Glasgow Kelvin College

Code of Good Governance – Checklist Against Code – December 2025

Code of Good Governance for Scotland's Colleges Principle	Requirement met? ✓ = Yes	Comments/Compliance
Section A: Leadership and Strategy		
Conduct in Public Life		
A.1 Every college and regional strategic body must be governed by an effective board that is collectively responsible for setting, demonstrating and upholding the values and ethos of the organisation.	✓	The corporate governance framework, comprising of the Board, its committees, Board Code of Conduct and Standing Orders provide a solid foundation for ensuring the College's Board is effective and ensures the College's values are upheld. The College Values and Behaviours are being presented to the Board of Management at their December 2025 meeting. Board collective responsibility is set out in the Standing Orders.
A.2 Every board member must ensure that they are familiar with, and their actions comply with the provisions of their board's Code of Conduct.	✓	The Board adopted the Model Code of Conduct in June 2022 for Incorporated Colleges which includes the nine key principles underpinning public life in Scotland. Each new Board member receives the Code of Conduct which they sign for. The Secretary to the Board of Management goes over this during the Induction session she has with all new members. Furthermore, and in relation to the Code of Conduct, various training sessions have taken place i.e. Bullying – CDN presentation – June 2023.

Code of Good Governance – Checklist Against Code – December 2025

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A.3 The Nine Principals of Public Life in Scotland ~~nine key principles underpinning public life in Scotland,~~ which incorporate the seven Nolan principles, must be the basis for board decisions and behaviour. These key Principles, which apply individually and collectively, are: Duty/Public Service; Selflessness; Integrity; Objectivity; Accountability & Stewardship; Openness; Honesty; Leadership; and Respect.	✓	As above, the Board adopted the Model Code of Conduct for Incorporated Colleges which includes the nine key principles underpinning public life in Scotland. Furthermore, at the start of meetings, members are asked to declare any "Interests" or "Connections." An "Interest" is a connection that requires to be declared where the objective test is met. A declaration of interest should be noted as early as possible, and the Board member asked to leave the meeting when the agenda item is being discharged. A "Connection" is any link between the matter being considered and the Board member, or a person or body that the Board member is associated with. This could be a family relationship or a social or professional contact. As per the requirements of the Code of Conduct, the Board of Management received refresher training in June 2023 on the Code of Conduct and Bullying and Harassment. Due cognisance is taken of the Standards Commission Guidance Notes. The College Values and Behaviours (which are being presented to the Board of Management at their December 2025 meeting) embody the spirit of the Nolan Principles, ensuring integrity, accountability, and ethical conduct in all that we do.

Code of Good Governance – Checklist Against Code – December 2025

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Vision and Strategy		
A.4 The board is responsible for determining their institution's values, vision, strategic direction, educational character, ~~values~~ and ethos. Regional strategic bodies must also determine the regional strategy for colleges assigned to them. The board of an assigned college must have regard to the strategy determined by the regional strategic body. Board members have a collective leadership role in fostering an environment that enables the body to fulfil its mission and meet Scottish Government priorities, for the benefit of students and the community it serves.	✓	The Scheme of Delegation states that the Board must approve the College's Strategic Plans. The College Strategy 2030 includes the College's vision and strategic themes and will include the Values, one approved by the Board, on 10 December 2025.
A.5 The board must develop and articulate a clear vision for the region or college. This should be a formally agreed statement of ~~the college's aims~~ it's and desired outcomes which should be used as the basis for its overall strategy and planning processes.	✓	This is set out in the College Strategy 2030.
A.6 The board provides overall strategic leadership of the region or college. The board is responsible for formulating and agreeing strategy by identifying strategic priorities and providing direction within a structured planning framework.	✓	The Board approved the College's current five-year College Strategy 2030 in December 2025. The most recent review/refresh was in Academic Year 2025/26 – August 2025-December 2025. There was a Strategic Planning session held on 27 August 2025 to review the strategic objectives. As noted at A.3 above, the Scheme of Delegation states that the approval of the Strategic Plan is reserved for the Board. Consultation meetings on the five-year Strategic Plan were held with Stakeholders, staff, Unions, Students Association and College Managers during September/October 2025, as is customary.

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A.7 The board (except in the case of assigned college boards) is responsible for overseeing the negotiation of its ~~outcome agreement~~ funding agreement with SFC, to meet the needs of the college or region and make best use of available funding, consistent with national strategy. ~~The board must ensure effective engagement with all relevant stakeholders in the development of its outcome agreement and monitor performance in achieving the agreed outcomes.~~	N/A	The College is given an allocation each year from the fundings council this is notified to the Board and bult into the College budgets.
A.8 The roles and responsibilities of the boards of assigned colleges should be undertaken in the context of the roles and responsibilities of their regional strategic body. ~~Assigned college boards must contribute constructively to the development of the outcome agreement led in its region by the regional strategic body and support the regional strategic body to monitor performance in achieving the agreed outcomes.~~	✓	Glasgow Kelvin College is a regional College.

Code of Good Governance – Checklist Against Code – December 2025

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Performance		
A.9 The board must ensure that a comprehensive performance measurement system is in place which is clearly linked to the regional strategic framework and identifies key performance indicators. It must ensure that it scrutinises performance measures and reports these on their website in a manner that is both timely and accessible to stakeholders. This will allow the board to determine whether or not the vision and mission of the region or the college are being fulfilled and that the interests of stakeholders are being met.	✓	The Board receive regular performance reports across all areas of College activity, utilising both quantitative and qualitative information. A Power BI dashboard has been developed to provide trend data on key performance indicators linked to strategic ambitions.
		Student KPIs: Key student related KPIs are set out in the Self Evaluation Action Plan (SEAP). Key student related KPIs such as credit activity, early withdrawal, student success and student recruitment are regularly reported on to the Learning and Teaching Committee and the Board of Management.
		Financial KPIs: Progress towards the College's credit target is reviewed by management and if the credit target is not going to be met this would be reported to the Finance and Resources Committee as there is a financial implication. Credit targets and other financial KPIs are reported annually to the Board and are recorded in the Annual Report and Financial Statements.
		There is also a Best Value Report which was recently prepared showing financial prudence.
		Sustainability KPIs: These are set out in the College Carbon Action Plan, UN SD Goals Accord – SG Environmental Strategy; an Annual Public Bodies Climate Change Duties return is made and is reported to the Board of Management and Finance and Resources Committee.
		A mid-year update report in relation to the Strategic Priorities was provided to the Board on 12 March 2025.
		Given that the College Strategy 2030 has only just been produced there is no update at present i.e. no mid-year review.
		All Board papers (with the exception of those that are not in the public domain) are placed on the College website within 5 working days of the meeting – link to Board papers on website below:
		Board of Management for Glasgow Kelvin College - includes Meeting Minutes

Code of Good Governance – Checklist Against Code – December 2025

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Corporate Social Responsibility		
A.10 The board must demonstrate high levels of corporate social responsibility by ensuring ~~the college~~ it behaves ethically and contributes to economic development while seeking to improve the quality of life the local community, society at large and its workforce.	✓	The College undertakes a range of corporate social responsibility activities relating to ethics, the environment and staff. Ethically, the College Code of Conduct sets out high standards of ethics for Board members. As aforementioned, there are standing items on meeting agendas to declare any interests or connections. The Secretary to the Board of Management and Director of Estates and Corporate Services have amended the Standing Orders to take into account Interests and Connections. The Standing Orders have been being reviewed against the Model Standing orders received from the Good Governance Steering Group and have been adopted accordingly. On the environmental side there is an Estates and Sustainable Development Working Group as well a network of cross-College Sustainability Champions. The College also contributes to improving sustainability on campus through Green Week events, student-led environmental projects, a Hedgehog Friendly Campus Working Group, employing a Campus Cycling Intern, and the creation of a climate adaptation risk register. Further, the College collaborates with Glasgow colleges through a regional sustainability group and actively engages with national sustainability initiatives through the Environmental Association for Universities and Colleges (EAUC) programmes and events. The College has won an International Green Gown Award; and recently a Green Gown award this was a fantastic achievement. Regarding being a good employer, there are a range of activities undertaken and these are reported in the People and Culture Update Report presented to the Finance and Resources Committee. The College has recently completed a Public Sector Equality Duty Report also. The College's activities contribute to the economic development of the area which is evident through the College's involvement with Skills Development Scotland and local authorities.

Code of Good Governance – Checklist Against Code – December 2025

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A.11 The board must exercise its functions with a view to improving economic, cultural and social wellbeing in the locality of the college or region. It ~~should~~ must have regard to social and economic needs and social inclusion.	✓	The College's Strategic Plan 2030 was informed by a review of social and economic needs, supported by extensive engagement with students, staff, employers and community stakeholders. The College undertakes a robust annual curriculum review to ensure alignment with local, regional and national needs and this is reported to the Board. The Board also take account of the latest labour market intelligence including Regional Skills Assessments.

Key performance indicators for the Board's strategic ambitions monitor impact on social and economic needs. The Learning and Teaching Committee also receive regular reports on curriculum planning and delivery which provide detail as to how the College's curriculum aligns to social and economic needs.

The Principal and Senior Leadership Team members participate in a range of skills and economic growth groups which ensures the College is aware of local, regional and national needs. The Principal also attends the Glasgow Economic Leadership Higher & Further Education meetings. |

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A.12 The board must provide leadership in equality and diversity.	✓	There is an Equality, Diversity and Inclusion Policy and other policies and procedures that provide an effective approach to supporting equality, diversity and inclusion, these are reviewed in consultation with stakeholders every three years and approved by the Board. An Equality Impact Assessment (EIA) is undertaken whenever a policy, practice, decision, or change is being developed, reviewed, or implemented and there is a possibility it could affect people differently based on protected characteristics. The College publishes a Public Sector Equality Duty report and Equality Outcomes as required by The Equality Act 2010, (Specific Duties) (Scotland) Regulations 2012 to meet the requirements under the Act which is approved by the Board. The cover sheet for committee and Board papers includes a section on equalities which requires members to consider whether any decisions taken have an impact on equality and, if so, an Equality Impact Assessment is required prior to progressing. An equalities update is provided to the Finance and Resources Committee at each meeting.

Code of Good Governance – Checklist Against Code – December 2025

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A.13 The board must seek to reflect in its membership, the make-up of the community through offering maximum opportunity of membership to a range of potential members and removing potential barriers to membership, in partnership with its regional strategic body, as appropriate.	✓	The most recent recruitment of Board members included wide promotion of the Board member positions with stakeholders and partner organisations which covered a wide cross-section of the community. As at 28 November 2025, the Board currently has a 65%/35% balance i.e. 11 female/6 male; this was 50/50 but has changed with recent recruitments rounds.

All information provided to applicants made it clear that vacancies are open to all. |

Code of Good Governance – Checklist Against Code – December 2025

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Section B: Quality of the Student Experience		
Student Engagement		
B.1 The board must have close regard to the voice of its students and the quality of the student experience should be central to all board decisions.	✓	There are two students on the Board of Management. Update Reports from student presidents on learner engagement activity form standing items on the Academic Board and the Board of Management. The Board of Management also receives regular reports on student satisfaction and outcomes via the Performance Report that is a standing item on the agenda. The Board encourages a strong and independent Students' Association through the approval of the Students' Association Partnership Agreement and funding the Students' Association posts. The College's Learner Engagement Officer has a role in supporting and coordinating the Students' Association. The agreement went to the last Board in October 2025. Key themes of the Students' Association Partnership Agreement for 2025/26 are: Health and Wellbeing, Inclusive Learning Environment, Communication and Sustainability. The College and the Student Association will work in partnership to promote student wellbeing and inclusion, strengthen engagement and communication, and support students to participate fully in College life. The College agrees to support the Student Association in fulfilling its role to represent all students and to ensure that the student voice is embedded in decision-making processes throughout the year. The Students' Association Presidents are on the Board of Management, Learning and Teaching Committee and the Academic Board and this provides a clear means of communication. In addition, the Learner Engagement Officer has regular meetings with the Students' Association executive and any issues highlighted can be escalated to the Senior Leadership Team for consideration of reporting to the Board.

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B.2 The board must lead by example in relation to openness, by ensuring that there is meaningful on-going engagement and dialogue with students, the students' association and as appropriate staff and trades unions in relation to the quality of the student experience. Consultation is essential where significant changes are being proposed.	✓	A framework of class representatives is in place which provides feedback to the Students' Association. The Students' Association President and Vice President and academic and support staff members are on the College Board, and Unison and EIS representatives attend Board meetings as full Board members. There is a Joint Consultative Committee on which the trade unions are represented and may highlight any issues. There is consultation with staff on significant changes, such as the new College Strategic Plan 2030.
B. 3 The board must consider the outcome of student surveys and other student engagements, and monitor action plans that could impact on the quality of the student experience.	✓	The outcomes of student surveys, along with any action plans, are reported to the Learning and Teaching Committee.

Glasgow Kelvin College

Code of Good Governance – Checklist Against Code – December 2025

Code of Good Governance for Scotland's Colleges Principle	Requirement met? ✓ = Yes	Comments/Compliance
B.4 The college board must have regard to the *Framework for the Development of Strong and Effective College Students' Associations in Scotland.* It must put in place robust partnership procedures (e.g. partnership agreement) to work together to achieve change and which are supported by regular and open communications.	✓	The Board encourages a strong and independent Students' Association through the approval of the Students' Association constitution and funding the Students' Association posts. The College's Learner Engagement Officer has a role in supporting and coordinating the Students' Association. A Student Association Partnership Agreement is in place. The themes of this Partnership over AY 2025/26 are: 1. Health and wellbeing. 2. Inclusive learning environment, 3. Communication. 4. Sustainability. A strong focus will be placed on amplifying the student voice and ensuring it is meaningfully represented within College decision-making processes. The College–Student Association Partnership Agreement outlines the commitments and collaborative actions that will support delivery of these objectives throughout 2025/26.
B.5 The college board must encourage a strong and autonomous students' association and ensure that the students' association is adequately resourced.	✓	A report on the activities of the Students' Association is reported to every Board of Management meeting by the Student Presidents. The Board encourages a strong and independent Students' Association through the approval of the Students' Association Constitution and funding the Students' Association posts. The College's Learning Engagement Officer has a role in liaising with the Students' Association.

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B.6 The college board must ensure that the students' association operates in a fair and democratic manner and fulfils its responsibilities.	✓	A Student Engagement Action Plan is in place which is monitored annually by the Learning and Teaching Committee.
B.7 The college board should review the written constitution of its students' association at least every five years.	✓	The Board approved the Students' Association Constitution in December 2025.

Code of Good Governance – Checklist Against Code – December 2025

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Relevant and High Quality Learning		
B.8 The board must seek to secure coherent provision for students, having regard to other provision in the region or college's locality. The board must be aware of external local, national and international bodies and their impact on the quality of the student experience, including community planning partners, employers, skills development and enterprise agencies and employer bodies. The board must seek to foster good relationships and ensure that the body works in partnership with external bodies to enhance the student experience, including employability and the relevance of learning to industry needs.	✓	An annual Curriculum Plan is considered by the Learning and Teaching Committee and this provides evidence of both need and coherence in relation to other training offered across Glasgow. Information from a range of bodies, including local economic development groups and employers, is taken into account in considering the student experience, employability and relevance of learning to industry. The College also provides learning and training through a range of community-based facilities.
Quality Monitoring and Oversight		
B. 9 The board must ensure appropriate mechanisms are in place for the effective oversight of the quality and inclusivity of the learning experience in the college or region. The board must ensure that the college works in partnership with sector quality agencies and other appropriate bodies to support and promote quality enhancement and high-quality services for students.	✓	There is a Head of Assurance and Excellence manager in place. Curriculum areas undertake annual self-evaluations of their courses. Reports on quality aspects of education provision are provided to the Learning and Teaching Committee. An annual Self-Evaluation and Action Plan is prepared, which goes to the Learning and Teaching Committee and then on to the Board. In addition, there is ongoing engagement with QAA, SQA External Verification events and accreditation with non-SQA awarding bodies which are a key means for obtaining independent assurance over the quality of provision.

Code of Good Governance – Checklist Against Code – December 2025

Section C: Accountability		
Accountability and Delegation		
C.1 The board is primarily accountable to its main funder, either SFC or its regional strategic body. Through the chain of funding, the body is ultimately responsible to the Scottish Ministers who are accountable to the Scottish Parliament.	✓	This requirement is implicit in the College's Strategic Plan. Accountability to the SFC is set out in the Financial Memorandum.
C.2 The board must ensure delivery of its agreed outcomes outcome agreement or in the case of an assigned college, its agreed contribution to the region's agreed outcomes outcome agreement.	✓	The College Board regularly monitors progress against strategic outcomes and the national Outcomes and Assurance Framework.
C.3 The board must ensure it fulfils its statutory duties and other obligations on it, and that the terms and conditions of its grant are being met.	✓	The Board are kept fully informed about compliance with statutory obligations including terms and conditions of grants. Regular reports are provided.
C.4 Scottish Ministers have powers to suspend or remove by order any or all board members of an incorporated college (except the Principal) or a regional board for serious or repeated breaches of a term and condition of grant.	✓	This has been fully noted.

C.5 The board also has a wider accountability to a range of stakeholders including students (both current and prospective), its staff, the wider public, employers and the community it serves, for the provision high quality education that improves people's life chances and social and economic well-being.	✓	A range of engagement mechanisms are in place for College staff to identify the needs of the communities it serves and those of the Glasgow region and beyond as it develops its strategic and operational plans. This includes the College's annual curriculum plan. Social wellbeing is also covered through the provision of student services. The Principal and Senior Leadership Team members participate in a range of skills and economic growth groups which ensures the College is aware of local, regional and national needs. The Principal also attends the Glasgow Economic Leadership Higher & Further Education meetings.
C.6 Incorporated colleges and regional boards must maintain and publicly disclose a current register of interests for all board members. Board members have a personal responsibility to ensure any changes to their register of interests are notified timeously to the governance professional and to declare any conflicts of interest in the business of the meeting prior to the commencement of each meeting of the board and its committees and withdraw from meetings as appropriate. See section D.6 for the 'objective test' for judging if there is a conflict of interest.	✓	A register of interests is maintained for both Board members and senior management and this is publicly disclosed on the College website. The Standing Orders require that, as part of each Board meeting 'Formal declarations of interest and connections in respect of the business to be discharged by the meeting shall be declared as set out in the Board's Code of Conduct'. The Standing Orders have a section on declaration of interests which requires that, if a conflict of interest becomes apparent in a meeting, members should not take part in that matter and consider whether it is appropriate to leave the meeting. There is a requirement to declare any conflicts of interests or connections and this is a standing agenda item at the beginning of Board and committee meetings. In addition, Board papers contain a declaration of interest where this is known when the paper is prepared. The Standing Orders have been amended to explain the interests and connection element. There is footnote on the agenda that further explains this to members for their ease.

| C.7 The board must ensure that its decision-making processes are transparent, properly informed, rigorous and timely, and that appropriate and effective systems of financial and operational control, quality, management of staff, risk assessment and management are established, monitored, continuously improved and appropriately impact assessed. This includes:

a) the prompt production, dissemination and online publication of board/committee agendas, minutes and papers to the public
b) every board meeting and every committee meeting having a well-structured agenda circulated timeously in advance
c) the retention of all key documentation which help justify the decisions made by the board and its committees.
d) setting quorum for board and committee meetings in line with good practice and preferably at 50% or higher are non-executive members. A board should satisfy itself that adequate arrangements are in place to ensure that decisions it has delegated to a committee are taken with a non-executive majority. When determining a quorum, the chair of the board may be considered to be a non-executive member. (See Annex 1 for the definition of non-executive). | ✓ | Board papers are transparent, informed, and rigorous. Board papers have a standard format and include a clear purpose and recommendations. The Standing Orders state that 'The Secretariat will ensure that the members of the Board receive the Agenda, papers and minutes for the purpose of the meeting in sufficient time for the reading and digesting of the contents. Normally this will be at least five working days in advance of the meeting'.

The Board cycle of a minimum of four meetings a year, with committee meetings prior to the main Board meeting, support the monitoring of College processes and activities. The Board and its committees consider the appropriateness and effectiveness of systems. In particular:

• The Audit and Risk Committee provides an annual report to the Board discussing its work and the findings of internal and external auditors which covers the appropriateness and effectiveness of systems of financial and operational control, risk assessment and management. This includes ensuring these are established, monitored, continuously improved and appropriately impact assessed; and
• There are reports on quality which go to the Learning & Teaching Committee, staffing and finance which go to the Finance and Resources Committee and risk management which goes to the Audit and Risk Committee.

The requirement for 50% non-executive directors is reflected in the Standing Orders i.e. the Quorum of members of the Board shall be not less than one half of the total number of appointed members with at least 50% of those present being non-executive members.

After discussions with the Senior Leadership Team, the Principal signs and sends to SFC via a Certificate of Assurance which states contentment that there are adequate controls in place. |

		There is a schedule for uploading the Board papers online and there is a ==retention schedule for all key documentation.== The secretariat staff prepare a draft minute within 10 working days of a Board or Standing Committee meeting and this is sent to the Chair for their approval/comment. If, for any reason, this cannot be met then liaison takes place with the Secretary to the Board who will agree an amended timescale in consultation with the relevant Chair. ==This is all recorded on a minute schedule.==
C.8 The board may delegate responsibilities to committees for the effective conduct of board business. As a minimum the committees required are Audit, Remuneration, Finance and Nominations/Appointments. Delegation of responsibilities from and matters reserved to the board and its committees must be set out in a scheme of delegation including the functions delegated by the board to the chair, committees, the principal and the governance professional (and any other members of staff). Incorporated college boards and regional boards have no powers to delegate functions to an individual board member (except the chair who has no authority to act out with their delegated powers).	✓	There are a range of Board committees in place which all have formal Terms of Reference and include the required committees: • ==Audit and Risk Committee== • ==Finance and Resources Committee== • ==Learning and Teaching Committee== • ==Executive Committee== • ==Nominations Committee== • ==Remuneration Committee==
C. 9 The board must ensure every board committee has a specified member of the management team to provide objective, specialist advice to support it to discharge its remit, including by explaining in an accessible way the matters under discussion and the possible implications of different options.	✓	There is a specified member of the management team to provide specialist advice to all Board committees.

C.10 The board must consider and have in place procedures to ensure effective working relationships and constructive dialogue amongst the board as a whole and ensure there are effective reporting and two way communications between committees and the board. The board must ensure that discussions and decisions of every committee are accurately recorded and reported to the board, no later than the next meeting of the board.	✓	The Code of Conduct sets out that Board members must treat other Board members and College staff with respect. All committee minutes are presented to the full Board and Board members are free to ask questions about any of the committee minutes. There is a self-evaluation process which considers the effectiveness of the Board and its committees, which includes communication. The Secretary to the Board's job description includes the need to develop and maintain relationships with key individuals and communicate regularly.
Risk Management		
C.11 The board of a college or a regional body is responsible for the overall management of risk and opportunity. It must set the risk appetite of the body and ensure there is an appropriate balance between risk and opportunity and that this is communicated via the principal to the body's management team.	✓	There is a Risk Management Framework which sets out that there will be a College Strategic Risk Register which is reviewed by the Risk Management Committee which meets at least three times a year and includes the Principal and key operational managers. The Risk Management Framework sets out that the Board is responsible for risk management. The Audit and Risk Committee has been delegated the responsibility for reviewing and advising on risks. The Board has formally set Risk Categories/Appetite and has received training on risk via an external organisation.

C.12 The board must ensure that sound risk management and internal control systems are in place and maintained. It must ensure there is a formal on-going process for identifying, reporting, evaluating and managing the body's significant risks and review the effectiveness of risk management, business continuity planning and internal control systems.	✓	The Risk Management Framework and the Risk Management Committee are a key part of risk management. The Strategic Risk Register goes to every Audit and Risk Committee meeting, to the Board every 6 months and to the other Board Standing Committee once each Academic Year. Management are responsible for ensuring that mitigating controls on the register are operating effectively. Risk is a standing item on management and Board papers. The Audit and Risk Committee provides an annual report to the Board. The annual report and financial statements includes a Corporate Governance and Internal Control Statement that is approved by the Board which concludes on the effectiveness of the system of risk management. A robust Business Continuity Plan is in place which has been reviewed by an external organisation and has received an internal audit. The Plan is tested normally every six months via Tabletop Exercises. Any improvements that need to be made from lessons learned are made and these are appropriately documented for completeness. The Business Continuity Plan received a Good grading by internal audit and a separate review of this conducted by Ashton Resilience via UMAL (College insurance providers) found this plan to be of the highest order. There will be a Business Continuity Audit conducted in March 2026 by Wbg Services, the College's Internal Auditor.

Audit Committee		
C.13 The Audit Committee must support the board and the principal by reviewing the comprehensiveness, reliability and integrity of assurances including the body's governance, risk management and internal control framework. The Scottish Government Audit and Assurance Committee Handbook promotes the development of an assurance framework to aid the Committee in fulfilling this role. See <u>Audit and Assurance committee handbook</u>	✓	The Audit and Risk Committee Terms of Reference state that: *"The Committee shall review the College's compliance with the Financial Memorandum between the College and GCRB with reference to the Financial Memorandum between the SFC and GCRB. Additionally, the Committee will seek to ensure the College is compliant with the Code of Good Governance and the Scottish Public Finance Manual"* and *"advise the Board on the Risk Appetite Statement and Risk Register, review the Risk Management Strategy (Framework) in line with the review schedule and conduct a risk review of the College in collaboration with internal/external audit and advise the Board accordingly;"* The Audit and Risk Committee provides an annual report to the Board setting out what it has done and providing an overall opinion, based on review of reports by internal audit, external audit and other agencies, on the College's financial management, husbandry of assets, corporate governance and control environment. It also comments on the completeness of the College's Risk Register. This is used to inform the annual Corporate Governance and Internal Control Statement. The Principal also signs an annual Certificate of Assurance as part of SFC requirements.

C.14 The scope of the Audit Committee's work must be defined in its terms of reference and encompass all the assurance needs of the board and the principal. The Audit Committee must have particular engagement with internal and external audit, and must work with management and auditors to resolve any issues in relation to financial reporting.	✓	The Audit and Risk Committee's Terms of Reference state that: *"The Committee shall satisfy itself that the financial affairs of the College are correctly represented and that the funds received from the Scottish Funding Council (SFC) are used in accordance with the Financial Memorandum between the SFC and the College. The Committee will additionally take appropriate cognisance of the Financial Memorandum and the Scottish Public Finance Manual."* Furthermore, it covers involvement with internal and external audit and review of the financial statements.
C.15 The Audit Committee must promptly pursue recommendations arising from audit reports and must monitor their implementation.	✓	An Audit Action Plan Update report is provided at every Audit and Risk meeting to show progress made against recommendations. Actions are dealt with promptly.
C.16 The membership of the Audit Committee cannot include the board chair or the principal and, in line with the Audit and Assurance Committee Handbook, 'executive members of the organisation should not be appointed to the Audit and Assurance Committee', and the majority of members must be non-executive. The role of the college executive is to attend meetings at the invitation of the committee chair and to provide information for particular agenda items.	✓	The Audit and Risk Committee Terms of Reference set out that the Audit and Risk Committee should comprise of four non-executive members and that the Board Chair must not be on the Audit and Risk Committee. The Board Code of Conduct requires all Board members to be independent and objective. The Audit and Risk Committee's Terms of Reference state that 'The Committee is authorised by the Board to obtain independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary. Any such attendee will have no voting rights. College management attend meetings by invitation and provide information for agenda items.

C.17 The Audit Committee terms of reference must provide for the committee to sit privately without any non-members present for all or part of a meeting if they so decide. The Audit Committee members should meet with the internal and external auditors without the executive team present at least annually.	✓	The Audit and Risk Committee's Terms of Reference require the Audit and Risk Committee to meet with internal and external auditors without the executive present at least annually.
C.18 At least one member of the Audit Committee should have recent relevant financial or audit experience.	✓	The Audit and Risk Committee's Terms of Reference state that 'At least one member should have a background in finance, accounting or auditing' although it does not specifically state that this should be recent and relevant. The current membership of the Audit and Risk Committee has a broad skills mix and includes an Actuary. The current qualified accountant within the Board is on the Finance and Resources Committee. The Audit and Risk Committee also has a member with significant experience in risk.
Remuneration Committee		
C.19 It essential that members of the Remuneration Committee understand their role and responsibilities. Members must undertake the online training module for Remuneration Committees provided by College Development Network within one month of appointment.	✓	Access to the College and Development Governance Hub is provided and members advised of their requirement to undertake this training upon appointment.
C.20 The board must have a formal procedure in place for setting the remuneration of the principal by a designated committee of non-executive members. The board may wish to supplement this by taking evidence from a range of sources. In particular, staff and students should have a role in gathering and submitting evidence in relation to the college principal to the relevant committee.	✓	At the same time as the Chair is undertaking the Principal's appraisal they set performance measures for the following year. There is an established process to set and agree these performance measures which are reported to the Board. The performance appraisal template is completed by the Principal and discussed and considered at the review meetings. The process includes mechanisms to seek the views of students and staff.
C.21 The board chair cannot be the chair of the Remuneration Committee (but they can be a member of it).	✓	This has been duly noted. The Chair is not the Chair of the Remuneration Committee but he is a member of it.

Financial and Institutional Sustainability		
C.22 The board is responsible for ensuring the financial and institutional sustainability of the body. The board must ensure compliance with its Financial Memorandum (either with SFC or the regional strategic body, depending on which is funding it), including in relation to incorporated colleges and regional boards, relevant aspects of the Scottish Public Finance Manual.	✓	The Finance and Resources Committee is responsible for providing assurance to the Board in respect of the College's financial sustainability, and to ensure that the College remains financially stable. The Scheme of Delegation requires the Board to approve the annual budget and requires the Principal to manage the College within the approved budget. The SFC Financial Memorandum sets out the contractual terms of the funding that the College receives from the SFC and the Vice Principal Operations oversees this.
C.23 The board must ensure that: funds are used as economically, efficiently and effectively as possible, effective monitoring arrangements are in place and college staff report relevant financial matters to it.	✓	The College has a Procurement Strategy in place and procurement requirements are set out in the Financial Regulations. There is a Procurement Manager and the three Glasgow colleges often look at regional approaches to procurement. The value for money strategy previously in place has been incorporated into the annual budget report which is approved by the Board and the Financial Regulations require staff to ensure they achieve best value. A Best Value Report is annually presented to the Finance and Resources Committee outlining how value for money is achieved.

| C.24 For colleges that are charitable organisations, board members are also charity trustees. The board of a college that is a charity must ensure its members are aware of their responsibilities under charity legislation and for complying with relevant provisions as set out by the Office of the Scottish Charity Regulator. See *OSCR Guidance and Good Practice for Charity Trustees* | ✓ | The roles and responsibilities of the Chair, Principal and the Secretary to the Board are set out within the Scheme of Delegation. Although the role and responsibilities of individual Board members' is not included within the Scheme of Delegation members are made aware of these, including those relating to compliance with legislation and OSCR guidance etc., through induction and training.

An OSCR report to the Board of Management is presented annually. |

Staff Governance		
C.25 The college board as the employer, is responsible for promoting positive employee relations and for ensuring effective partnership between recognised trade unions and management.	✓	The College has in place: a Recognition and Procedures Agreement with both its recognised Trade Unions; a Joint Negotiating/Consultation Committee with both its recognised Trade Unions, six formal and six informal meetings take place per academic year and a Joint Consultative Committee at which both recognised Trade Unions are present. The Principal convenes an informal meeting with Trade Union representatives every two weeks, providing a forum for information sharing, constructive dialogue, and the early resolution of emerging issues. A representative from each recognised Trade Union is also a full Board of Management member; this became effective from 6 March 2024. The Secretary to the Board of Management carries out Induction Training and conflicts of interests are handled as per the Standards Commission Guidance which is further referenced in the report entitled Standards Commission – Advice Note and Guidance.
C.26 The board must have a system of corporate accountability in place for the fair and effective management of all staff, to ensure all legal obligations are met and all policies and agreements are implemented and identify areas that require improvement and to develop action plans to address them.	✓	All HR policies are approved by the Finance and Resources Committee and/or the Board of Management. The College consults with its recognised Trade Unions on local employment policies which are considered at the Joint Negotiating and Consultative Committee. Policies and reports associated with staffing matters are considered at the Board Finance and Resources Committee, with employee relations being reported as a standard item in the People and Culture Update Report. There are also staff members on the Board.

C.27 ~~The board will ensure it meets the minimum standards set out within the Staff Governance Standard (STUC).~~ The college board must comply with collective agreements placed on it through national collective bargaining for Colleges.	✓	The College, in partnership with its stakeholders, has established local policies, procedures and processes to support continuous improvement and ensure compliance with the minimum standards outlined in this document. As a signatory to the National Recognition and Procedures Agreement, the College implements all relevant National Policies, Technical Notes and NJNC Circulars. These are actioned in consultation with local Trade Union representatives through the College's formal consultation structures. The College also has representatives who participate in national bargaining forums, including the National Joint Negotiating Committee (NJNC). The College is committed to maintaining fair working practices that promote a safe, fair and inclusive workplace.

~~C.28 The college board must comply with collective agreements placed on it through national collective bargaining for colleges.~~	✓	

Section D: Effectiveness		
The Board Chair		
D.1 The chair is responsible for leadership of the board and ensuring its effectiveness in all aspects of its role. The chair is responsible for setting the board's agenda and ensuring that adequate time is available for discussion of all agenda items, particularly strategic issues. The chair must promote a culture of openness and debate by encouraging the effective contribution of all board members, fostering constructive challenge and support to the principal, executive team and fellow board members, effective team-working, positive relations between board members. The chair must engage with the principal and the governance professional in a manner which is both constructive and effective.	✓	The College considers that in practice this is done. The Scheme of Delegation sets out delegations to the Chair of the Board of Management, and the Standing Orders set out the Powers of the Chair and responsibilities at Board meetings. The roles of the Chair, Principal and Secretary to the Board are recognised as key to the smooth running of the College and for effective governance to prevail. The Chair meets with the Principal and the Secretary to the Board both separately and together to ensure effective relationships are maintained and constructive dialogue takes place.
D.2 The Board and its committees must should have the appropriate balance of skills, experience, independence and knowledge of the body to enable them to discharge their respective duties and responsibilities effectively.	✓	There is a skills matrix for the current Board. The application pack and application process includes information about individuals' skills, experience, employment and independence; the application form is completed online via the College website. The induction includes a meeting with senior management; this is done in an informal way to ensure that Board members have a good knowledge of the College.

Senior Independent Member		
D.3 The board must appoint one of the non-executive members to be the senior independent member to provide a sounding board for the chair and to serve as an intermediary for the principal, other board members and the governance professional when necessary (see Annex 1 for the definition of 'non-executive'). The senior independent member should also be available where contact through the normal channels of chair, principal or governance professional has failed to resolve an issue or for which such contact is inappropriate. The senior independent member is also responsible for holding annual meetings with Board members, without the Chair, to appraise the Chair's performance and provide the Chair with relevant feedback. Further information on the role of the senior independent member can be found in _The Guide for Board Members in the College Sector_	✓	There is both a Vice Chair and a senior independent member to provide a sounding board for the Chair, to serve as an intermediary for the other board members and the Secretary to the Board when necessary, and also be available where contact through the normal channels of Chair, Principal, or Secretary to the Board has failed to resolve an issue or where such contact is inappropriate. As above, the senior independent member is available where contact through the normal channels of chair, principal or governance professional has failed to resolve an issue or for which such contact is inappropriate. We note the statement – _"The senior independent member is also responsible for holding annual meetings with Board members, without the Chair, to appraise the Chair's performance and provide the Chair with relevant feedback."_ The Chair leaves the room at the end of the Board meeting in June of each Academic Year and the Senior Independent Member holds a private meeting to allow Board Members to provide feedback on the Chair's performance. Chair appraisal papers/notes are provided.

Board Members		
D.4 Each board member is collectively responsible and accountable for all board decisions. Board members must make decisions in the best interests of the college and/or region as a whole rather than selectively or in the interests of a particular group.	✓	Board collective responsibility is set out in the Standing Orders and the requirement for Board members to make decisions in the best interests of the College is set out in Board member induction materials as a charities trustee requirement. This is also reflected in the key principles set out in the Code of Conduct.
D.5 Staff, student and trade union and student board members are full board members and bring essential and unique, skills, knowledge and experience to the board. Staff and student and trade union board members must not be excluded from board business unless there is a clear conflict of interest, in common with all board members.	✓	Staff, trade union and student Board members are full Board members and in line with the Standing Orders are only excluded when there is a clear conflict of interest. In some cases, their opinion may be sought if Board members wish to hear this to assist them to come to their decision; at this point they are asked to re-join the meeting and give views but they are not entitled to vote on such matters. This is recorded as such and is deemed to be acceptable by the Standards Commission.
D.6 Where the college is a charity, all board members, as charity trustees, including staff and student and trade union board members, have legal duties and responsibilities under the Charities Act 2005. This includes registering any personal interests that could be seen as conflicting with the interests of the body. The 'objective test' for judging if there is a conflict of interest is: *"… whether a member of the public, with knowledge of the relevant facts, would reasonably regard the interest as so significant that it is likely to prejudice your decision making in your role as a member of a public body".*	✓	The roles and responsibilities of the Chair, Principal and the Secretary to the Board are set out within the Scheme of Delegation. Although the role and responsibilities of individual Board members' is not included within the Scheme of Delegation, members are made aware of these, including those relating to compliance with legislation and OSCR guidance etc., through induction and training.

Principal and Chief Executive		
D.7 The college board must appoint the principal as chief executive of the college, securing approval for the appointment and terms and conditions of the appointment from the regional strategic body if necessary.	✓	The Scheme of Delegation reserves the appointment of the Principal to the Board. It also states that the Chair of the Board has delegated powers 'to conduct, in association with the Board's Vice Chair, the Principal and Chief Executive's annual performance appraisal.' The Principal's annual performance review is undertaken by the Chair and Vice-Chair of the Board accompanied by the Secretary to the Board.
D.8 The college board must ensure there is an open and transparent recruitment process for the appointment Students and staff must have an opportunity to contribute to the recruitment process.	✓	The Board have recently recruited a new Principal in April 2025. The process for appointing a new Principal was approved at the Board of Management meeting held on 28 August 2024. Updates were provided to members over the course of the recruitment process and it involved students, staff and stakeholders. It is recognised to be a robust and comprehensive process. There were sessions held with staff and SMT in relation to this recruitment and there were also sessions with staff, students and stakeholders.
D.9 The college board must delegate to the principal, as chief executive, authority for the academic, corporate, financial, estate and human resource management of the college, and must ensure the establishment of such management functions as should be undertaken by and under the authority of the principal.	✓	This is clearly set out in the Scheme of Delegation.

D.10 The college board must ensure a clear process is in place to set and agree personal performance measures for the principal. This process should seek the views of students and staff. The chair, on behalf of the board, should monitor, review and record the principal's performance, at least annually, against the agreed performance measures.	✓	At the same time as the Chair is undertaking the Principal's appraisal they set performance measures for the following year. There is an established process to set and agree these performance measures which are reported to the Board. The performance appraisal template is completed by the Principal and discussed and considered at the review meetings. The process includes mechanisms to seek the views of students and staff. The Terms of Reference of the Remuneration Committee state that the Committee will review the annual appraisal of the Principal performed by the Chair of the Board; this was done in August 2025 and a report went to the Board of Management in October 2025. A review of the Principal's performance is also carried out every 6 months.
D.11 The principal, as a board member, shares responsibility for good governance with the chair and all other members of the board, supported by the governance professional. The principal also enables good governance through supporting effective communication and interaction between the body and the rest of the college including staff and students.	✓	The Principal is a member of all Board committees (with the exception of Audit and Risk where he attends in an advisory capacity as Principal) which assists with good interaction between the Board and the rest of the College and has regular interaction with the Chair. The Principal communicates to staff and students via a variety of modes ie all staff and student emails that are sent out periodically, communications via teams and all various meetings. We hold 'Meet the Manager sessions" and the Student Presidents attend Board meetings. The Student Association updates the Board of Management at every meeting on progress/initiatives undertaken.
D.12 The board provides strategic direction for the region and/or college, and the chair provides leadership to the board. The principal provides leadership to the staff of the body.	✓	The Scheme of Delegation clearly sets out that the Principal is responsible for the operations of the College. The Powers of the Chair is formally set out in the Standing Orders.

D.13 The board must provide a constructive challenge to the principal and executive team and hold them to account.	✓	The Board provides a constructive challenge to the Principal and executive team and holds them to account.
Governance Professional		
D.14 The board must appoint a governance professional who is responsible to it and reports directly to the chair in their governance professional capacity. The governance professional may be a member of the senior management team in their governance professional capacity, but they cannot hold any other senior management team position at the same time. The appointment and removal of the governance professional is a decision of the board.	✓	All Board members have access to the Secretary to the Board who advises the Board and individual Board members and assists with governance. The Secretary's role is set out in the Scheme of Delegation.

D.15 All board members must have access to the governance professional who has an important governance role in advising the board, the committees and individual board members and supporting good governance. The distinctive governance professional role includes:
 	
• facilitating good governance and advising board members on:
    o the proper exercise ~~ing~~ of their powers, including in relation to relevant legislation
    o the board's compliance with its Financial Memorandum, the Code of Good Governance, its Standing Orders and Scheme of Delegation
    o their behaviour and conduct in relation to the board's code of conduct
• providing clear advice to the chair and the board/committees on any concerns the governance professional may have that board members have not been given:
    o sufficient information
    o information in an appropriate form
    o sufficient time to monitor, scrutinise or make informed and rigorous decisions in an open and transparent way.
• attending and providing support to every board meeting and every meeting of every board committee. Where the governance professional is unable to attend, while the governance professional retains overall responsibility, proper arrangements must be made to cover the role with a person who is fully able to discharge the role effectively.
• having an unambiguous right to speak at board and committee meetings to convey any concerns they may
	✓	The Secretary to the Board provides this role.
		
		The Secretary to the Board is responsible to the Board and although their job description does not set out that they report directly to the Chair, they do this in practice. The Secretary to the Board is independent of the College executive. The Scheme of Delegation sets out that the appointment and removal of the Secretary to the Board should be a decision of the Board. The Secretary is a College employee.
		
		There is a range of information on the College website, including minutes and non-confidential papers of the Board and Board committees, corporate governance documents, and key policies.
		
		==The Chair of the Board directly communicates with staff== where appropriate.

have about governance. This extends to someone substituting for the governance professional. • reporting any unresolved concerns about the governance of the body to the relevant funding body (i.e., SFC or the regional strategic body).		
D.16 The board must ensure the governance professional has suitable skills, knowledge and behaviours to carry out their role effectively, receives appropriate induction, and if new to the role, is mentored by a more experienced governance professional for at least their first year and has adequate time and resources available to undertake their role effectively.	✓	On appointment the Board satisfies itself as to the appropriateness of skills knowledge and behaviour of the person appointed to the role. Induction is provided via the College and CDN. Mentoring is also available through CDN where appropriate. The Secretary to the Board of Management meets with other governance professionals in the sector i.e. City of Glasgow College, Clyde College and West College Scotland to share best practice. This network assists each other and provides mutual support. The Secretary to the Board of Management also attends the Governance Professional Steering Group meetings held by CDN. CDN holds meetings of all governance professionals to discuss sector issues.
D.17 The board must ensure arrangements are in place to deal with a governance professional's potential or real conflicts of interest.	✓	The Secretary to the Board follows the same process as Board members in terms of Register of Interests and Declarations of Interest or Connections.

Board Member Appointment, Induction and Training		
D.18 For boards with responsibility for board appointments, the board must ensure a formal and open procedure is in place for recruiting and selecting new non-executive board members. Boards must have regard to current Ministerial Guidance on board appointments.	✓	The Nominations Committee ensures that it follows the current Scottish Government College Sector Board Appointments Guidance in relation to board appointments and extensions of terms of appointments. The College Nominations Committee, which also includes an additional external and independent member, is involved in assessing the current skills mix, consideration of recruitment advertising methods, both formal and informal, and acting as the appointments panel, the outcome of which is reported to the Scottish Government. Recruitment pack is currently being updated by the Secretary to the Board of Management. The Chair of the Board's appointment is on an Interim basis for one year from 15 August 2025 to 14 August 2026.
D.19 The board is responsible for ensuring appropriate arrangements are in place for the conduct of student elections and nominations, and elections of staff and trade union members to the board.	✓	Student Support Services Manager oversee the conduct of the student elections, supported by the Learner Engagement Officer. Reports are provided to the Senior Leadership Team and Board on the outcome of these elections. There are procedures for staff elections and the Secretary to the Board oversees the return of votes, and there is reporting to the Board on the outcome of staff elections.

D.20 The chair must ensure that new board members receive a formal induction on joining the board, tailored in accordance with their individual and collective needs. The governance professional should support the chair in the provision of relevant induction for new board members.	✓	There is an appropriate process in place for induction of new Board members which also involves engagements with the relevant VP in terms of standing committee involvement. The Secretary to the Board co-ordinates new Board member inductions and checks that required forms are returned. New Board members also attend a College Development Network Board Induction Event; a link to this information is provided in the correspondence sent by the Secretary to the Board to new Board members.

D.21 The board must ensure all board members undertake appropriate training and development in respect of their governance role. The governance professional should support the chair in the provision of relevant training and development opportunities for board members, which should be tailored to meet board members skills and needs. The governance professional must keep records of the development activity of board members, including the chair.	✓	Board members are responsible for identifying their training needs and highlighting these to the Chair; there are ongoing training opportunities through organisations such as the Colleges' Development Network. There is a record kept of all Board member training and this is ordinarily presented to the Board annually. The last time was October 2025.
D.22 The board must ensure that new committee members receive a committee induction and have their specific training needs assessed and met.	✓	There is an appropriate process in place for induction of new Board members which also involves engagements with the relevant VP in terms of standing committee involvement. The Secretary to the Board co-ordinates new Board member inductions and checks that required forms are returned. New Board members also attend a College Development Network Board Induction Event**.**

Board Evaluation		
D.23 Extension of the term of office of board appointments requires evidence and the Board must ensure appropriate mechanisms are in place to support this.	✓	For current Board members whose terms will be extended, a report goes to the Nominations Committee including reflection on their input and contributions Only after appointment and re-appointment will members then go through the same application/appointment process for all candidates if they wish to re-apply. This involves a scoring by the appointment panel.
D.24 The board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should also be an externally facilitated evaluation of its effectiveness every three to five years. The board should determine the timing for this externally facilitated review as part of the annual effectiveness review. The board is not required to conduct a self-evaluation of its effectiveness in the same year as an externally facilitated evaluation. The board must send its self-evaluation (including an externally facilitated evaluation) and board development plan (including progress on previous year's plan) to its funding body and publish them online.	✓	There are self-evaluation events at the end of the Academic Year for Board and for each of the Standing Committees. Results of the self-evaluation surveys undertaken were reported to the October 2025 Board of Management. An externally facilitated evaluation of Board effectiveness was last carried out in November 2024. The next review will be in 3 years.
D.25 The board must agree a process for evaluating the effectiveness of the board chair and the committee chairs. The evaluation of the board chair should normally be led by the senior independent member.	✓	The evaluation of the Board Chair is undertaken by the Senior Independent Member or the Vice Chair and there is an annual exercise undertaken by GKC. There is a self-evaluation process which considers the effectiveness of the Board and its committees. This includes an evaluation of the effectiveness of the committee chairs as well as the Board Chair.

D.26 The board must ensure all board members are subject to appraisal of their performance, conducted at least annually, normally by the chair of the board.	✓	The Chair meets with all members annually.
D.27 The performance of regional college chairs will also be evaluated by the Scottish Government, as regional college chairs are appointed by the Scottish Ministers and are personally accountable to them.	✓	This has been duly noted.
D.28 The performance of assigned, incorporated college chairs will also be evaluated by the regional strategic body, as they are appointed by the regional strategic body and are personally accountable to them.	✓	The College is a regional college. There is a self-evaluation process which considers the effectiveness of the Board and its committees. This includes an evaluation of the effectiveness of the committee Chairs as well as the Board Chair. This was presented to the Board of Management in October 2025.

Section E: Relationships and Collaboration		
Partnership working		
E.1 The board must work in partnership to secure the coherent provision of high quality fundable further and higher education in their localities.	✓	The College works in close partnership with other educational bodies including colleges, universities, schools and private training providers. A key enabler of this is the Glasgow Colleges Group structure which enables the Glasgow colleges to liaise on their joint curriculum offer, ensuring coherence and providing an opportunity to engage as a collective with key stakeholders. Complementary to this city level collaboration, the College plays a full role in Colleges Partnership West which considers curriculum planning across the wider City Region area.
E.2 The board must ensure effective consultation, local and regional planning and must follow the principles of effective collaborative working: mutual respect, trust and working towards commonly agreed outcomes.	✓	The work of the College with bodies such as local authorities, Community Planning Partnership, Skills Development Scotland, Glasgow Life and the Wheatley Group follow the principles of effective collaboration.
E.3 Boards must ensure effective partnership working with local and national bodies including businesses, public and third sector organisations to develop commonly agreed priorities following the principles of effective collaborative working.	✓	The College also has a range of interaction with businesses, the public and third sector organisations. This includes work with industry sector bodies, employers, local authority staff and community stakeholders.

E.4 The board must encourage and support effective partnership working and collaboration within and across regions to address local needs and meet national priorities and specialisms.	✓	This is done through Glasgow Colleges Leadership Group and Partnership West. The College's Chair and Principal are both members of the Glasgow Colleges Leadership Group and the Principal is a member of Partnership West. These groups consider regional/national priorities and specialisms. The Principal attends Colleges Scotland meetings and events, she is a member of the Board of the Scottish Funding Council and a member of Greater Easterhouse Arts Company.

Code of Good Governance – Checklist Against Code – December 2025
Annex 1
References and Definitions

• "**college**" means a college funded by either SFC or a regional strategic body.

• "**incorporated college**" means a college with a board of management under part 1 of the Further and Higher Education (Scotland) Act 1992.

• "**assigned** college" means a college assigned to a regional strategic body.

• "~~**regional board**" means a regional strategic body that has no other functions. There is one regional board – Glasgow Colleges' Regional Board~~.

• "**board**" means the governing body of the college or to the regional strategic body.

• "**body**" means the organisation in question, i.e., a college or regional strategic body.

• "**principal**" includes where appropriate in the context, the chief officer or equivalent person of a regional strategic body.

• '**non-executive**' means a member who is not the chair of the board and who does not otherwise hold a specific position on the board i.e., is not a student member or a staff or trade union member; and in the case of a college board, is not the principal; and in the case of a regional board is not the chair of an assigned college.

• The reference to a non-executive majority under C.7(d) reflects the underlying governance principle of ensuring an appropriate degree of independence and objectivity in all board decision-making. A board quorum should always require a non-executive majority. When determining a quorum, the chair of the board may be considered to be a non-executive member.

• ~~In the context of the regional strategic body in the Highlands and Islands, the board means the Court of the University of the Highlands and Islands (UHI).~~

• ~~In the context of the regional strategic body in~~ The Court of the University of the Highlands and Islands (UHI) is the Regional Strategic Body (RSB) for the region and is the only RSB in Scotland. ~~the board means the Court of the University of the Highlands and Islands (UHI).~~

• ~~New College Lanarkshire is the designated regional college and regional strategic body with South Lanarkshire College as an assigned college.~~

Code of Good Governance – Checklist Against Code – December 2025

• ~~Glasgow Colleges' Regional Board: this is the only part of Scotland with a regional strategic body which has been established as an organisation with only this role.~~