Item 22
For Noting

GLASGOW KELVIN COLLEGE

BOARD OF MANAGEMENT – MEETING OF 7 JUNE 2021

GOVERNANCE ACTION PLAN – UPDATE

REPORT BY CLERK TO THE BOARD OF MANAGEMENT AND DIRECTOR OF CORPORATE SERVICES

1 Introduction and Purpose

1.1 This report is to update members of the Board on progress against the Governance Action Plan.

2 Background

2.1 Members will recall that the Governance Action Plan (GAP) is prepared to capture, within one document, planned and required governance actions. It is also referred to as the Board Development Plan. The GAP has been developed as a key reporting document to the Board of Management with respect to its role to ensure effective governance. The GAP has been derived from a number of sources including:

- Code of Good Governance for Scotland's Colleges
- Guidance Notes for Boards in the College Sector
- issues identified through audit processes
- developments identified internally and through the Board's annual self-evaluation and
- recommendations and any issues arising from our recently completed externally facilitated review

2.2 The GAP is regularly monitored by the Clerk to the Board of Management, Director of Corporate Services and Secretariat. In terms of reporting, it is presented to the Board of Management twice per year, at its December and June meetings. It is also regularly reported through the Audit and Risk Committee. It is publicly available and is shared as required with external bodies such as Glasgow Colleges Regional Board and the Scottish Funding Council.

3 Governance Action Plan

3.1 The Governance Action Plan is attached as appendix 1 to this report. It has been revised and updated since being last reported to the Board in December 2020, continues to reflect implications arising from Covid-19 and outcomes from our recent externally facilitated governance review.

3.2 It is considered to be comprehensive but will continue to be reviewed internally and take due account of any external advice or guidance.

3.3 The Board is asked to consider and note progress against the GAP and to approve that the actions completed (identified in green at the end of the GAP) be removed from the GAP. They will of course be retained as a record for reference purposes.

4 Code of Good Governance and Externally Facilitated Review

4.1 Board Members will also be aware that a key element of our governance arrangements relate to compliance with the Code of Good Governance for Scotland's Colleges. Colleges are required to comply with the Code as a condition of grant. It also establishes standards of governance practice for all college boards. Each Board must state its adoption of the Code in the corporate governance statement contained in the annual financial statement.

4.2 An update to the current Code remains outstanding but is intended to be considered through the national Governance Steering Group scheduled to meet in September. Board members will recall that an update is required to specifically take account of the outcomes from the Ministerial Good Governance Task Group, in particular, the decision to introduce two trade union nominees to college boards of management. Those nominees in due course would replace our existing in attendance members.

4.3 Our external effectiveness review was reported to the Board at its meeting on 1 March. In terms of the 3 specific recommendations arising from the review, the management responses to those 3 recommendations together with the 4 areas for consideration have been incorporated into the attached GAP. Those were also considered at the Audit and Risk Committee meeting held on 23 March 2021.

4.4 Some of those issues arising can also be further assessed, as appropriate, through our annual self-evaluation including the Board members' evaluation session due to be held on 28 June.

4.5 In broader terms, there was a frustration that, in response to the last cycle of external reviews in 2017, little to no overall assessment or analysis was undertaken. In response to that, the college development network (CDN) have committed to undertaking such an analysis and review in order to prepare a national report. The Clerk to the Board is involved in this process as Chair of the Board Secretaries Steering Group.

5 Resource Implications

5.1 There are no additional resource implications arising from this report.

6 Equalities

6.1 No adverse impacts on individuals with protected characteristics have been identified as a consequence of this report.

7 Risk and Assurance

7.1 Risk to the College is mitigated by ensuring that governance requirements are contained within one control document which is easy to navigate and avoids oversight. This helps to ensure that the Board continues to meet the highest standards of governance. Assurance is provided through regular reporting, internal review and evaluation and by audit reports.

8 Data Protection

8.1 No data protection issues are identified arising from this report.

9 Recommendation

Members of the Board are asked to:

i) consider and note progress against the Governance Action Plan; and
ii) note that a further update will be provided to the December meeting of the Board.

10 Further Information

Members can obtain further information on the contents of this report from Douglas Wilson, Clerk to the Board douglaswilson@glasgowkelvin.ac.uk or Lisa Clark, Director of Corporate Services lisaclark@glasgowkelvin.ac.uk

Glasgow Kelvin College - Governance Action Plan: as at June 2021

Item No	Item	Taken from/request received from	Item that is required	Person Responsible	Due Date	Comments
1	Board of Management and college response to Covid19: • Agile shift to home working and learning. • Effective communication with staff, students and Board members • Effective move to online committee and Board meetings • Effective use of Board's. Executive Committee which met regularly to ensure effective governance, oversight and support to the Principal and SMT.	Covid19 Pandemic		Principal, Clerk to the Board and Chair	Ongoing	Current online meeting arrangements will continue in accordance with government guidance while ensuring effective governance and decision making procedures continue to be in place; consideration of future Board and committee meeting arrangements will be included in individual committee self-evaluations and more fully at the Board evaluation session being held on 28 June 2021.
2	College sector review • A joint Board activity event for the Glasgow Region (and other College regions) would be useful with a common topic such as the Funding Landscape/Curriculum Developments. • Continue to lobby on behalf of the College to GCRB to ensure the College and Glasgow receive a fair deal with respect to overall sector funding. Board Response to SFC Review of Coherent Provision and Sustainability: • Board approved response to SFC led review. In response to GCRB Phase 1 report: • establishment of response group to consider issues and implications arising with reporting through Board.	Board of Management Self Evaluation, Tuesday 25 June 2019 Financial Control Committee Self Evaluation 5 May 2019 Submitted 20 August 2020 Executive Committee Meeting held on 28 October 2020 / first response group meeting held on 5 November 2020	Enquire about a joint Board activity Continue to lobby	Chair Chair/SMT Members and Board Members Board Members / Chair / Principal	AY 2020/21 Sept 2019 Ongoing In line with SFC / GCRB response timescales	Chair and Clerk to the Board have raised this with GCRB and will continue to pursue. This is even more relevant and necessary in light of implications arising from Covd-19. Ongoing. College response to the SFC Review submitted on 20 August 2020. College response to the GCRB consultation submitted on 18 December 2020. Update to be provided by Chair and Executive Director of GCRB at meeting scheduled prior to the Board meeting on 7 June
3	Board self-evaluation 2020/21 - see items 3a to 3g below:	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020		Chair and Clerk to the Board	December 2020 to September 2021	It should be noted that the format of evaluation sessions will be undertaken in line with the most appropriate advice with respect to Covid-19.

3a	Individual standing committees – Audit and Risk, Finance & Resources Committee and Learning and Teaching – to undertake at their last meeting of the academic year - a self-evaluation review using a standard proforma and assisted by the Clerk to the Board.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Self-Evaluation	Clerk to the Board / Secretariat	May / June 2021	Organised for May / June 2021
3b	Committee Chair evaluations to be completed via a short focused questionnaire to members of relevant committees.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Committee Chair Evaluation	Clerk to the Board	May /June 2021	
3c	Chair of Board evaluation via questionnaire to all Board Members and conducted by Senior Independent Member (with respect to Senior Independent Member their review to be conducted by another committee Chair)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Chair of Board and Senior Independent Member Evaluation	Clerk to the Board	May/June 2021	
3d	Individual meetings with all Board Members with Chair (with exception of any recently appointed members who are scheduled for earlier in the session.)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Individual Meetings	Chair	May/June 2021	
3e	Report on Progress Against Governance Action Plan	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Action Plan	Clerk to the Board / Director of Corporate Services	June 2021	
3f	Member self-evaluation session.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Self-Evaluation Session	Chair/Clerk to the Board/ Director of Corporate Services	Scheduled for 28 June 2021	
3g	Annual evaluation report considered at first meeting of Board in new academic year enabling a Board assessment of overall effectiveness.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Annual Evaluation Report	Clerk to the Board/ Director of Corporate Services	Sept 2021	
4	Board Member Development Programme Session 2020/21 (including college recovery and development – input from Glasgow Economic Recovery Group, CLD overview and stakeholder session)	Code of Good Governance for Scotland's Colleges	Development Plan approved at the August 2020 Board meeting.	Chair of the Board / Clerk to the Board	June 2021	Economic Recovery Group session held in December 2020 with ongoing SMT follow up; financial session held for members of the Finance and Resources Committee; Board strategy session scheduled for May 2021; future planned session on CLD; information on updated CDN Governance Hub circulated to members
5	Self-evaluation action - Agenda Management and Decision Making Arrangements: • further improvements in the number of items, volume and categorisation of papers. • assess the Board decision to merge the FCC and HR Committees.	Board of Management Self Evaluation Report 31 August 2020		Clerk to the Board/ Director of Corporate Services/ Governance and Executive Support Manager	June 2021	Ongoing process throughout this Academic Year to ensure enhanced agenda management and reduction in volume of information. Member feedback will be sought in due course as part of our annual self-evaluation as well as through the externally facilitated review.

6	Self-evaluation action - Partnership and Stakeholder involvement: Going forward, there is recognition that partnership working will be even more vital and that the college must ensure it engages effectively.	Board of Management Self Evaluation Report 31 August 2020		Principal /SMT	June 2021	Not progressed due to COVID-19 in 2020-21 but will be revisited for AY 2021/22.
7	Members agreed that it would be useful for the Chair of the Learning and Teaching Committee and perhaps the Committee itself to receive regular updates / minutes from the proceedings of the Glasgow Regional Learning and Teaching Group	Learning and Teaching Committee Self Evaluation – 9 May 2019	Regular updates	Vice Principal Curriculum and Quality Enhancement	Oct 2020/21	No updates were provided in 2020-21 as due to the disruption to curriculum delivery caused by the Coronavirus impact, the regional Learning and Teaching Group meetings focussed on the three colleges discussing their operational delivery rather than progressing any specific regional initiatives or work such as the development of the Regional Outcome Agreement. Going forwards, the Vice Principal Curriculum will continue to liaise with the Committee Chair and highlight any potential updates from the work of this group which could be provided to the Committee.
8	Clerk to the Board Appraisal	Code of Good Governance for Scotland's Colleges	Appraisal Paperwork	Chair / Vice Chair	by end of academic year 2020/21	
9	An exercise undertaken to map ongoing and planned college initiatives and projects with local, regional and national priorities and performance metrics should be detailed to allow internal and external reporting on the impact which these initiatives and projects are delivering.	EFER Report – Recommendation (R1)	Review of College Planning Process / Documents	Principal / VP Operations	March 2022	Management Response on EFER: Agreed. This will be embedded as part of a review and update of College planning processes.
10	The Student Association Constitution should be revisited to ensure that it is fit for purpose	EFER Report – Recommendation (R2)	Constitution	VP Curriculum and Quality Enhancement	June 2021	Management Response on EFER: Recommendation accepted. Revised Student Constitution will be considered by Class Representatives in March/April with a view to bringing a proposed constitution to the June 2021 Board of Management
11a	Student representatives on the Board (Student Presidents)	EFER Report – Recommendation (R3)				Management Response to EFER: The Clerk to the Board will initiate additional contact with student board members. He will discuss with them ways to develop and improve overall support arrangements. This will also include input from the Learner Engagement Officer with a view to having an agreed process operational for the new academic year. Any such process will be flexible to reflect the requirements of individual student board members.
11b	More regular meetings held between the SA Presidents and the Clerk to the Board and a mentoring system introduced.	EFER Report – Recommendation (R3)	Meetings	Clerk to the Board	August 2021	Management Response as above at 11a
11c	Specific agenda items should be earmarked and flagged for communication to student members of the Board as part of the agenda setting process.	EFER Report – Recommendation (R3)	Board of Management draft agendas	Clerk to the Board	August 2021	Management Response as above at 11a
11d	An annual discussion should be introduced into the annual Board meeting calendar to allow discussion on the way in which the Board can support the SA on specific initiatives selected from each academic year.	EFER Report – Recommendation (R3)	Board Calendar / Schedule of Meetings	Clerk to the Board	August 2021	Management Response as above at 11a

12	**EFER - Areas for Consideration**					
12a	Review Board agendas in relation to the length of the meetings	EFER Report – Areas for Consideration (7a)	Board and Standing Committee agendas	Clerk to the Board / Director of Corporate Services	Consider at evaluation session on 28 June 2021	
12b	Review report template format / revise presentation of reports for decision to allow appropriate input from the SMT Lead.	EFER Report – Areas for Consideration (7a)	Report template	Clerk to the Board / Director of Corporate Services	August 2021	
12c	Review the format of Board and Standing Committees – optional solution to allow for face to face and online meetings	EFER Report – Areas for Consideration (7b)	Standing Orders	Clerk to the Board / Director of Corporate Services	Consider at evaluation session 28 June 2021	
12d	Audit & Risk Committee – members meet the Head of Internal Audit prior to the first meeting of each academic year	EFER Report – Areas for Consideration (7c)	Audit and Risk Schedule of Meetings	Internal Auditor / Clerk to the Board / Director of Corporate Services	Internal Auditor to organise	
12e	Skills Matrix shared with Board members – permission from Board members required.	EFER Report – Areas for Consideration (7d)	Skills Matrix	Clerk to the Board / Director of Corporate Services	This will be checked and further considered.	
13	A recruitment exercise will be undertaken for any arising vacancies, most likely in Spring 2022. The Board's Nominations Committee will undertake this process, in line with Ministerial Guidance, with the aim to make recommendations to GCRB and finalise any appointments prior to the end of the academic year.		Tenure List	Clerk to the Board / Director of Corporate Services	Spring 2022	
14	Recruitment of Chair - liaison with GCRB and a further report to the Board of Management in December 2021.			Clerk to the Board / Director of Corporate Services	Dec 2021	
	Review of Code of Good Governance / Externally Facilitated Effectiveness Review - see 3a – 3c below:	Code of Good Governance for Scotland's Colleges		Clerk to the Board / Director of Corporate Services	April 2021	
	MHA Henderson Loggie attend the December 2020 Board meeting.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Board Meeting	Clerk to the Board / Director of Corporate Services	December 2020	Completed - David Archibald, Henderson Loggie, attended the Board meeting on 7 December 2020.
	MHA Henderson Loggie undertake the review in January and February 2020.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	College Documents and processes	Clerk to the Board / Director of Corporate Services	Jan / Feb 2021	Completed.
	MHA Henderson Loggie report to the Board of Management in March 2021.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020		Clerk to the Board / Director of Corporate Services	March 2021	Completed. Report approved by the Board of Management at the meeting held on 1 March 2021.

	Annual statement of compliance against Code of Good Governance included in college annual report and Financial Statements 2019/20 together with an assessment of progress against Governance Action Plan	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020		Clerk to the Board / Director of Corporate Services	December 2020	Completed – Annual Report & Financial Statements and Governance Action Plan considered by the Board at the meeting held on 7 December 2020.
	Chair to meet with newly appointed members	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Meetings	Chair	Feb / March 2021	Completed
	Self-evaluation action – Learning and Teaching: enabling further student feedback through our reporting processes, in particular through the Learning and Teaching Committee	Board of Management Self Evaluation Report 31 August 2020		/VP Curriculum/ Director of Corporate Services	June 2021	The Students' Association have provided updates at all meeting of the Academic Board, Learning and Teaching Committee and the College Board in 2020-21. This has enabled the Students' Association to report on a range of aspects related to Association and Student Representative related activity.
	Self-evaluation action – financial oversight: detailed oversight must be fully maintained during this period recognising the huge public finance challenge and the impact on the most deprived individuals, families and communities	Board of Management Self Evaluation Report 31 August 2020		Clerk to the Board/VP Operations/ Director of Corporate Services	June 2021	Progressed via Board and Finance and Resources Committee combined with finance briefing session for members of the F and R Committee
	Self-evaluation action - Risk Management: continue to be a priority area for the Board through the Audit and Risk Committee.	Board of Management Self Evaluation Report 31 August 2020		Clerk to the Board/VP Operations/ Director of Corporate Services	June 2021	Progressed via Audit and Risk Committee including review and refresh of our Risk Management Planning
	Board Reappointment and Recruitment Exercise Self-evaluation action - Board Skills Mix / Diversity: further financial expertise may be beneficial and this can be considered during any future Board recruitment process.	Board Committee and Recruitment Report – 31 August 2020 / Board of Management Self Evaluation Report 31 August 2020	Tenure List	Chair / Clerk to the Board/ Director of Corporate Services	By May 2021	Latest recruitment process completed with recommendations made to GCRB; update report to the Board at its meeting on 7 June 2021
	Chair of the Board Appraisal	Code of Good Governance for Scotland's Colleges	Appraisal Paperwork	Vice Chair / Senior Independent Member	by end of academic year 2020/21	Appraisal meeting scheduled for 4 June 2021
	Principal's Appraisal including 6 monthly review.	Code of Good Governance for Scotland's Colleges	Appraisal Paperwork	Chair / Vice Chair	by end of academic year 2020/21	Completed