Item 17
For Noting

Glasgow Kelvin College

Audit and Risk Committee – Meeting of 17 May 2022

Governance Action Plan – Update

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

1 Introduction and Purpose

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

2 Background

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

- Code of Good Governance for Scotland's Colleges
- Guidance Notes for Boards in the College Sector
- issues identified through audit processes
- developments identified internally and through the Board's annual self-evaluation
- items for improvement identified through the Externally Facilitated Effectiveness Review

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

3 Governance Action Plan

The Governance Action Plan is attached as Appendix 1 to this report. It has been revised and updated since being last reported to the Board on 13 December 2021.

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

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

4 Resource Implications

There are no additional resource implications arising from this report.

5 Equalities

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

6 Risk and Assurance

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

7 Data Protection

No data protection issues are identified arising from this report.

8 Recommendation

Members of the Committee are asked to:

i) note the content of this report and its appendix;
ii) consider and note progress against the Governance Action Plan in Appendix 1; and
iii) note that this update will be presented to the Board of Management meeting to be held on 13 June 2022.

9 Further Information

Members can obtain further information on the contents of this report from Linda Ellison, Secretary to the Board - lellison@glasgowkelvin.ac.uk or Lisa Clark, Director of Corporate Services - lisaclark@glasgowkelvin.ac.uk

Glasgow Kelvin College - Governance Action Plan: as at May 2022

Item No	Item	Taken from/request received from	Item that is required	Person Responsible	Due Date	Comments
1	Board of Management and college response to Covid19: • Agile shift to home working and learning. • Effective communication with staff, students and Board members • Effective move to online committee and Board meetings • Effective use of Board's. Executive Committee which met regularly to ensure effective governance, oversight and support to the Principal and SMT.	Covid19 Pandemic		Principal, Clerk to the Board and Chair	Ongoing	Current online meeting arrangements will continue in accordance with government guidance while ensuring effective governance and decision-making procedures continue to be in place; consideration of future Board and committee meeting arrangements was included in individual committee self-evaluations and more fully at the Board evaluation session held on 28 June 2021. This will be kept under review in session 2021/22. A hybrid option for attendance at Board meetings has been offered to members in session 2021/22
2	College sector review • A joint Board activity event for the Glasgow Region (and other College regions) would be useful with a common topic such as the Funding Landscape/Curriculum Developments. • Continue to lobby on behalf of the College to GCRB to ensure the College and Glasgow receive a fair deal with respect to overall sector funding.	Board of Management Self Evaluation, Tuesday 25 June 2019 Financial Control Committee Self Evaluation 5 May 2019	Enquire about a joint Board activity Continue to lobby	Chair Chair/SMT Members and Board Members	AY 2020/21 Ongoing Sept 2019 Ongoing	Chair and Clerk to the Board have raised this with GCRB and will continue to pursue. This is even more relevant and necessary in light of implications arising from Covd-19. Ongoing.
3	Board self-evaluation 2021/22 - see items 3a to 3j below:	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	December 2021 to September 2022	See below
3a	August / September Board meeting - consider outcomes from previous year evaluation and agree process for next academic year.			Chair and Secretary to the Board	August / September 2021	Report considered and approved at the Board meeting held on 31 August 2021 – **Completed.**
3b	December Board meeting – annual statement of compliance against Code of Good Governance included in College annual report and accounts 2019/20 together with an assessment of progress against Governance Action Plan.			Chair, Secretary to the Board, Director of Corporate Services and Governance &	December 2021	Considered and approved at the Board meeting held on 14 December 2021 – **Completed.**

				Executive Support Manager		
3c	March/April – Chair meetings with any newly appointed members including any newly appointed co-opted committee members.			Chair and Secretary to the Board	March / April 2022	**Completed.**
3d	May/June – individual standing committees – Audit & Risk, Finance & Resources, Learning and Teaching – to undertake at their last meeting of the academic year a self-evaluation review using a standard proforma and assisted by the Clerk to the Board.			Chair and Secretary to the Board	May / June 2022	**Completed.**
3e	May/June - Committee Chair evaluations to be completed via a short-focused questionnaire to members of relevant committees.			Chair and Secretary to the Board	May / June 2022	The Chair and the Board Secretary are considering the Board self-evaluation process and whether there is an opportunity to bring a fresh approach to the exercise for 2021-22.
3f	May/June – Chair of Board evaluation via questionnaire to all Board Members and conducted by Senior Independent Member (with respect to Senior Independent Member their review to be conducted by another committee Chair).			Secretary to the Board	May / June 2022	The Chair and the Board Secretary are considering the Board self-evaluation process and whether there is an opportunity to bring a fresh approach to the exercise for 2021-22
3g	May/June – individual meetings with all Board Members with Chair (with exception of any recently appointed members who are scheduled for earlier in the session).			Chair and Secretary to the Board	May / June 2022	The Chair and the Board Secretary are considering the Board self-evaluation process and whether there is an opportunity to bring a fresh approach to the exercise for 2021-22
3h	June Board meeting – report on progress against Governance Action Plan.			Chair, Secretary to the Board, Director of Corporate Services and Governance & Executive Support Manager	June 2022	
3i	June – member self-evaluation session.			Chair and Secretary to the Board	June 2022	
3j	August / September – annual evaluation report considered at first meeting of Board in new academic year enabling a Board assessment of overall effectiveness.			Chair and Secretary to the Board	August / September 2022	
4	Board Member Development Programme Session 2021/22	Code of Good Governance for Scotland's Colleges		Chair and Secretary to the Board	June 2022	Held on 19 January 2022. **Completed.**

	(including Power BI, Finance Awareness, Health & Safety and Risk Management).					
6	Self-evaluation action - Partnership and Stakeholder involvement: Going forward, there is recognition that partnership working will be even more vital and that the college must ensure it engages effectively.	Board of Management Self Evaluation Report 31 August 2020		Principal /SMT	June 2022	Not progressed due to COVID-19 in 2020-21 but will be revisited for AY 2021/22. Due date extended to June 2022. The Principal will present an update report at the Board meeting scheduled to be held on 13 June 2022.
7	Secretary to the Board Appraisal	Code of Good Governance for Scotland's Colleges	Appraisal Paperwork	Chair / Vice Chair	by end of academic year 2021/22	Appraisal meeting to be arranged. Practice has been to hold this session on the same date as the Principal's Performance Review.
8	An exercise undertaken to map ongoing and planned college initiatives and projects with local, regional and national priorities and performance metrics should be detailed to allow internal and external reporting on the impact which these initiatives and projects are delivering.	EFER Report – Recommendation (R1)	Review of College Planning Process / Documents	Principal / VP Operations	March 2022	Management Response on EFER: Agreed. This will be embedded as part of a review and update of College planning processes. Paper / Report - Supporting College Strategy 2022-27 - Strategic Framework, Metrics & Priority Mapping (Ref: EFER Action/GAP 08) Presented to BoM at their meeting on 14 March 2022 which addresses this item. Strategic Priority Mapping and Strategic Performance Metrics now embedded within the new Strategic Framework 2-22-27. **Completed.**
11a	Student representatives on the Board (Student Presidents)	EFER Report – Recommendation (R3)		Secretary to the Board	Ongoing	The Secretary to the Board will initiate additional contact with student board members. She will discuss with them ways to develop and improve overall support arrangements. This will also include input from the Learner Engagement Officer with a view to having an agreed process operational for the new academic year. Any such process will be flexible to reflect the requirements of individual student board members. Meetings are being held with the Student Representatives, either face to face or online in advance of each Board meeting to discuss the agenda and papers. The Secretary to the Board will continue to liaise with the Student Representatives to ensure that this arrangement remains useful.
12	Audit & Risk Committee – new Committee members meet the Head of Internal Audit prior to the first meeting of each academic year to explain the rationale behind the internal audit planning process, mid three-year cycle	EFER Report – Areas for Consideration (7c)	Audit and Risk Schedule of Meetings	Internal Auditor / Clerk to the Board / Director of Corporate Services	Internal Auditor to organise when required	Ongoing
13	A recruitment exercise will be undertaken for any arising vacancies, most likely in Spring 2022. The Board's Nominations Committee will undertake this process, in line with Ministerial Guidance, with the aim to make recommendations to GCRB and finalise any appointments prior to the end of the academic year.		Tenure List	Clerk to the Board / Director of Corporate Services	Spring 2022	Timeline approved at the Board of Management meeting held on 13 December 2021. Board member interviews scheduled to be held on Thursday 12 May 2022.
15	Learning & Teaching Committee Self Evaluation Action:	Committee Self Evaluation Meeting 1 June 2021		Chair of Board / Secretary to Board / Vice	June 2022	Terms of Reference reviewed by the Learning & Teaching Committee on xxx and by the Board of Management on 13 December 2021. **Completed.**

	• Review the Terms of Reference at a future meeting of the Committee.			Principal Operations		
16	Audit & Risk Committee Self Evaluation Action: • Consider how the Continuous Improvement programme could be used to positively impact on the running of Committees.	Committee Self Evaluation Meeting 15 June 2021		Chair of Board / Secretary to Board / Vice Principal Operations	June 2022	
17	Finance and Resources Committee Self Evaluation Actions:	Committee Self Evaluation Meeting 11 May 2021				
	• the focus over the past year was more on financial aspects than on staff and students but that this should be recognised and addressed in future reporting both at committee and Board level.			Principal / SMT	June 2022	Completed - Technical aspects, particularly in relation to finance have been streamlined with an emphasis on directly associated impact and risk to the College as a whole. Greater focus on digital transformation; mental health and wellbeing; supporting individuals in the transition through the pandemic and beyond have been examples of a broader approach to considering impacts.
	• more reference on impacts on student experience and community implications in reports.		Principal / SMT		June 2022	**Completed** - A more streamlined format of reporting has been introduced with an effort to provide a wider view of impacts associated with finance and resource related topics. However, as AY 2021/22 has progressed, and considerable financial and operating challenges have been identified in moving forward through the next three academic years, necessity has conspired to draw the Executive back to the fight for financial and operational stability. A focus on the impact on the student experience and L&T will continue be maintained.
	• agenda order could be varied with finance items not always first on the agenda.			Chair of Committee/ Secretary to Board/ Vice Principal Operations	June 2022	Established for Board of Management agenda. Seek to implement beginning Sep 22 for AY 2022/23. Current formant maintained until end of AY 2021/22 for consistency.
	• scope for other inputs to the committee / Board on broader policy issues e.g. presentation at the December Board on Glasgow's economic recovery			Chair of Committee/ Secretary to Board/ Vice Principal Operations	June 2022	**Completed** - Aug 21 – Jun 22, broader policy issues, e.g.: • Joint Strategy Development – Re-established from base principals covering new five-year horizon. • Continuous Improvement Project – reimagining through lean thinking. • Risk Management Development – Revitalised by aligning with latest recognised international best practice models. • Campus Reinvestment – focusing on improving the student experience and L&T through consultation, innovation and investment. • COP 26 – Exploring COP 26 legacy, pursuing just transitions • Exploring Regional collaborative initiatives. • Exploring digitally enhanced monitoring, reporting and review.
18	Board of Management Self Evaluation Actions: *Topic 1 – Format of Board Meetings, Standing Committees* • balance required between in person and online meetings – review technology required for	Board of Management Self Evaluation Meeting – 30 August 2021		Chair of Board / Secretary to Board / Vice Principal Operations	June 2022	**Completed.**

	hybrid solutions, in general meetings should be in person.					
	Topic 2 – Board and Committee Business Management Arrangements • meetings focus on key items, especially those for decision; • potential to remove or minimise items of information – use hyperlinks; • agenda and minute format should be maintained; • agenda planning initially through the SMT then the Chair of the Board and Secretary to the Board; and • reports should provide sufficient detail / assurance for members.			Chair of Board / Secretary to Board / Vice Principal Operations	June 2022	**Completed** – but recognising that effective business management is a discipline to be managed on an ongoing basis to maintain good practice.
	Topic 3 – Key College Priorities • *the Board should be more visible to college stakeholders – know more about the stakeholder landscape;* • *the Board should be more informed on key partners and what their priorities are; and* • Contextualise better the outcomes of learners – use student positive outcomes in marketing and communications.			Chair of Board / Secretary to Board / Vice Principal Operations	June 2022	Good progress has been made in this area with the Board being made aware of the work being undertaken to secure positive opportunities for engagement with elected representatives from the local area. In addition. the current Board member recruitment exercise emphasised that the Board was keen to attract representatives from the local community. If successful, this should also provide some valuable input to the Board. The College tries to do this, but it will be incorporated this into the new Marketing Framework.
19	GKC Code of Conduct to be shared with FE Education Colleges Sponsor Team, for approval, if any amendments / changes are made in relation to the revised Model Code of Conduct.	Correspondence received from Sean Neill, Director of Local Government and Communities – Scottish Government		Director of Corporate Services / Secretary to the Board	10 June 2022	**Completed.**