

Board of Management

Date of Meeting	Wednesday 10 December 2025
Paper No.	BoM2-#
Agenda Item	##
Subject of Paper	Governance Report: December 2025
FOISA Status	Disclosable
Primary Contact	Marcus Walker Associate Director of Governance & Risk
Date of production	02 December 2025
Action	For Noting & Discussion

1. Recommendations

- 1.1. To note the update on governance matters in the last quarter.

2. Purpose

- 2.1. To provide the Board of Management with an overview of recent governance activity across the Board and its committees, and the wider tertiary education sector.

3. Consultation

- 3.1. In progressing the matter outlined in the Governance Report various colleagues in the College and across the sector have been engaged.

4. Key Insights

5. Members are asked to note updates on the following matters: Board membership, the 2025/26 Board Development Plan, the CDN Governance Programme 2025/26, the SFC Expectations of Good Governance, and Board committee overviews.

6. Impact and Implications

- 6.1. The Governance Report ensures that Board members remain informed of key developments and assures them that good governance arrangements remain in place for the Board and its committees.

Appendices:

Appendix 1: Governance Report

Appendix 2: SFC's Expectations of Good Governance Analysis

Governance Report: December 2025

Governance Team / Board Membership

1. On 5 October 2025, M Walker and L Webster assumed the roles of Associate Director Governance and Risk (ADGR) and Corporate Governance Officer - respectively. The governance team plays a vital role in advising the Board, the committees, and individual Board members, and supporting good governance at City of Glasgow College.
2. On 21 October 2025, D Green, the then EIS-FELA Nominated Board Member informed the Chair of his resignation from the Board of Management. Following the due process of an election, the EIS-FELA Branch informed the Chair, on 7 November 2025, that T Hands had been put forward by to join the Board as the Nominated EIS-FELA Member.
3. The ADGR met with T Hands on 19 November 2025 to commence the Board induction process. Further induction activities, including a meeting with the Chair, are currently being scheduled.
4. The College continues to engage with UNISON Scotland regarding the vacant UNISON Nominated Board Member position on the Board.
5. On 21 November 2025, M Miller, a co-opted member of both the People & Culture Committee and the Learning, Teaching & Student Experience Committee informed the Chair of her decision to step down from both roles with immediate effect. The Convenors' Committee are due to consider a co-option procedure for appointing and managing committee co-options, with a view to new co-optees being appointed soon.
6. Changes in membership over recent months led to two Board committees being left without confirmed convenors. At the most recent round of committee meetings in October / November, the following convenorship arrangements were confirmed by each committee:
 - Audit & Assurance Committee, A Paterson
 - Convenors' Committee, C Singh (as Vice Chair of the Board)
 - Development Committee, N Cameron
 - Finance Committee, L Heggie
 - Learning, Teaching & Student Experience, C Singh
 - People & Culture Committee, R Gillespie.
7. It should be noted that N Cameron will act as Interim Convenor for the Development Committee until the end of the academic year. All convenorship arrangements will be reviewed again at this point as part of the annual evaluation process led by the Chair of the Board.
8. To support convenors, and to develop a pipeline of future committee convenors, the Board encourages the appointment of 'vice convenors'. Non-Executive Members who wish to become a vice convenor are encouraged to discuss this opportunity with either the Chair of the Board or the ADGR directly. A further update on this matter will be presented to the next Board meeting.

Board Development Plan Update

9. At its previous meeting, the Board considered its 2025/26 Development Plan and proposed several additions. Further to this, Members requested that the scope of the plan and the timeframes outlined were reviewed by the Chair and the ADGR. Given the changes requested and the need for both the Chair and the new ADGR to reflect on the

plan, and the actions contained within, it is proposed that an updated version of the 2025/26 Development Plan is considered by the Convenors' Committee at its scheduled meeting on 26 January 2026 - prior to a full progress update being presented to the Board of Management on 25 March 2026.

10. Existing actions within the 2025/26 Development Plan are currently being progressed and it's expected that the March 2026 update will demonstrate significant progress across agreed actions.

CDN 2025 Governance Programme

11. The College Development Network (CDN) Governance Programme provides support to College Board Members and Governance Professionals. A new [2025/26 Governance Programme](#) has been developed to provide a full range of continuing professional development activities from inductions for new Board Members to training and guidance in specific areas of governance.
12. Board Members are encouraged to access the training and guidance materials listed within the Programme via the [CDNLearnOnline](#) service.
13. In addition to the 2025/26 Governance Programme, CDN have also updated their [Guide for Board Members in the College Sector](#). Members are note the 2025 Edition of the Guide, which contains updated information on the duties of board members and the standards expected of individuals sitting on college boards.
14. The CDN also provide in-person training for boards and a range of bespoke support. The ADGR is currently in discussions with CDN about the potential to run a workshop focussing on board member roles/responsibilities and the key principles of college governance at the scheduled Development Day on 22 April 2025.

SFC's Expectations of Good Governance

15. On 24 September 2025, the Scottish Funding Council (SFC) published a report designed to enhance good governance in colleges and universities. The publication sets out what the SFC learned about sector and institutional governance from analysis of governance effectiveness review reports and Professor Gillies' report into the University of Dundee. The report provides clarity about SFC's expectations of sector governance and how the SFC will monitor governance.
16. The SFC's Expectations of Good Governance Report can be viewed, in full, [here](#).
17. In response to the publication, the sector's Good Governance Steering Group (GGSG) received an analysis of the Report from CDN (Appendix 2 refers). The analysis focusses on actions that could be taken under the leadership of the GGSG in response to the Report to ensure that colleges continue to deliver good governance in line with SFC's expectations. This includes instances where it may be advisable to consider adjustments to the [Code of Good Governance for Scotland's College](#) or to other guidance within the sector to facilitate this.
18. Once a response to the SFC's Expectations of Good Governance Report has been agreed by the GGSG, a further update will be provided to the Board.

Committee Updates

19. The Board receives regular updates from all its committees, with draft minutes being tabled for noting at each quarterly meeting. Below is a summary of key business from the

recent committee cycle for the Board to be aware of, as agreed by the respective committees.

20. **Development Committee:** The Committee received a presentation on the Riverside Innovation Centre and Accommodation Business Case. It was agreed that this item would be considered again by the Committee on 5 February 2025, prior to an update coming to the next meeting of the Board of Management.
21. **People & Culture Committee:** The Committee considered the Health & Safety Annual Report 2024/25. The Annual Report is presented to the Board of Management – for noting – under Agenda Item 5.5.
22. **Learning, Teaching & Student Experience Committee:** The Committee welcomed updates from the Director of Performance on the College Academic Performance AY2024/25 and progress against the Self-Evaluation Action Plan (SEAP) AY2024/25.
23. **Audit & Assurance Committee:** The Committee considered both the external and internal annual audits reports, which are included in the Board Agenda under items 5.1 & 5.2 – respectively.
24. **Finance Committee:** The Committee noted the Annual Procurement Report 2024/25 and commended the Procurement Team for their award-winning work over the past year. The Annual Procurement Report can be viewed under Agenda Item 5.4.

Analysis of the SFC's Expectations of Good Governance Report (September 2025)

Background

This paper has been prepared by CDN to assist the Good Governance Steering Group (GGSG) in considering its response to the recommendations of the [SFC's Expectations of Good Governance Report](#), published in September 2025.

The analysis concentrates on actions that could be taken under the leadership of the Good Governance Steering Group in response to the Report to ensure that colleges continue to deliver good governance in line with SFC's expectations. This includes instances where it may be advisable to consider adjustments to the Code or to other guidance within the sector to facilitate this.

Key Documents

As noted in the Report, the key governance document for the college sector is the Code of Good Governance for Scotland's Colleges ('the Code'). The latest version of this was published by the Good Governance Steering Group in May 2024 and is available [here](#). Minor revisions to the Code are due to be considered by the Good Governance Steering Group in November 2025.

In June 2022, CDN and the Good Governance Steering Group published the latest edition of the Guidance Note for Conducting Externally Facilitated Effectiveness Reviews (the 'Guidance Note'). This edition took account of the findings of CDN's [Overview Report](#) of 20 externally-facilitated effectiveness reviews completed by the conclusion of the previous cycle of reviews in 2021.

CDN published a further report on the implementation of actions from this round of reviews, [External College Governance Reviews: What Happened Next?](#) in June 2023.

It should be noted that the Code and the Guidance Note are both 'owned' by the Good Governance Steering Group although they are created and published by CDN on their behalf.

Terminology

The college sector currently uses the terminology 'externally facilitated effectiveness reviews' (EERs) for its governance reviews, based on the language used in Section D24 of the Code.

It is noted that the SFC Report, and the SFC's [Outcomes and Assurance Framework](#), use the terminology 'governance effectiveness reviews' (GERs).

Consideration should be given to the adoption in future versions of the Code and guidance documents of the GERs terminology in order to ensure consistency.

Training

The emphasis on training and development in the report should be noted. The National Board Development Programme is a key deliverable in CDN's funding agreement with SFC and engagement with it is regularly reported through SFC's quarterly meetings with the CDN senior team.

The programme as currently constituted consists of an extensive suite of online training materials, to which all board members have access, and the provision of in person training for individual boards in a range of areas from briefings on the role of the board to key skills topics such as questioning, chairing and quality assurance.

All new board members in the sector receive a welcome email from CDN containing a copy of the Code of Good Governance, the Guide for College Board Members and a link to the [online materials](#) including the new board member induction module.

CDN is constantly seeking to improve and expand this offer and will review the report to see where it can add new provision in support of the recommendations.

In terms of specific comments in the report:

- The direct involvement of SFC colleagues in the National Board Development Programme would be a positive development, both in the delivery of dedicated content for the online programme and in training events.
 - This could include specific information to be added to the welcome email sent to all new board members, which is an ideal opportunity to raise awareness of SFC's expectations.
- CDN is able to report on the engagement of board members with the National Board Development Programme and already provides this on request to individual colleges.
 - The expectation of, and reporting on, engagement with the Programme could form part of a board's annual self-evaluation and could also be built more explicitly into the guidance for GERs.

Specific Recommendations for Colleges

This section looks at the specific recommendations in Annex B of the report in the context of the wider observations in the body of the report.

1. Colleges should be asked to benchmark their current GER practices against the findings in this report.

This could be undertaken as a collaborative exercise by the Governance Professionals' Network, facilitated by CDN. The benchmarking exercise could include reiteration of the requirements of the Code of Good Governance and the Guidance Note for conducting GERs. It could also assess the current level of compliance with these documents.

2. Revisions to the CDN Guidance Note should be considered to take account of the observations in this report and the accompanying report on individual Colleges. Revisions to the Guidance Note should set out clear expectations around the importance of evidence.

CDN could undertake this revision with the oversight of the Good Governance Steering Group, which endorsed the current guidance. This should be preceded by consideration of revisions to the Code of Good Governance taking account of the observations in this report.

This revision of the Code of Good Governance and the Guidance Note could look specifically at key themes emerging from the report:

- Clarity on the assurance role of the GERs (para 19 of the Report). The existing Guidance Note recommends mapping the GER against the 5 pillars of the Code, which include Accountability (for assurance). This could also be considered in respect of para 22 of the Report in order to ensure that the checklist for evaluation in the Guidance Note adequately reflects the assurance role of the board.
- Ensuring a standard approach to GERs within the college sector (para 20 of the Report). The intention of the Good Governance Steering Group's endorsement of the Guidance Note was that there should be a standard approach based on that guidance. The inclusion in the Code of Good Governance of an explicit requirement for GERs to be conducted in line with a GGSG-endorsed Guidance Note could be considered.

3. Instructions to Reviewers should include the requirement to follow the CDN Guidance Note in full or equivalent best practice.

As noted under 2, the requirement to follow the GGSG-endorsed Guidance Note could be formally enshrined in the Code of Good Governance. This would provide support for individual colleges to require this of their reviewers as part of the tender process.

4. Consideration should be given to mandating that externally facilitated GERs are required every three years. GERs which are currently overdue should be prioritised.

This would be a matter for the Good Governance Steering Group, which approved a shift from a 3 year to a 5 year cycle for reviews after the cycle that concluded in 2021. It should be noted that CDN is unaware of any colleges that are currently overdue a review within the current cycle (2021-26). It is expected that all reviews should be complete on schedule by the end of 2026.

5. The Scottish Funding Council should clarify that GERs should be approached as both a developmental tool for College Boards and as a means of providing assurance to Boards and the funding bodies. In doing so, the Scottish Funding Council should specify its assurance requirements, including in relation to compliance with the Code of Good Governance.

We note that this is a recommendation for SFC. The Code of Good Governance, in its 5 pillars, supports the dual approach of GERs being developmental tools and a means of assurance. The Code and the Guidance Note could be revised to increase clarity on this point if the GGSG feels that to be helpful.

6. Assessing the quality of financial oversight exercised by the Board and Finance Committee should be a clear component of the GER process, and revised guidance should highlight this requirement.

The intention of the current Code of Good Governance and Guidance Note is that this should be the case. CDN can work with the GGSG to ensure appropriate revision of those documents to ensure that this is made clear.

7. Where this is not already in place, Colleges should develop a process to assess, monitor and report compliance with the Code of Good Governance. The testing of this process should be a clear component of the GER process.

This should already be in place as part of the annual self-evaluation required by the Code and reported on via the requirements of the Outcome and Assurance Framework.

CDN, supported by the GGSG, can work to ensure that a revised Code of Good Governance makes clear that the development of such a process is a requirement of the Code. A separate guidance note on best practice in such processes could also be produced.

8. GER reports should be accompanied by a rolling action plan to track the implementation of recommendations from previous GERs (whether external or self-evaluation). The testing of this should be a clear component of the GER process.

As noted in the Report, this is already a requirement of the GER process, but previous CDN research has indicated a lack of consistency of approach across colleges. CDN could produce guidance on the development of action plans as an extension of its previous work in this area.

Next Steps

Once the Good Governance Steering Group has had time to consider the Report and the comments/suggestions in this analysis, CDN will work with key stakeholders in the group, including the Governance Professionals' Network and SFC, to take forward the agreed actions.

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September 2025