals, the College encourage Scottish Ministers to be clear on the title, suggesting "nominee" or "member" is used rather than "representative", and for early consideration to how conflicts of interest would be managed. The College also recommended that the Good Governance Steering Group be responsible for the appointment of trade union nominees/members, in line with arrangements and terms for staff and student board members.

College Regionalisation Inquiry Report

13. The Scottish Parliament's Education, Children and Young People Committee have published a new [report](#) following their inquiry into college regionalisation. The report calls for more funding, more flexibility and clearer priorities to be given to Scotland's colleges. The Committee has also called on the Scottish Government and Scottish Funding Council to confirm progress and timescales for either the reform or dissolution of the Glasgow College's Regional Board.

Financial Memorandum

14. The Scottish Funding Council have informed the College that recent non-competitive procurement action breached the Financial Memorandum. Shortly after receiving the correspondence from the SFC, P. Little apprised the Finance & Physical Resources Committee and the Audit & Assurance Committee.
15. P. Little has also brought this matter to the attention of the College's internal auditors and they have been asked to investigate and provide a report. Henderson Loggie will liaise with G. Mitchell, Convener of the Audit & Assurance Committee, to confirm the scope of the audit and share their findings. The report is expected to be tabled at the next meeting of the Audit & Assurance Committee.

Annual Report and Accounts 2021-22

16. Following approval by the Board in December, the Scottish Funding Council has confirmed that the College's Financial Statements for 2021-22 have recently been laid before the Scottish Parliament. Under the terms of the Public Finance & Accountability (Scotland) Act 2000, we are now able to publish them. The College's final (designed) Annual Report and Accounts are now available on our [website](#).