

Glasgow Kelvin College

Board of Management – Meeting of 10 December 2025

Code of Good Governance - Annual Review Update

**Report by Secretary to the Board of Management and Director of
Estates and Corporate Services**

1. Introduction

The purpose of this report is to provide an update to members in relation to the Code of Good Governance. The Good Governance Steering Group has recently updated the Code of Good Governance. It is normal practice that an annual review is undertaken by the College to ensure compliance with the Code is being maintained.

An annual review was undertaken in December 2023, and another review was undertaken again in November 2024 for the Externally Facilitated Effectiveness Review.

This report will also cover areas linked to the Code of Good Governance as follows:

- 2 - Code of Good Governance – Annual Compliance Review
- 3 - Ethical Standards Commissioner – Annual Report 2024/25
- 4 - Governance Update to Audit and Risk Committee – 25 November 2025

2. Code of Good Governance – Annual Compliance Review

The Director of Estates and Corporate Services and the Secretary to the Board of Management have gone through the Code of Good Governance in considerable detail and plotted the amended Code against the old Code. Changes to the Code are denoted in blue text and deletions are highlighted via ~~strikethroughs~~. Work has been undertaken to ensure that compliance with the Code is being adhered to; this is detailed in the end column entitled “Comments/Compliance.”

As stated above, a full and complete review of compliance with the Code of Good Governance was undertaken towards the end of 2024 ahead of the Externally Facilitated Effectiveness Review. The included providing evidence against the various sections i.e. A1-E4. David Archibald of Henderson Loggie conducted the Externally Facilitated Effectiveness Review and the positive report from this review was presented at the June 2025 Board of Management meeting.

The College’s position as a “regional” college rather than an “assigned” college is shown in the responses provided in the end column. This is a different status than when the Externally Facilitated Effectiveness Review was conducted.

Appendix 1 - Code of Good Governance document as at December 2025 can be viewed in on the portal.

The annual compliance check conducted by the Director of Estates and Corporate Services and the Secretary to the Board of Management is detailed in **Appendix 2 - Code of Good Governance – Annual Compliance Review** available on the portal. It should be noted that where evidence exists to support the text in the “Comments/Compliance” column this is highlighted in blue. Members of the Senior Leadership Team have also been involved in updating this document.

3. **Ethical Standards Commissioner – Annual Report 2024/25**

The Ethical Standards Commission (ESC) have provided their Annual Report for 2024/25, and this is available as at **Appendix 3 - Ethical Standards Commissioner – Annual Report 2024/25** on the portal.

The year 2024/25 marked the first year of ESC's 2024-2028 Strategic Plan, focused on strengthening ethical standards and improving public confidence in Scotland's public life. The Commissioner reports significant progress across all strategic objectives, despite challenges such as public sector financial pressures and turnover in key partner teams.

Key achievements for the year include:

Complaints Handling

- Stage 1 assessment times halved; Stage 2 investigations completed 17% faster than 2023/24.
- 36% increase in cases completed compared to previous year.
- Updated Investigations Manual and introduced triage system for efficiency.

Public Appointments

- Successful tender for Diversity Strategy review and recruitment of two new Public Appointment Advisers (PAAs).
- Initiated thematic review on board roles and published good practice case studies.

Performance Highlights

- Complaints about Councillors & Board Members
 - 2,749 complaints received (including one “super complaint”), consolidated into 143 cases.
 - 193 cases completed; breaches found in 15 cases.

Complaints about MSPs

- 27 complaints received, consolidated into 23 cases; 2 breaches found.

Financial Performance

- Budget awarded: £1.792m (revised from £1.818m); £80k surrendered.
- Actual expenditure: £1.701m (underspend of £85k).
- Cash position: £171k at year-end.
- Underspends mainly due to vacancy in Public Appointments Officer post and reduced legal/professional fees.

Key Risks

- Reduced public spending impacting funding.
- IT system disruption (cyber threats).
- Workforce resilience and potential impact of 35-hour working week. Mitigation includes robust continuity plans, shared services, and productivity improvements.

Governance & Accountability

- Strong internal controls confirmed by internal audit.
- No fraud, bribery, or material non-compliance reported.

- Independent Auditor's Report gave unqualified opinion on financial statements and governance.

In publishing, the Commissioner, Ian Bruce said: *"Our activities are intended to ensure high levels of ethical standards on the part of elected members and those appointed to public office by Ministers. We also work to ensure fairness, transparency and equality of opportunity in the appointment process. Our strategic plan for 2024-2028 includes a set of values that reflect our approach to our interactions with the public and our stakeholder organisations. We have made a public commitment to treat each individual who comes into contact with us with kindness, empathy and respect. The conclusions that we reach on whether councillors, board members or MSPs have breached the rules that are applicable to their conduct are always reached having taken cognisance of the provisions of the European Convention on Human Rights."*

4. Governance Update to Audit and Risk Committee – 25 November 2025

The Secretary to the Board of Management and the Director of Estates and Corporate Services provided a full and comprehensive Governance Update paper at the 25 November 2025 meeting of the Audit and Risk Committee.

There were a number of external publications reviewed for this governance update as follows:

- Investigation into Financial Oversight and Decision Making at the University of Dundee – Report presented to the SFC by Professor Pamela Gillies – June 2025
- Scottish Funding Council - SFC Expectations of Good Governance
- Weston College – Review by the FE Commissioner 2024
- Audit Scotland - 2023/24 Audit of Glasgow City Council
- University of Sunderland – Stone King
- Scottish Funding Council - Outcome Framework and Assurance Model Guidance

The Secretary to the Board of Management and the Director of Estates and Corporate Services have listed any actions flowing from the review of these publications onto the Governance Action Plan which is elsewhere on the Board of Management agenda for the meeting on 10 December 2025.

This report is available for member review at **Appendix 4 - Governance Update to Audit and Risk Committee.**

5. Resource Implications

There are no additional resource implications relating to attending to the annual compliance check against the Code of Good Governance and attending to governance requirements in relation to documentation checks and reviews.

6. Impact on Students

There is no impact on students arising from this report.

7. Risk and Assurance

This report provides assurance to members that the Code of Good Governance is being regularly considered and monitored to ensure continued compliance and any gaps identified are being appropriately addressed.

By conducting an annual review of the Code of Good Governance in this manner allows future audits of the governance arena to be carried out in a systematic, straightforward and seamless way.

This report provides members with assurance that the College is ensuring compliance with governance by the Secretary to the Board of Management and Director of Estates and Corporate Services reviewing external publications and acting on recommendations made in these reports to further enhance College governance.

8. Equality

There are no adverse impacts on individuals with protected characteristics arising from the contents of this report.

9. Data Protection

There are no data protection implications arising as a consequence of this report.

10. Environmental and Sustainability

There are no new environmental and sustainability matters arising from the contents of this report.

11. Recommendations

It is recommended that members:

- i) note the contents of this report and appendices;
- ii) note that the Secretary to the Board of Management and the Director of Estates and Corporate Services are liaising in relation to the actions on the Governance Action Plan flowing from the review of the external publications (as listed in this report);
- iii) request that the Secretary to the Board of Management and Director of Estates and Corporate Services conduct an annual review of the Code of Good Governance next Academic Year.

12. Further Information

Further information can be obtained from Heather Jackson, Secretary to the Board of Management at hjackson@glasgowkelvin.ac.uk or Lisa Clark, Director of Estates and Corporate Services at lisaclark@glasgowkelvin.ac.uk

Heather Jackson
Secretary to the Board of Management
December 2025

Lisa Clark
Director of Estates and Corporate Services
December 2025

