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NOMINATIONS COMMITTEE

AGENDA

A meeting of the Nominations Committee will be held on 12 May 2021 at 13:00 via Microsoft Teams.

		Lead Speaker	Paper
1	WELCOME & APOLOGIES	Chair	
2	DECLARATIONS OF INTEREST	Chair	
3	MINUTES OF PREVIOUS MEETING <i>for approval</i>	Chair	A
4	MATTERS ARISING REPORT	Chair	B
5	BOARD MEMBERSHIP, TENURE AND CAPACITY	M Walker	C
<i>Item 5 is presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 27, Information Intended for Future Publication.</i>			
6	INCLUSIVE RECRUITMENT, SELECTION AND DEVELOPMENT CHECKLIST	N Croft	D
<i>Item 6 is presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 27, Information Intended for Future Publication.</i>			
7	STAFF BOARD MEMBER ELECTION PROCEDURE	N Croft	E
<i>Item 7 is presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 27, Information Intended for Future Publication.</i>			
8	MEMBERSHIP AND ATTENDANCE REVIEW 2020/21	M Walker	- Attached
9	ANY OTHER COMPETENT BUSINESS 9.1 Review of Committee Operation 2020/21	M Walker	F Attached
10	DATE OF NEXT MEETING: To be confirmed		

FOR INFORMATION / DISCUSSION / DECISION			
Meeting	Nominations Committee		
Presented by	Marcus Walker		
Author/Contact	Marcus Walker	Department / Unit	Governance
Date Created	23.06.21	Telephone	-
Appendices Attached	<i>Appendix 1: Membership and Attendance Review Report 2020/21</i>		
Disclosable under FOISA	Yes.		

MEMBERSHIP AND ATTENDANCE REVIEW 2020/21

1. PURPOSE

This report summarises current Board membership and tenures, and activity related to attendance in the academic year 2020/21.

2. BACKGROUND

The Nominations Committee is required to maintain an oversight of Board membership, tenures, capacity and attendance.

3. DETAIL

Appendix 1 provides a full overview on membership and tenures, Board balance, committee structures/membership and attendance in the academic year 2020/21.

Highlights within the report include:

Context

- Due to Covid-19 restrictions the Board of Management continued to operate remotely, with all Board and committee meetings taking place through Microsoft Teams.

Membership & Tenures

- The membership of the Board stands at 17, with the Regional Chair post remaining vacant.
- The tenure of Niki McKenzie, a Non-Executive Board Member, ended on 01 March 2021.
- Three non-executive members were appointed in 2020/21 over two successful open recruitment rounds.
- Ann Landels and Nigel Paul appointed as Interim Chair and Interim Vice Chair - respectively - from 01 November 2019 until the appointment a new Regional Chair is confirmed.

- To support interim governance arrangements, the tenure of the Interim Chair was extended by one further year.
- The composition of the Board gender balance is 65% female and 35% male.

Board/Committee Attendance

- The Board and its committees shall meet 26 times in 2020/21, five times more than the previous academic year.
- All meetings of the Board and its committees have been quorate in the academic year 2020/21.
- Board/committee attendance remained high in 2020/21 at 91%, an increase of 6.6% from the previous academic year.

4. BENEFITS AND OPPORTUNITIES

The report provides the Nominations Committee with an opportunity to reflect on the operation and practice of the Board and its committee in 2020/21.

5. STRATEGIC IMPLICATIONS

The Committee is required to review annually those processes that fall within its remit.

6. RISK

Failure to fully consider Board and committee membership and attendance may lead to inappropriate governance arrangements.

7. FINANCIAL IMPLICATIONS

Not applicable.

8. LEGAL IMPLICATIONS

The Board shall ensure that its operation aligns with the Post-16 Education Act (2013).

9. WORKFORCE IMPLICATIONS

Not applicable.

10. REPUTATIONAL IMPLICATIONS

Not applicable.

11. EQUALITIES IMPLICATIONS

The current gender balance of the Board is 65% female and 35% male, while the gender balance of non-executive members is 75% female and 25% male.

CONCLUSIONS/RECOMMENDATIONS

The Committee are asked to CONSIDER and APPROVE the Annual Membership & Attendance Review 2020/21.

MEMBERSHIP AND ATTENDANCE REVIEW REPORT 2020/21

1. MEMBERSHIP & TENURES**1.1 Board of Management**

In alignment with the Post-16 Education Act (2013), Edinburgh College continues to formally review its Board membership in the academic year 2020/21. The Board consists of 17 members (out of a possible 18), with the Regional Chair's post currently vacant.

A full list of Board members and their tenures are attached as *Appendix 1.1*.

1.2 Chair**1.2.1 Interim Chair of the Board Arrangements**

On 24 September 2019, the Board agreed that Ann Landels, a Non-Executive Board Member and Vice Chair of the Board, would act as Interim Chair from 01 November 2019 until a new Regional Chair had been appointed by Scottish Government.

The Board reaffirmed its commitment to the above interim governance arrangements at its meeting on 16 June 2020, which have remained in place throughout the academic year 2020/21.

1.2.2 Appointment of Regional Chair

A Recruitment Panel appointed by the Scottish Government shall meet with the Principal, the Board Secretary and the Clerk to the Board, in July 2021, to discuss arrangements for the appointment of a new Regional Chair.

It is expected that the confirmation of appointment of a new Regional Chair will be confirmed by late October 2021.

1.3 Non-Executive Membership**1.3.1 Membership**

As of the beginning of the 2020/21 academic year, the following nine Non-Executive Members of the Edinburgh College Board of Management were in post:

Lesley Drummond	Vivaldi (Owner), Edinburgh-based independent fashion retailer;
Ross Laird	Director / Head of Scotland at Grayling Communications Ltd.;
Ann Landels	Former Director, Crisis Skylight;
Niki McKenzie	Archangels Investment Executive; CA;
Nigel Paul	Retired; ex Director of Corporate Services, Edinburgh University; CA;
Gwen Raez	Senior Marketing Manager, Visit Scotland
Fiona Riddoch	Management Consultant;
Azra Sharif-Qayyum	Biomedical scientist and founding member of the Edinburgh Mela;
Judith Sischy	Former Chief Executive, Scottish Council for Independent Schools;

Jeanette Stevenson Head of Education and Training, Royal College of Physicians of Edinburgh.

Following almost seven years of service as a Non-Executive Board Member and Chair of the Remuneration Committee, the tenure of Niki McKenzie ended on 01 March 2021.

1.3.2 Appointments

Three new non-executive appointments have been made in the academic year 2020/21.

A phase of recruitment commenced in August 2020 which led to the appointment of Alex Killick, the former Director of People at Glasgow Caledonian University, and Toni McAlindin, an Employment law consultant and a qualified barrister, as Non-Executive Members - with approval provided by the Cabinet Secretary for Further Education, Higher Education and Science and the Board on 22 September 2020.

A second phase of recruitment commenced in December 2020 which led to the appointment of Janyce Holmes, an experienced Executive Director and a qualified Chartered Management Accountant, as a Non-Executive - with approval provided by the Cabinet Secretary for Further Education, Higher Education and Science and the Board on 15 March 2021.

All three new Non-Executive Members received an induction to the Board in alignment with the procedures agreed by the Nominations Committee. This included new Board members receipt of a college e-mail address, general information and key governance documents.

In addition to the above information, all new Non-Executive Board Members were provided with an opportunity to meet with the Chair, Vice Chair, Principal, Student President and Board Secretary.

New Board members are registered with the College Development Network (CDN), and can access learning resources on its online HUB. Online induction events for new members of the Board organised through CDN have taken place.

1.3.3 Reappointments

No requests for reappointment non-executive members were put forward to Scottish Ministers in the academic year 2020/21.

On 10 September 2021, the Interim Chair of the Board received a letter from Scottish Ministers confirming that a one-year extension to the tenure of Ann Landels, a Non-Executive Member and Interim Chair, had been approved. The extension request was endorsed by the Board at its meeting on 15 June 2021, in light of the delays to the Regional Chair's recruitment process (Paragraph 1.2.1 refers) and the need to ensure that appropriate interim governance arrangement was in place. The tenure of the Interim Chair has therefore been extended to 09 February 2023.

1.4 Staff Board Members

Mike Cowley continued to hold office as Academic Staff Board Member following his election in December 2017. Mr Cowley will hold office until 01 December 2021.

In line with good practice guidance for the election of staff Board members, a ballot to elect a Support Staff Board Member commenced on 16 November 2020 for a period of 14 days. On 01 December 2020, the Board were informed that Bruce Cassidy had been re-elected to hold office for a 4-year term. Mr Cassidy will hold office until 02 December 2024.

In March 2019, the Board agreed that until the Good Governance Steering Group (GGSG) had formally implemented changes to the Code of Good Governance for Scotland's College¹, EIS-FELA and Unison representatives would be invited to attend Board meetings as observers. In furtherance of this, letters from the then Chair were sent to both recognised trade unions on 21 May 2019.

Donny Gluckstein (EIS-FELA) and Peter Sharma (Unison) were invited to attend all meetings of the Board of Management in 2020/21, as observers. Following changes in the membership of the local Unison Branch, Kevin Dixon was invited to observe the Board meeting on 15 June 2021 (- replacing Peter Sharma). All Board meetings in 2020/21 had at least one trade union observer in attendance.

1.5 Student Board Members

On 01 July 2020 Jordan Wyllie (Student President) and Rose Dodgson (Vice President, Welfare) were formally appointed to the Board as Student Members, as per the agreed nominations procedure.

Both Mr Wyllie and Ms Dodgson were re-elected to the ECSA Sabbatical Team for the academic year 2021/22, and will continue as Student Board Members until 30 June 2022.

1.6 Principal & CEO

The Principal & Chief Executive, Audrey Cumberland, was appointed on 03 September 2018 and remains in post.

1.7 Vice Chair & Senior Independent Member

As noted under Paragraph 1.2.2, the Vice Chair of the Board, Ann Landels, assumed the role of Interim Chair on 01 November 2019.

Further to this, the Board agreed outwith its meeting cycle that Nigel Paul (a Non-Executive Member) would act as Interim Vice Chair from 01 November 2019 until a new Regional Chair was appointed by Scottish Government. This decision was formally noted by the Board at its meeting on 10 December 2019 and reaffirmed on 16 June 2020.

The Interim Vice Chair's tenure as a Non-Executive Board Member is due to end 01 March 2022.

As noted under Paragraph 1.3.3, the tenure of the Interim Chair of the Board has been extended by a further year to ensure appropriate transition arrangements are in place. It is expected that the Interim Chair shall return to the role of Vice Chair, once a new Regional Chair has been appointed.

2. BOARD BALANCE

¹ On 18 February 2019, the Minister for Further Education, Higher Education and Science, wrote to the Convenor of the Scottish Parliament's Education and Skills Committee outlining his decisions following the Good Governance Consultation which was published in April 2017. This included a decision to *introduce two trade union nominees to the boards of colleges, in addition to the existing staff representatives, bringing the college sector into line with changes made in universities by the Higher Education Governance Act 2016.*

2.1 Gender

At the start of the 2020/21 academic year, the Board gender balance stood at 67% female and 33% male. Following changes in the composition of the Board throughout the academic year the gender balance is 65% female and 35% male.

The gender balance of the non-executive membership of the Board currently stands at 75% female and 25% male.

2.2 Skill, Knowledge and Experience

To support decision-making around non-executive recruitment and succession planning a Board member profile and skill matrix is maintained by the Clerk to the Board.

On 18 September 2020, the Nominations Committee agreed to adopt a skills matrix template endorsed by CDN. Following an audit of non-executive members' broad knowledge and skills, a new version of the skills matrix was presented to the Committee on 04 November 2020, and then again on 12 May 2021.

3. COMMITTEES OF THE BOARD

3.1 Structure

As reaffirmed in September 2018, the Board operated with the following committee structure in 2020/21:

- Academic Council
- Audit & Risk Assurance Committee
- Corporate Development Committee
- Nominations Committee
- Policy & Resources Committee
- Remuneration Committee

All committees operate under the authority of the Board. Minutes were circulated to all Board members following every meeting, and each committee chair (or a nominated representative) reports to the Board on committee business. The Board has approved Terms of Reference for all six committees, and these are available on the [Board webpages](#).

3.2 Membership

On 18 September 2020, the Nominations Committee reviewed committee membership arrangements for students and agreed to endorse the membership of at least one Student Board Member on the Policy & Resources Committee and the Remuneration Committee. The Board of Management, on 22 September 2020, approved this recommendation for implementation with immediate effect.

On 04 November 2020, the Nominations Committee endorsed a Committee Membership Proposal put forward by the Interim Chair of the Board. The Proposal was subsequently approved by the Board on 08 December 2020, and implemented for all future meetings. *[Appendix 1.2 refers]*

As part of its consideration the Nominations Committee considered the Board Skills Matrix and succession planning information to ensure an appropriate distribution of knowledge and experience across each committee.

The Nominations Committee agreed, on 12 May 2021, that members would review committee membership again in September 2021 - to ensure its continued alignment following upcoming changes in Board membership in 2021/22.

3.3 Co-opted Membership

In May 2015, the Board agreed to co-opt an additional member of the Audit & Risk Assurance Committee with public service expertise. Ian Doig, an experienced non-executive director and former Director of CIPFA in Scotland, was subsequently co-opted to the Committee following the endorsement of the Nomination Committee. In line with the formal appointments procedure for co-opted members, Mr Doig’s co-opted membership was reviewed in May 2021 and the Chair of the Audit & Risk Assurance Committee endorsed his continuation in the role.

On 12 May 2021, the Nominations Committee agreed that, before the end of the academic year 2021/22, a new Independent Member of the Audit & Risk Assurance Committee should be appointed to replace Mr Doig - who had served on the Committee for six consecutive years.

To ensure appropriate academic staff representation (across each of the four curriculum areas), the Academic Council co-opts eight additional staff members. Further to this, the Academic Council co-opts three student members nominated by ECSA. [N.B. The Academic Staff Board Member and the Student President are full members of the Academic Council]

The current co-opted membership of the Academic Council is listed below:

Name	Faculty
Laura Craig	Curriculum Lead (HWSS)
Julian Henderson	Curriculum Lead (HWSS)
Neil Manning	Curriculum Manager (Creative Industries)
Iris Aitchison	Lecturer (Hospitality, Tourism & Business)
Ethelinda Lashley-Scott	Curriculum Manager (Performing Arts)
Kevin Maloney	Curriculum Lead (Engineering)
Rebecca Agnew	Elected ECSA Representative
Rose Dodgson	ECSA Vice President (Welfare)
Victoria Browning	ECSA Vice President (Sport & Activities)
Ryan Quinn	Curriculum Lead (Engineering)
Sandra Morrison	Lecturer (Hospitality, Tourism and Business)

The co-opted membership of the Academic Council was reviewed in May 2021 and, in order to support the mix of newer and more experienced members, all co-opted academic staff members were granted a further one year’s tenure. In instances where existing members did not wish to continue a process would be undertaken before the start of the new academic year (2021/22) to appoint new co-opted members for two years.

4. ATTENDANCE

4.1 Board and Committees

In AY 2020/21, the Board at its committees met a total of 26 times, five more than in the previous academic year.

Throughout the academic year 2020/21, all Board and committee meetings were held online through Microsoft Teams, due to social distance restrictions in light of the Covid-19 Pandemic.

All meetings of the Board and its committees were quote in the academic year 2020/21.

Despite a demanding cycle of meetings, and the impacts of the Covid-19 pandemic, the level of attendance remains high at 91.0% - an increase of 6.6% from the last academic year.

The *Appendix 1.3* shows the attendance of members at meetings of the Board and its committees in AY 2020/21.

No individual Board members attendance dropped below 70% in the academic year 2020/21.

The attendance of three Board members, who were in post at the start of the academic year, has dropped below 70% in 2019/20. Nominations Committee attendance was recorded at 65%, making it the only committee where attendance dropped below 90%.

In addition to their membership of committees, the Chair/Interim Chair and the Principal attended committees to which they had a right of attendance.

4.2 Strategic and Development Events

In addition to Board and committee meetings, members of the Board have attended a number of internally and externally led strategic and development events. Below is a list of such events (including those that have contributed to good governance) attended in the academic year 2019/20:

Event	Date(s)	Location	No. of Board Attendees
Governance Related			
Board Briefing Session	19.08.20	Online	13
Board Strategy Day	27.10.20	Online	14
Board Briefing Session	08.02.21	Online	11
Equality Outcomes Session	10.02.21	Online	7
Board Session with SFC Speaker	18.02.21	Online	14
Equality Outcomes SLWG	22.04.21	Online	6
Board Strategy Session	08.06.21	Online	14
Training and Development			
Race Equality Webinar (UoE)	24.08.20	Online	3
Unconscious Bias Training	28.10.20	Online	10
Unconscious Bias Training	08.02.21	Online	3
CDN Cyber Security Session	18.02.21	Online	4
Board Finance Session	29.04.21	Online	6

4.3 Other Meetings/Events

In addition to meetings within the Board and committee cycle, a number of members have attended meetings/events in the interests of the Board. It should however be noted that due to the social

distancing restrictions in place - throughout 2020/21 - a number of events were cancelled or postponed.

A full list of meetings/events (and their attendees) are held by the Clerk to the Board.

BOARD MEMBERSHIP & TENURES

As of 23 March 2021, the Edinburgh College Board of Management membership is as follows:

	Forename	Surname	Position	Date of Appointment	Tenure Expires
1	Bruce	Cassidy	Support Staff Member	02.12.20	02.12.24
2	Mike	Cowley	Academic Staff Member	01.12.17	01.12.21
3	Audrey	Cumberford	Principal	03.09.18	Not applicable
4	Rose	Dodgson	ECSA Vice President (Welfare)	01.07.20	30.06.21
5	Lesley	Drummond	Non-Executive	01.03.17	01.03.23
6	Janyce	Holmes	Non-Executive	15.03.21	15.03.24*
7	Ross	Laird	Non-Executive	08.03.19	08.03.22 *
8	Ann	Landels	Non-Executive (Interim Chair)	09.02.19	09.02.22
9	Alex	Killick	Non-Executive	22.09.20	22.09.23*
10	Antonia	McAlindin	Non-Executive	22.09.20	22.09.23*
11	Nigel	Paul	Non-Executive (Interim Vice Chair)	01.03.18	01.03.22
12	Gwen	Raez	Non-Executive	08.03.19	08.03.22 *
13	Fiona	Riddoch	Non-Executive	20.10.18	20.10.21
14	Azra	Sharif-Qayyum	Non-Executive	09.02.19	09.02.22
15	Judith	Sischy	Non-Executive	01.03.17	01.03.23
16	Jeanette	Stevenson	Non-Executive	01.03.17	01.03.23
17	Jordan	Wyllie	ECSA Student President	01.07.20	30.06.21

**Indicates a Non-Executive Member who may seek reappointment following the end of their initial period of tenure.*

An updated register of interests for the Edinburgh College Board of Management can be found on the College website [here](#).

EDINBURGH COLLEGE BOARD OF MANAGEMENT - COMMITTEE MEMBERSHIP (23 MARCH 2021 TO PRESENT)

	Academic Council	Audit & Risk Assurance Committee	Corporate Development Committee	Policy & Resources Committee	Nominations Committee	Remuneration Committee
Non-Executive Membership	Fiona Riddoch (C) Judith Sischy Jeanette Stevenson	Nigel Paul (C) Lesley Drummond Janyce Holmes Ross Laird Judith Sischy	Lesley Drummond (C) Ann Landels Gwen Raez Azra Sharif-Qayyum	Ann Landels (C) Lesley Drummond Alex Killick Nigel Paul Fiona Riddoch Toni McAlindin Vacancy (Regional Chair)	Ann Landels (C) Fiona Riddoch Jeanette Stevenson Nigel Paul Azra Sharif-Qayyum Vacancy (Regional Chair)	Alex Killick (C) Ross Laird Gwen Raez
Principal, Staff, Student Members	Audrey Cumberford Jordan Wyllie Mike Cowley		Rose Dodgson Bruce Cassidy	Rose Dodgson	Jordan Wyllie Bruce Cassidy Mike Cowley	Jordan Wyllie
Co-opted Members	x8 Academic staff x3 Student reps	Ian Doig				
Agreed Upcoming Changes	- From 01 August 2021, Jeanette Stevenson to be designated as Committee Chair. - Annual 1:1 Evaluation Meetings with the Chair to identify a new member to replace Fiona Riddoch from 01 August 2021 onwards.	- Fiona Riddoch to join Committee as a member from 01 August to (end of tenure on) 20 October 2021. - Annual 1:1 Evaluation Meetings with the Chair to identify a new Committee Chair from 01 March 2022 onwards.	- Annual 1:1 Evaluation Meetings with the Chair to consider refresh of Committee membership.	- From 01 August 2021, Jeanette Stevenson to replace Fiona Riddoch, as Chair of Academic Council.		

In addition to the Committee Membership Proposal above, the Board are asked to note that Ross Laird and Judith Sischy sit on the Edinburgh College Development Trust - as representatives of the Board of Management

BOARD AND COMMITTEE ATTENDANCE AY 2020/21

The following table shows the attendance of members at meetings of the Board and its committees in AY 2020/21:

		Board of Management	Academic Council	Audit & Risk Assurance	Corporate Development	Nominations	Policy & Resources	Remuneration	TOTAL
1	Bruce Cassidy	4/4	-	-	3/4	1/3	-	-	8/11
2	Mike Cowley	3/4	4/4	-	-	2/3	-	-	9/11
3	Audrey Cumberford	4/4	4/4	-	-	-	-	-	8/8
4	Rose Dodgson	3/4	4/4	-	4/4	-	3/3	-	14/15
5	Lesley Drummond	4/4	-	4/4	4/4	-	4/4	-	16/16
6	Janyce Holmes	2/2	-	1/1	-	-	-	-	3/3
7	Alex Killick	3/3	-	-	-	-	1/1	3/3	7/7
8	Ross Laird	3/4	-	4/4	-	-	-	2/2	9/10
9	Ann Landels	4/4	-	-	4/4	3/3	4/4	-	15/15
10	Toni McAlindin	3/3	-	-	-	-	2/2	-	5/5
11	Niki McKenzie*	2/2	-	-	-	-	3/3	2/2	7/7
12	Nigel Paul	4/4	-	4/4	-	1/1	4/4	-	13/13
13	Gwen Raez	4/4	-	-	4/4	-	-	2/3	10/11
14	Fiona Riddoch	3/4	4/4	-	-	3/3	4/4	-	14/15
15	Azra Sharif-Qayyum	3/4	-	-	4/4	0/1	-	-	7/9
16	Judith Sischy	3/4	3/4	3/4	-	-	-	-	11/12
17	Jeanette Stevenson	4/4	4/4	-	-	1/3	-	-	9/11
18	Jordan Wyllie	3/4	4/4	-	-		-	2/2	9/10
Overall Total		59/66	27/28	16/17	23/24	11/17	25/25	11/12	<u>172/189</u>

*Tenure ended on 01 March 2021.

Review of Nominations Committee Operation 2020/21 - Part 1

Membership	Y/N	Comments
Has the Committee's membership been compliant with its <u>terms of reference</u> during the past year?	Y	In alignment with its terms of reference, three non-executive members, two staff members and one student member sit on the Committee. On 08 December 2021, the Board agreed that two additional non-executive members of the Board should join the Committee.
Are there any skills gaps that the Committee would bring to the attention of the Nominations Committee?	N	No further comment.
Meetings		
Has the committee met in accordance with its terms of reference and often enough to fulfil its remit?	Y	The Committee is required to meet no less than once per year. The Committee has met via Microsoft Teams on three occasion in 2020/21, on the following dates: 18 September 2020; 04 November 2020; and, 12 May 2021. Due to the Covid-19 Pandemic, and subsequent social distancing guidance, all meetings of the Committee have been held online.
Have all meetings been quorate?	Y	At least two non-executive members and one full member, as required by the terms of reference, have been in-attendance.
Administration		
Have pre-meetings assisted in the planning of Committee business?	Y	The Chair has met with the Clerk to the Board in advance of meetings to confirm an agenda and papers.
Have papers been issued sufficiently in advance of meetings?	Y	Committee papers are circulated to members a week in-advance of meetings. Any delay to the circulation of papers is agreed with the Chair of the Committee in advance.
Have minutes and actions been distributed in good time after meetings?	Y	Minutes are circulated to the Committee following approval by the Chair. All minutes are reported to the next appropriate meeting of the Board of Management by the Chair.

Are there any other points Members would like to raise?	N	No further comment.
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Review of Nominations Committee Operation 2020/21 - Part 2

Performance Monitoring Role

1. Is the Committee monitoring the KPIs it needs to in line with its remit or is there a need for review or change?

The Committee monitored Board members tenures and the Board Skills Matrix at all three of its meeting in 2020/21, for the purpose of forward planning. On 04 November 2020, the Committee agreed to adopt a new Board Skills Matrix template which aligned to a framework proposed by the College Development Network.

At each meeting of the Committee, members have monitored the progress of the Board against an Equality, Diversity and Inclusivity Checklist. The Checklist outlines key actions to ensure the Board adheres to recognised best practice around ED&I in its recruitment procedures.

The Committee is content that the performance information it receives is in line with its remit.

2. Does the Committee receive the information it needs to monitor performance effectively?

Yes, however, the Committee will continued to keep this under review.

3. Have there been any areas where the Committee has not been able to exercise its performance monitoring role effectively or where practice could be improved?

None.

Strategic Role

4. How would the Committee define the key strategic issues within its remit?

In terms of the Committee's role in identifying and recommending to the Board of Management suitable candidates for membership, the Committee must maintain a forward-looking view to meet the immediate challenges of the College and the Scottish economy.

The Committee, in light of developments to governance within the college sector, may need to assess individuals' abilities to engage fully in Board activities (for instance, the need to attend mandatory national training events).

5. In what ways has the Committee influenced strategy in its area of remit in the last year?

The Committee has given due consideration to gender balance and other equality and diversity matters. Further to this, the Committee have considered how the membership of the Board can meet the broad areas of expertise identified by the Scottish Government.

In a practical manner, the Committee has influenced strategy (in its broadest sense) by aiming to recruit high-calibre Board members whose composition is well balanced.

6. Are there particular areas in which the Committee might improve practice in relation to its strategic role?

None. However, the Committee will continue to keep this matter under review.

Decision-Making

7. Has decision-making been “transparent, informed, rigorous and timely¹” in the past year?

The Committee’s decision-making is in line with its Terms of Reference and its Induction/Development procedures.

The Committee has received appropriate papers relating to matters within its remit and deals with them in a timely manner.

8. Are there ways that the Committee could strengthen its practice in relation to decision-making?

The Committee believes that its current practice reflects good practice, in line with the Good Governance Code. Practice in relation to decision-making is clearly outlined with the Nominations Committee’s terms of reference.

9. Are there examples that show how the student experience has informed and been central to the Committee’s decisions?

One Student Board Member sits on the Nominations Committee and contributes directly to the Committee’s decision making. Additionally, the Student Board Member was invited to attend shortlisting event and interview process to assist in the initial selection of Board applicants for interview.

Relationships

10. Has the Committee’s relationship with the Board been effective in the past year, and are there any examples of where it could have been more effective?

The Interim Chair of the Board also acts as Chair to the Committee, and is joined on the Committee by two Non-Executive members, two staff members of the Board and one student member.

On 08 December 2021, the Board agreed that two additional Non-Executive Members should be invited to join the Nominations Committee. This brings the non-executive membership of the Committee to four persons.

¹ This is a definition of effective decision-making given in the Code of Good Governance for Scotland’s Colleges.

The Interim Chair and Non-Executive members have links, through membership, with other committees of the Board, including the: Policy & Resources Committee, Audit & Risk Assurance Committee, Corporate Development Committee and Academic Council.

The Committee, through its Chair, reports its minutes to the Board and provides additional supporting papers – as required.

11. Has the Committee's relationship with the Executive been effective in the past year, and are there any examples of where it could have been more effective?

Not applicable.

12. Has the boundary between governance and management been effective in practice in the past year or are there examples of where it could have been more effective?

Not applicable.