Item 18
For Approval

GLASGOW KELVIN COLLEGE

BOARD OF MANAGEMENT – MEETING OF 7 JUNE 2021

BOARD AND COMMITTEE MEMBERSHIP AND CALENDAR OF MEETINGS 2021/22

REPORT BY CLERK TO THE BOARD

1 Introduction

1.1 The purpose of this report is to provide an update on Board and committee membership together with the Board calendar of meetings for 2021/22.

2 Membership Update

2.1 In terms of reappointments to the Board of Management, the Board's Nominations Committee recommended to Glasgow Colleges Regional Board (GCRB) that Rob Doyle, John Hogg and Debbie Thomson each be reappointed for a 4 year period effective from 1 August 2021. This will be considered by GCRB at its next meeting on 21 June.

2.2 In terms of the most recent Board recruitment, the nominations panel recommended the appointment of one new non-executive Board member, Dermot Grenham, and we await GCRB's confirmation of that appointment. The panel decided to fill one of the 2 non-executive vacancies leaving one vacancy to be considered during a future recruitment process, most likely in Spring 2022.

2.3 In terms of 2021/22, 1 non-executive member's first term of appointment ends on 4 December 2021, one other's first terms ends on 31 July 2022 and one further member's second term of office ends on 31 July 2022. In addition, the Chair of the Board's current 4 year term of office ends on 31 July 2022.

2.4 With respect to non-executive members, those who have served only one term of appointment are eligible for re-appointment via a recommendation from our Nominations Committee to GCRB. Where a member has previously been re-appointed to the Board, in terms of the Ministerial Guidance, a recruitment exercise will be required. Those members are able to apply to continue to be members of the Board of Management.

2.5 Each member affected will be contacted to establish their intentions. The Board is therefore asked to note that 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.

2.6 A separate exercise will be required to be undertaken with respect to the Chair and consultation will be required with GCRB and subject to a future report to the Board.

2.7 In terms of the student election process and the filling of the 2 student members for academic year 2021/22, Lauren McLaren and James McGunnigle have been appointed as the student members of the Board of Management for 2021/22. This therefore will be Sarah Loughran's last Board meeting.

2.8 Board members will wish to note that this will be the last Board meeting for Anne McTaggart and Mohammed Razaq as well as co-opted member, Eileen O'Neill.

2.9 Razaq currently holds the position of senior independent member and going forward it is recommended that this position be held by whoever is the Chair of the Audit and Risk Committee. This ensures the role is separate from both the Chair and Vice Chair of the Board. It is proposed therefore that John Hogg fulfil that role from 1 August 2021. In terms of the Code of Good Governance, 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 Board Clerk/Secretary when necessary. The senior independent member should also be available where contact through the normal channels of Chair, Principal or Secretary has failed to resolve an issue or for which such contact is inappropriate. In practice, the SIM undertakes along with the Clerk to the Board the annual appraisal meeting with the Chair of the Board.

2.10 An appendix to the report sets out the committee membership for 2021/22 with the new Board member to become a member of the Audit and Risk Committee. It also includes the revised student membership and alterations to the Nominations Committee and Executive Committee in light of the departures of Mohammed Razaq and Anne McTaggart.

3 Meeting arrangements and Calendar 2021/22

3.1 As members are aware, due to Covid-19 restrictions, our Board and committee meetings have all been held online since mid-March 2020. It is expected that for 2021/22 there will be a mixture of face to face and online meetings and this will be considered in detail at the Board evaluation session due to be held on 28 June 2021, however, it is hoped that the next Board meeting scheduled for 30 August 2021 can be held on campus.

3.2 The proposed annual calendar of meetings for 2021/22 is attached as appendix 2. This follows an established format but has been adjusted to enable each of the 3 standing committees to be scheduled to meet prior to individual Board meetings. In addition, it is proposed to hold a joint Audit and Risk and Finance and Resources Committee to consider the annual report and accounts.

4 Resource Implications

4.1 There are no additional resource implications as a consequence of this report.

5 Equalities

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

6 Risk and Assurance

6.1 Risk to the College is mitigated by ensuring appropriate Board membership and this update on membership provides assurance with regard to the Board's membership arrangements.

7 Data Protection

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

8 Recommendations

8.1 It is recommended that members:

i) note the membership update;

ii) note the proposed reappointment of Rob Doyle, John Hogg and Debbie Thomson to the Board of Management for the period 1 August 2021 to 31 July 2025;
iii) note the recommended appointment of Dermot Grenham to the Board also from 1 August 2021 for a 4 year period;
iv) note that Lauren McLaren and James McGunnigle will be the student members of the Board for 2021/22;
v) agree that the role of senior independent member be undertaken by whoever is the Chair of the Audit and Risk Committee with John Hogg assuming the role from 1 August 2021;
vi) approve the Board's committee membership 2021/22 as detailed in appendix 1;
vii) note the Board's planned re-appointment and recruitment processes for 2021/22 with a further report to a future meeting on the process for the Chair appointment ;
viii) approve the Board and committee calendar of meetings for 2021/22 as detailed in appendix 2; and
ix) record their appreciation for the contribution of outgoing members.

9 Further Information

Further information can be obtained from Douglas Wilson, Clerk to the Board of Management at douglaswilson@glasgowkelvin.ac.uk or from Ian Patrick, Chair of the Board of Management.

Appendix 1

Glasgow Kelvin College
Board of Management – Committee membership 2021-22

Audit and Risk (Quorum – 4)	
John Hogg (Chair)	
Debbie Thomson (Vice Chair)	
Michael O'Donnell	
Fiona Taylor	
Elaine Clafferty	
Gerry Lyons	
Dermot Grenham	
Learning and Teaching (Quorum – 5)	
Marion Allison (Chair)	
Elaine Clafferty (Vice Chair)	
Michael O'Donnell	
Heather McNeil	
Stephen Birrell	
Ian Patrick	
Derek Smeall	
Colm Breathnach	
Lauren McLaren	
James McGunnigle	
Finance and Resources (Quorum – 4)	
Laura Birch (Chair)	
Rob Doyle (Vice Chair)	
Stephen Birrell	
Marion Allison	
Ian Patrick	
Derek Smeall	
Heather McNeil	
Executive Committee: Ian Patrick (Chair), Rob Doyle (Vice Chair), John Hogg, Laura Birch, Marion Allison and Heather McNeil	
Remuneration Committee: Rob Doyle (Chair), Laura Birch (Vice Chair), Ian Patrick, John Hogg, Marion Allison and Debbie Thomson	
Nominations Committee (pool of members): Ian Patrick (Chair), Rob Doyle (Vice Chair), John Hogg, Marion Allison, Laura Birch, Fiona Taylor, Michael O'Donnell and one student member (Note: when acting as appointments panel must also have an independent person; separate arrangements operate for both the appointment of the Chair and Principal)	

Board of Management and Board Standing Committees Schedule of Meetings - Academic Year 2021/22

Year / Chair / Secretary	Board of Management		Finance and Resources Committee		Audit and Risk Committee		Learning and Teaching Committee		GCRB Board of Management Meetings	
	Monday / Thursday	5pm	Tuesday	5pm	Tuesday	5pm	Wednesday	5pm	TBC	
Chair	Ian Patrick		Laura Birch		John Hogg		Dr Marion Allison		Janie McCusker	
Secretary	Douglas Wilson		Jeanette Evans		Jeanette Evans		Robin Ashton		Martin Boyle	
2021	August	30	August		August		August		August	
	September		September	7	September	21	September	15	September	
	October	7	October		October		October		October	
	November		November	30*	November	30*	November	17	November	
	December	13	December		December		December		December	
2022	January		January		January		January		January	
	February		February	8	February	22	February		February	
	March	14	March		March		March	2	March	
	April		April		April		April		April	
	May		May	10	May	17	May	4	May	
	June	13	June		June		June		June	
Board Self-Evaluation Meeting	June	27								

*Joint meeting of the Finance & Resources Committee (F&R) and Audit & Risk Committee (A&R) to consider the Annual Report and Accounts will be held on 30 November 2021, timings below:

F&R Committee meeting held from 4pm -5pm;
Joint meeting of the F & R and A&R held from 5pm to 6pm;
A&R Committee meeting held from 6pm to 7pm.

Please note that members of the public can attend the above noted College Board and Standing Committee meetings. If they wish to do so they should contact the secretariat on secretariatgkc@glasgowkelvin.ac.uk or 0141 **630 5000** for details on the location of the meeting.