

GLASGOW KELVIN COLLEGE

BOARD OF MANAGEMENT MEETING OF 13 DECEMBER 2021

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 and
- 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 June 2021. It has also been reported to the Audit and Risk Committee on 30 November 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.

4 Code of Good Governance and Externally Facilitated Review

As members are aware, the Code of Good Governance was recently reviewed as part of the Externally Facilitated Effectiveness Review conducted by Henderson Loggie. This key governance document is contained within **Appendix 2**. This paper has been marked up for auditor review and details the ways the College complies with the Code of Good Governance. The pertinent points in the statements made in the end column (as denoted with peach highlight) are backed up with correspondence documentation to provide evidence of the point made. The Code of Good Governance currently being followed in the Further Education sector is the 2016 version and it is expected that this will be reviewed and refreshed in the not too distance future.

Members are aware that the College received an extremely positive Externally Facilitated Effectiveness Review and the points made were to build upon the existing good governance arrangements already in place.

5 Resource Implications

There are no additional resource implications arising from this report.

6 Equalities

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

7 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.

8 Data Protection

No data protection issues are identified arising from this report.

9 Recommendation

Members are asked to:

- i) note the content of this report and its appendices;
- ii) consider and note progress against the Governance Action Plan in Appendix 1; and
- iii) note that the Board of Management will receive a further update on progress made on the GAP in June 2022.

10 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

Lisa Clark/Linda Ellison
December 2021

Glasgow Kelvin College - Governance Action Plan: as at 1 December 2021

Item No	Item	Taken from/request received from	Item that is required	Person Responsible	Due Date	Comments
1	<p>Board of Management and college response to Covid19:</p> <ul style="list-style-type: none"> 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	<p>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.</p> <p>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</p>
2	<p>College sector review</p> <ul style="list-style-type: none"> 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. 	<p>Board of Management Self Evaluation, Tuesday 25 June 2019</p> <p>Financial Control Committee Self Evaluation 5 May 2019</p>	<p>Enquire about a joint Board activity</p> <p>Continue to lobby</p>	<p>Chair</p> <p>Chair/SMT Members and Board Members</p>	<p>AY 2020/21</p> <p>Sept 2019 Ongoing</p>	<p>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 Covid-19.</p> <p>Ongoing.</p>
	<p>Board Response to SFC Review of Coherent Provision and Sustainability:</p> <ul style="list-style-type: none"> Board approved response to SFC led review. <p>In response to GCRB Phase 1 report:</p> <ul style="list-style-type: none"> establishment of response group to consider issues and implications arising with reporting through Board. 	<p>Submitted 20 August 2020</p> <p>Executive Committee Meeting held on 28 October 2020 / first response group meeting held on 5 November 2020</p>		Board Members / Chair / Principal	<p>In line with SFC / GCRB response timescales</p>	<p>College response to the SFC Review submitted on 20 August 2020 – Completed</p> <p>College response to the GCRB consultation submitted on 18 December 2020. - Completed</p> <p>Update to be provided by Chair and Executive Director of GCRB at meeting scheduled prior to the Board meeting on 7 June 2021 – Completed</p>
3	Board self-evaluation 2021/22 - see items 3a to 3g below:	Code of Good Governance – EFER and		Chair and Secretary to the Board	December 2021 to	

		Self Evaluation Report 2020/21: 31 August 2021			September 2022	
3a	Individual standing committees – Audit and Risk, Finance & Resources Committee and Learning and Teaching – to undertake at their last meeting of the academic year - a self-evaluation review using a standard proforma and assisted by the Clerk to the Board.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	December 2021 to September 2022	
3b	Committee Chair evaluations to be completed via a short focused questionnaire to members of relevant committees.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	December 2021 to September 2022	
3c	Chair of Board evaluation via questionnaire to all Board Members and conducted by Senior Independent Member (with respect to Senior Independent Member their review to be conducted by another committee Chair)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Senior Independent Member and Secretary to the Board	December 2021 to September 2022	
3d	Individual meetings with all Board Members with Chair (with exception of any recently appointed members who are scheduled for earlier in the session.)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	December 2021 to September 2022	
3e	Report on Progress Against Governance Action Plan	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Director of Corporate Services and Secretary to the Board	December 2021 and June 2022	On agenda for December 2021 Board of Management meeting. – Completed.
3f	Member self-evaluation session.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	June 2022	
3g	Annual evaluation report considered at first meeting of Board in new academic year enabling a Board assessment of overall effectiveness.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 31 August 2021		Chair and Secretary to the Board	August 2022	
4	Board Member Development Programme Session 2021/22 (including Power BI, Finance Awareness, Health & Safety and Risk Management)	Code of Good Governance for Scotland's Colleges		Chair and Secretary to the Board	June 2022	
5	Self-evaluation action - Agenda Management and Decision Making Arrangements: <ul style="list-style-type: none"> further improvements in the number of items, volume and categorisation of papers. 	Board of Management Self Evaluation Report 31 August 2020		Clerk to the Board/ Director of Corporate Services/	June 2021	Ongoing process throughout this Academic Year to ensure enhanced agenda management and reduction in volume of information. Member feedback will be sought in due course as part of our annual self-evaluation as well as through the externally facilitated review. – Completed

	<ul style="list-style-type: none"> assess the Board decision to merge the FCC and HR Committees. 			Governance and Executive Support Manager	December 2021	
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.
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	
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.
11a	Student representatives on the Board (Student Presidents)	EFER Report – Recommendation (R3)				Management Response to EFER: The Clerk to the Board will initiate additional contact with student board members. He will discuss with them ways to develop and improve overall support arrangements. This will also include input from the Learner Engagement Officer with a view to having an agreed process operational for the new academic year. Any such process will be flexible to reflect the requirements of individual student board members.
11b	More regular meetings held between the SA Presidents and the Clerk to the Board and a mentoring system introduced.	EFER Report – Recommendation (R3)	Meetings	Clerk to the Board	August 2021	Management Response as above at 11a Completed – the Secretary to the Board has arranged to meet with SA Presidents prior to Board meetings in session 2021/22.
11c	Specific agenda items should be earmarked and flagged for communication to student members of the Board as part of the agenda setting process.	EFER Report – Recommendation (R3)	Board of Management draft agendas	Clerk to the Board	August 2021	Management Response as above at 11a Completed – the Secretary to the Board has arranged to meet with SA Presidents prior to Board meetings in session 2021/22.
11d	An annual discussion should be introduced into the annual Board meeting calendar to allow discussion on the way in which the Board can support the SA on specific initiatives selected from each academic year.	EFER Report – Recommendation (R3)	Board Calendar / Schedule of Meetings	Clerk to the Board	August 2021	Management Response as above at 11a Completed
12	EFER - Areas for Consideration					
12a	Review Board agendas in relation to the length of the meetings	EFER Report – Areas for Consideration (7a)	Board and Standing Committee agendas	Clerk to the Board / Director of Corporate Services	Consider at evaluation session on 28 June 2021	Completed – refer to Board Self Evaluation actions below
12b	Review report template format / revise presentation of reports for decision to allow appropriate input from the SMT Lead.	EFER Report – Areas for Consideration (7a)	Report template	Clerk to the Board / Director of Corporate Services	Consider at evaluation session on 28 June 2021	Completed – refer to Board Self Evaluation actions below

12c	Review the format of Board and Standing Committees – optional solution to allow for face to face and online meetings	EFER Report – Areas for Consideration (7b)	Standing Orders	Clerk to the Board / Director of Corporate Services	Consider at evaluation session 28 June 2021	Completed - refer to Board Self Evaluation actions below
12d	Audit & Risk Committee – members meet the Head of Internal Audit prior to the first meeting of each academic year	EFER Report – Areas for Consideration (7c)	Audit and Risk Schedule of Meetings	Internal Auditor / Clerk to the Board / Director of Corporate Services	Internal Auditor to organise	
12e	Skills Matrix shared with Board members – permission from Board members required.	EFER Report – Areas for Consideration (7d)	Skills Matrix	Clerk to the Board / Director of Corporate Services	This will be checked and further considered.	Completed.
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	On agenda for Board of Management 13 December 2021 meeting to agree timeline.
14	Recruitment of Chair - liaison with GCRB and a further report to the Board of Management in December 2021.			Clerk to the Board / Director of Corporate Services	December 2021	On agenda for Board of Management December 2021 meeting to agree timeline. – Completed.
15	Learning & Teaching Committee Self Evaluation Action: <ul style="list-style-type: none"> Review the Terms of Reference at a future meeting of the Committee. 	Committee Self Evaluation Meeting 1 June 2021		Chair of Board / Secretary to Board / Vice Principal Operations	June 2022	
16	Audit & Risk Committee Self Evaluation Action: <ul style="list-style-type: none"> 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: <ul style="list-style-type: none"> more reference on impacts on student experience and community implications in reports. 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. agenda order could be varied with finance items not always first on the agenda. 	Committee Self Evaluation Meeting 11 May 2021		Principal / SMT Principal / SMT Chair of Committee/ Secretary to Board/ Vice Principal Operations	June 2022 June 2022 June 2022	

	<ul style="list-style-type: none"> 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	
18	<p>Board of Management Self Evaluation Actions:</p> <p><i>Topic 1 – Format of Board Meetings, Standing Committees</i></p> <ul style="list-style-type: none"> balance required between in person and online meetings – review technology required for hybrid solutions, in general meetings should be in person <p><i>Topic 2 – Board and Committee Business Management Arrangements</i></p> <ul style="list-style-type: none"> 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. <p><i>Topic 3 – Key College Priorities</i></p> <ul style="list-style-type: none"> 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 <ul style="list-style-type: none"> Contextualise better the outcomes of learners – use student positive outcomes in marketing and communications. 	Board of Management Self Evaluation Meeting – 30 August 2021		<p>Chair of Board / Secretary to Board / Vice Principal Operations</p> <p>Chair of Board / Secretary to Board / Vice Principal Operations</p> <p>Chair of Board / Secretary to Board / Vice Principal Operations</p>	<p>June 2022</p> <p>June 2022</p> <p>June 2022</p>	
3a	Individual standing committees – Audit and Risk, Finance & Resources Committee and Learning and Teaching – to undertake at their last meeting of the academic year - a self-evaluation review using a standard proforma and assisted by the Clerk to the Board.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Self-Evaluation	Clerk to the Board / Secretariat	May / June 2021	Completed
3b	Committee Chair evaluations to be completed via a short focused	Code of Good Governance – EFER and	Committee Chair Evaluation	Clerk to the Board	May / June 2021	Report considered at August 2021 Board meeting – Completed

	questionnaire to members of relevant committees.	Self Evaluation Report 2020/21: 5 October 2020				
3c	Chair of Board evaluation via questionnaire to all Board Members and conducted by Senior Independent Member (with respect to Senior Independent Member their review to be conducted by another committee Chair)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Chair of Board and Senior Independent Member Evaluation	Clerk to the Board	May/June 2021	Report considered at August 2021 Board meeting – Completed
3d	Individual meetings with all Board Members with Chair (with exception of any recently appointed members who are scheduled for earlier in the session.)	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Individual Meetings	Chair	May/June 2021	Completed
3e	Report on Progress Against Governance Action Plan	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Action Plan	Clerk to the Board / Director of Corporate Services	June 2021	Completed
3f	Member self-evaluation session.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Self-Evaluation Session	Chair/Clerk to the Board/ Director of Corporate Services	Scheduled for 28 June 2021	Completed
3g	Annual evaluation report considered at first meeting of Board in new academic year enabling a Board assessment of overall effectiveness.	Code of Good Governance – EFER and Self Evaluation Report 2020/21: 5 October 2020	Annual Evaluation Report	Clerk to the Board/ Director of Corporate Services	Sept 2021	Completed – Report considered at August 2021 Board meeting
4	Board Member Development Programme Session 2020/21 (including college recovery and development – input from Glasgow Economic Recovery Group, CLD overview and stakeholder session)	Code of Good Governance for Scotland's Colleges	Development Plan approved at the August 2020 Board meeting.	Chair of the Board / Clerk to the Board	June 2021	Economic Recovery Group session held in December 2020 with ongoing SMT follow up; financial session held for members of the Finance and Resources Committee; Board strategy session scheduled for May 2021; future planned session on CLD; information on updated CDN Governance Hub circulated to members
7	Members agreed that it would be useful for the Chair of the Learning and Teaching Committee and perhaps the Committee itself to receive regular updates / minutes from the proceedings of the Glasgow Regional Learning and Teaching Group	Learning and Teaching Committee Self Evaluation – 9 May 2019	Regular updates	Vice Principal Curriculum and Quality Enhancement	Oct 2020/21	No updates were provided in 2020-21 as due to the disruption to curriculum delivery caused by the Coronavirus impact, the regional Learning and Teaching Group meetings focussed on the three colleges discussing their operational delivery rather than progressing any specific regional initiatives or work such as the development of the Regional Outcome Agreement. Going forwards, the Vice Principal Curriculum will continue to liaise with the Committee Chair and highlight any potential updates from the work of this group which could be provided to the Committee. Completed.
10	The Student Association Constitution should be revisited to ensure that it is fit for purpose	EFER Report – Recommendation (R2)	Constitution	VP Curriculum and Quality Enhancement	June 2021	The SA Constitution was approved by the Board of Management on 7 June 2021 – Completed.

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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 are formally set out, along with the College's Ethos . 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 for Incorporated Colleges which includes the nine key principles underpinning public life in Scotland.

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
A.3 The 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 are: Duty/Public Service; Selflessness; Integrity; Objectivity; Accountability & Stewardship; Openness; Honesty; Leadership; and Respect.	✓	The Board adopted the Model Code of Conduct for Incorporated Colleges which includes the nine key principles underpinning public life in Scotland.
Vision and Strategy		
A.4 The board is responsible for determining the college's vision, strategic direction, educational character, values and ethos. For an assigned college, the Board 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 college 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 current Strategic Plan (2020-2023) includes the College's vision and strategic themes. The College's Values and Ethos are set out in formal documents. The college contributes to the Regional Outcome Agreement and Programme of Action. Through this the Board ensures that it supports the achievement of local and regional outcomes, alongside participating in a collective leadership role in meeting Scottish Government Priorities, such as widening access.

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
A.5 The board must develop and articulate a clear vision for the college. This should be a formally agreed statement of the college's aims and desired outcomes which should be used as the basis for the college's overall strategy and planning processes.	✓	This is set out in the Strategic Plan 2020-2023.
A.6 The board provides overall strategic leadership of the college. The board is responsible for formulating and agreeing strategy by identifying strategic priorities and providing direction within a structured planning framework.	✓	The Board normally reviews and approves the updated Strategic Plan each year. There was a strategy session in April 2019 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. The COVID-19 pandemic has impacted significantly on the College's Planning schedule and its operational priorities and the ability to conduct as effectively a consultation process with the Senior and Operational Management Team, Trades Unions and Student Association as is customary.
Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments

Code of Good Governance – Checklist Against Code – February 2021

<p>A.7 The board must ensure that a comprehensive performance measurement system is in place which 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.</p>	<p>✓</p>	<p>Student KPIs: The Regional Outcome Agreement sets out key student related KPIs. Progress against these is reported on to the Learning and Teaching Committee.</p> <p>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. Other financial KPIs are reported annually to the Board in the Annual Report and Financial Statements.</p> <p>Sustainability KPIs: These are set out in the College Carbon Action Plan, UN SD Goals Accord – SG Environmental Strategy.</p> <p>A mid-year update report in relation to the Strategic Priorities was provided to the Board on 2 March 2020.</p> <p>An update on the progress against Strategic Priorities for 2019/20 was provided on 31 August 2020 to the Board of Management.</p> <p>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: Board of Management for Glasgow Kelvin College - includes Meeting Minutes</p>
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Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
A.8 The board (except in the case of assigned college boards) is responsible for overseeing the negotiation of its outcome 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	
A.9 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.	✓	The College is actively involved in the development of the Regional Outcome Agreement, through the Glasgow Colleges Regional Board (GCRB) structure, including the GCRB Learning and Teaching Sub-Group, GCRB Sustainability Sub-Group and GCRB Glasgow Colleges Group all which have Glasgow Kelvin College membership on them. These bodies ensure that there is adequate communication between the regional colleges and GCRB. In addition, the College Chair is a member of the GCRB and the College Principal attends Board meetings by invitation. On occasions other College staff present papers to the GCRB.

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Corporate Social Responsibility		
A.10 The board must demonstrate high levels of corporate social responsibility by ensuring the college behaves ethically and contributes to economic development while seeking to improve the quality of life the local community, society at large and its workforce.	✓	<p>The College undertakes a range of corporate social responsibility activities relating to ethics, the environment and staff.</p> <p>Ethically, the College Code of Conduct sets out high standards of ethics for Board members. There are standing items on meeting agendas to declare any interests and the Standing Orders state that members should consider whether it is appropriate to leave a meeting when there is an item being discussed for which a Board member has, or may have, a conflict.</p> <p>On the environmental side there is an Estates and Sustainable Development Committee.</p> <p>Regarding being a good employer, there are a range of activities undertaken and these are reported to the Finance and Resources Committee.</p> <p>The College's activities contribute to the economic development of the area which is evident through the College's involvement with GCRB, Community Planning Partnership, Skills Development Scotland and local authorities.</p>

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
A.11 The board must exercise its functions with a view to improving economic and social wellbeing in the locality of the college. It should have regard to social and economic needs and social inclusion.	✓	<p>The current Context Statement is for 2019/22. This was last considered by the Board of Management in June 2019 but has not been more recently updated due to COVID-19/environmental uncertainties.</p> <p>The College's Context Statement (which provides background information on the approach that the College takes to address the identified needs of the communities it serves and those of the Glasgow region and beyond as it develops its strategic and operational plans), the College's Curriculum Review and regional curriculum plans (which set out curriculum to meet economic needs), Regional Outcome Agreement (which includes indicators for participation from lower Scottish Index of Multiple Deprivation areas) and the regional STEM strategy (which includes looking at ways to increase participation in areas where there has been low involvement from certain gender or social groups) all assist in improving economic and social wellbeing in the locality of the College. Social wellbeing is also covered through the provision of student services. The Principal and Vice Principal both participate in Community Planning Partnership Board and groups which ensures the College is aware of local needs. The Principal also attends the Glasgow Partnership Economic Growth meetings. The Board had a recent presentation on the Glasgow Economic Recovery Plan by the Director of Regional Economic Growth, Glasgow City Region.</p>

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
A.12 The board must provide leadership in equality and diversity.	✓	<p>There is an Equality and Diversity Policy which is reviewed in consultation with stakeholders every two years and approved by the Board.</p> <p>The College publishes reports as required by The Equality Act, Public Sector Equality Duty to meet the requirements under the Act. The cover sheet for committee and Board papers includes a section on equalities which required 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 least twice per year.</p>
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.	✓	<p>The 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. The Board currently has a 50/50 female/male balance. All information provided to applicants made it clear that this was open to all.</p>

Code of Good Governance – Checklist Against Code – February 2021

<p>A.14 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 secretary 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 secretary has failed to resolve an issue or for which such contact is inappropriate.</p>	<p>✓</p>	<p>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 Clerk to the Board when necessary, and be available where contact through the normal channels of Chair, Principal, or Clerk to the Board has failed to resolve an issue or where such contact is inappropriate.</p>
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Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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. Updates from student presidents on learner engagement activity form standing items of both the Board of Management and Learning and Teaching Committee. The board also receives regular reports on student satisfaction and outcomes from College activity related to student representation.
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. 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 Transformation and Renewal Plan .

Code of Good Governance – Checklist Against Code – February 2021

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.
B.4 The college board must have regard to the <i>Framework for the Development of Strong and Effective College Students' Associations in Scotland</i> . 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.	✓	<p>The Board encourages a strong and independent Students' Association through the approval of the Students' Association constitution, funding the Students' Association posts. The College's Learning Engagement Officer has a role in liaising with the Students' Association.</p> <p>A Students' Association and GKC Partnership Agreement is signed annually.</p> <p>Key themes/collaborative activities are: Health and Wellbeing, Mental Health, Gender-based Violence</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
B.5 The college board must encourage a strong and autonomous students' association and ensure that the students' association is adequately resourced.	✓	<p>A report on the activities of the Students' Association is reported to every Board meeting.</p> <p>The Board encourages a strong and independent Students' Association through the approval of the Students' Association constitution, funding the Students' Association posts. The College's Learning Engagement Officer has a role in liaising with the Students' Association.</p>
B.6 The college board must ensure that the students' association operates in a fair and democratic manner and fulfils its responsibilities.	✓	A Students' Association and GKC Partnership Agreement is signed annually.
B.7 The college board must review the written constitution of its students' association at least every five years.	✓	The Board approved the Students' Association constitution in 2017.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	The College's Context Statement 2019/22, Curriculum Review and the Regional Outcome Agreement, which is based on the five-year regional Curriculum and Estates Plan, all seek to provide coherent provision for students at a regional and local level. Information from a range of bodies, including the Community Planning Partnership 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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 Quality Enhancement 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 Institution led evaluative report and enhancement plan is prepared, which goes to the Learning and Teaching Committee and then on to the Board and the SFC. In addition, there is ongoing engagement with Education Scotland, 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.
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 and through the workings of the GCRB. Accountability to the Regional Strategic Body is set out in the Financial Memorandum with the GCRB .

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
C.2 The board must ensure delivery of its outcome agreement or in the case of an assigned college, its agreed contribution to the region's outcome agreement.	✓	The College works in conjunction with the GCRB and GCRB groups which oversee the regional framework through the Curriculum and Estates Plan and Regional Outcome Agreement.
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 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	The College's Context Statement (which provides background information on the approach that the College takes to address the identified needs of the communities it serves and those of the Glasgow region and beyond as it develops its strategic and operational plans), the College's Curriculum Review and regional curriculum plans (which set out curriculum to meet economic needs), Regional Outcome Agreement (which includes indicators for participation from lower Scottish Index of Multiple Deprivation areas) and the regional STEM strategy (which includes looking at ways to increase participation in areas where there has been low involvement from certain gender or social groups) all assist in improving economic and social wellbeing in the locality of the College. Social wellbeing is also covered through the provision of student services. The Principal and Vice Principal both participate in Community Planning Partnership Board and groups which ensures the College is aware of local needs. The Principal also attends the Glasgow Partnership Economic Growth meetings. The Board had a recent presentation on the Glasgow Economic Recovery Plan by the Director of Regional Economic Growth, Glasgow City Region.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
C.6 Incorporated colleges and regional boards must maintain and publicly disclose a current register of interests for all board members. Board members should 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.	✓	<p>A register of interests is maintained for both Board members and senior management and this is publicly disclosed on the College website.</p> <p>The Standing Orders require that, as part of each Board meeting 'Formal declarations of interest 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.</p> <p>There is a requirement to declare any conflicts of interests 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.</p>

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<p>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:</p> <p>a) the prompt production, dissemination and online publication of board/committee agendas, minutes and papers to the public</p> <p>b) every board meeting and every committee meeting having a well-structured agenda circulated timeously in advance</p> <p>c) the retention of all key documentation which help justify the decisions made by the board and its committees.</p>	<p>✓</p>	<p>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 Clerk 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'.</p> <p>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:</p> <ul style="list-style-type: none"> • 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 and staffing which go to the Finance and Resources Committee. <p>After discussions with the Senior Management Team, the Principal signs and sends to SFC via GCRB a Certificate of Assurance which states contentment that there are adequate controls in place.</p> <p>There is a schedule for uploading the Board papers online and there is a retention schedule for all key documentation.</p>
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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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 board secretary (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 outwith their delegated powers).	✓	There are a range of Board committees in place which all have formal Terms of Reference and include the required committees.
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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	<p>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 as well as a summary of the most recent meeting (if the draft minutes have not been written-up) 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.</p> <p>The Clerk to the Board's job description includes the need to develop and maintain relationships with key individuals and communicate regularly.</p>
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.	✓	<p>There is a Risk Management Strategy which sets out that there will be a 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 Strategy 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.</p> <p>The Board has formally set a risk appetite and has received training on risk via an external organisation.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	<p>The Risk Management Strategy and the Risk Management Committee are a key part of the risk management framework. The Strategic Risk Register goes to every Audit and Risk Committee meeting and to the Board and other Board committees less frequently and 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.</p> <p>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 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.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	<p>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 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;"</p> <p>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 for as part of SFC requirements.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
C.14 The scope of the Audit Committee's work must be defined in its terms of reference and encompass all of 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 "review and advise the Board on the internal and external auditors' assessment of the effectiveness of the College's financial and other control systems, including controls specifically to prevent or detect fraud or other irregularities, as well as those for securing economy, efficiency and effectiveness;" and "review and advise the Board on its compliance with corporate governance requirements and good practice guidance." 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
C.16 The membership of the Audit Committee cannot include the board chair or the principal. 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 five 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
C.18 At least one member of the Audit Committee should have recent relevant financial or audit experience.	✓	<p>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.</p> <p>The current membership of the Audit and Risk Committee has a broad skills mix but does not specifically include a qualified accountant; however, it does include a member with current financial experience. The current qualified accountant within the Board is on the Finance and Resources Committee. The Audit and Risk Committee also has a co-opted member with significant experience in risk</p>
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 to undertake this training upon appointment.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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.	✓	<p>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.</p> <p>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.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>C.23 The board must ensure that:</p> <p>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.</p>	✓	<p>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.</p>
<p>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.</p>	✓	<p>The roles and responsibilities of the Chair, Principal and the Clerk 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.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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 EIS/FELA and Unison representatives are members of the College's Transformation and Renewal Committee. A representative from each Trade Union is also present at Board meetings as in attendance members, a unique position in the college sector. Trades Union members on College Boards still awaits Scottish Government implementation.
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 Board. The Joint Consultative Committee receives employment policies and reports go to the Board HR committee on staffing matters, with employee relations being a standing item on the agenda. There are also staff members on the Board.
C.27 The board must comply with the nationally agreed college sector <i>Staff Governance Standard</i> .	✓	The College has developed processes to ensure compliance with this as per 10 May 2017 HR Committee meeting. Technical notes or NJNC Circulars are submitted to the College by Colleges Scotland and implemented accordingly.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>C.28 The college board must comply with collective agreements placed on it through national collective bargaining for colleges.</p>	<p>✓</p>	<p>The College is a signatory to the National Recognition and Procedures Agreement and all national circulars and technical implementation notes are actioned in consultation with local Trade Union representatives. The College has representatives who participate in national bargaining meetings such as National Joint Negotiating Committee (NJNC). Consultation takes place with the recognised Trade Unions through formal College structures on the implementation of NJNC circulars and technical notes.</p>

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Section D: Effectiveness		
The Board Chair		
<p>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.</p> <p>The chair must engage with the principal and the board secretary in a manner which is both constructive and effective.</p>	✓	<p>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.</p> <p>The Chair meet with the Principal and the Clerk to the Board both separately and together to ensure effective relationships are maintained and constructive dialogue takes place.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.2 The Board and its committees should have the appropriate balance of skills, experience, independence and knowledge of the college to enable them to discharge their respective duties and responsibilities effectively.	✓	There is a skills matrix for the current Board. The recruitment application includes information about individuals' skills, experience, employment and independence. The induction includes sessions with senior management to ensure that Board members have a good knowledge of the College although this was restricted during 2020 due to the COVID-19 pandemic.
Board Members		
D.3 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.4 Staff and student board members are full board members and bring essential and unique, skills, knowledge and experience to the board. Staff and student board members must not be excluded from board business unless there is a clear conflict of interest, in common with all board members.	✓	Staff 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>D.5 Where the college is a charity, all board members, as charity trustees, including staff and student 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: <i>"... 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"</i>.</p>	<p>✓</p>	<p>The roles and responsibilities of the Chair, Principal and the Clerk 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.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Principal and Chief Executive		
D.6 The 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, and must put in place suitable arrangements for monitoring their performance.	✓	<p>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.'</p> <p>The Principal's annual performance review is undertaken by the Chair and Vice-Chair of the Board accompanied by the Clerk to the Board.</p>
D.7 The board must ensure there is an open and transparent recruitment process for the appointment of the principal and obtain approval from the Regional Strategic Body for the appointment and their terms and conditions, where required. Students and staff should have an opportunity to contribute to the recruitment process.	✓	A new Principal was appointed in August 2019 and the process undertaken in relation to this appointment was approved by GCRB and involved students, staff and stakeholders. It was recognised to be a robust and comprehensive process.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.8 The board delegates to the principal, as chief executive, authority for the academic, corporate, financial, estate and human resource management of the college, and should 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.9 The 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.	✓	<p>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.</p> <p>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 2020 and a report went to the Board of Management in the same month.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.10 The principal, as a board member, shares responsibility for good governance with the chair and all other members of the board, supported by the board secretary. 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.	✓	<p>The Principal is a member of all Board committees (with the exception of Audit and Risk where he attends in a 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. The Principal regularly meets with the President and Vice President of the Students' Association although the COVID-19 pandemic has been the main focus over 2020 and to date. As such, these meetings involve COVID-19 planning and taking into account the views of students communicated via the President and/or Vice President.</p> <p>The Student Association updates the Board of Management at every meeting on progress/initiatives undertaken.</p>
D.11 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.12 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Board Secretary		
D.13 The board as a whole must appoint a board secretary who is responsible to it and reports directly to the chair in their board secretary capacity. The board secretary may be a member of the senior management team in their board secretary capacity, but they cannot hold any other senior management team position at the same time. The appointment and removal of the board secretary is a decision of the board as a whole.	✓	All Board members have access to the Clerk to the Board who advises the Board and individual Board members and assists with governance. The Clerk's role is set out in the Scheme of Delegation.
D.14 All board members must have access to the board secretary who has an important governance role in advising the board, the committees and individual board members and supporting good governance.	✓	The Clerk to the Board provides this role. The Clerk 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 Clerk to the Board is independent of the College executive. The Scheme of Delegation sets out that the appointment and removal of the Clerk to the Board should be a decision of the Board. The Clerk is a College employee.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.15 The board must ensure the board secretary 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 board secretary 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.
D.16 The board must ensure arrangements are in place to deal with a board secretary's potential or real conflicts of interest.	✓	The Clerk to the Board follows the same process as Board members in terms of Register of Interests and Declarations of Interest.

Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Board Member Appointment, Induction and Training		
D.17 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 all relevant Ministerial Guidance on board appointments.	✓	<p>The functions of the GCRB includes the appointment of board members of Assigned Colleges. The Terms of Reference of the GCRB Nominations and Remuneration Committee sets out the responsibilities of the Committee in relation to Assigned College board member appointments. The 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.</p> <p>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 GCRB Nominations and Remuneration Committee and then the GCRB for approval.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.18 The board is responsible for ensuring appropriate arrangements are in place for the conduct of student elections and nominations, and elections of staff members to the board.	✓	<p>The Learning and Engagement Team of the College are heavily involved with the conduct of the student elections overseen by the Director of Curriculum. Reports are provided to the Senior Management Team and Board on the outcome of these elections.</p> <p>There are procedures for staff elections and the Clerk to the Board oversees the return of votes, and there is reporting to the Board on the outcome of staff elections.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>D.19 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 board secretary should support the chair in the provision of relevant induction for new board members.</p>	<p>✓</p>	<p>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 Clerk 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.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>D.20 The board must ensure all board members undertake appropriate training and development in respect of their governance role. The board secretary 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 board secretary must keep records of the development activity of board members, including the chair.</p>	<p>✓</p>	<p>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 August 2020.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.21 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 Clerk 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.22 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.23 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 at least every three years. 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.	✓	<p>There are ordinarily self-evaluation events at the end of the Academic Year for each of the Board committees. Due to the COVID-19 pandemic, this did not take place in June 2020, however, an overall self-evaluation exercise was undertaken which covered the standing committees also – the results of this self-evaluation survey were reported to the August 2020 Board of Management.</p> <p>(Note: The first Externally Facilitated Evaluation of Board effectiveness was carried out in May 2017.)</p>
D.24 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 vice-chair/senior independent member.	✓	The evaluation of the Board Chair is undertaken by the Chair of GCRB, however, 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.25 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.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
D.26 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.27 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 evaluation of the Board Chair is undertaken by the Chair of GCRB, however, 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.
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 conjunction with the GCRB and GCRB groups which oversee the regional framework through the Curriculum and Estates Plan and Regional Outcome Agreement.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
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 the GCRB, 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 Principal sits on the East Sector Community Planning Partnership Board and other staff are involved with other Community Planning Partnership bodies. The College also has a range of interaction with businesses, the public and third sector organisations.
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.	✓	<p>This is done through the GCRB, of which the College's Chair is a member and the Principal attends Board meetings by invitation, and this considers national priorities and specialisms.</p> <p>The Principal is also a member of the National Joint Negotiating Committee.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
ADDITIONAL AND SUPPLEMENTARY INFORMATION (Not part of the 2016 Code – but detailed for added compliance) Openness and Transparency		
E.5 The work of the board and its committees should be communicated appropriately to internal and external stakeholders to support effective and transparent governance.	✓	<p>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.</p> <p>The Chair of the Board directly communicates with staff where appropriate.</p>
E.6 The board, via the board secretary, must ensure the board agenda, minutes, policies and appropriate reports are published within appropriate time frames, ensuring and monitoring compliance with freedom of information legislation.	✓	<p>This information is posted on the College website on a timely basis.</p> <p>There is an annual report monitoring Freedom of Information requests which goes to the Board.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
Staff and Students		
E.7 The board must encourage a strong and independent students' association and should ensure that the students' association is adequately resourced.	✓	<p>The Board encourages a strong and independent Students' Association through the approval of the Students' Association constitution, funding the Students' Association posts. The College's Learning Engagement Officer has a role in liaising with the Students' Association.</p> <p>A Students' Association and GKC Partnership Agreement is signed annually.</p> <p>Key themes/collaborative activities are: Health and Wellbeing, Mental Health, Gender-based Violence</p>
E.8 The board must ensure that the students' association operates in a fair and democratic manner and fulfils its responsibilities. The students' association must have a written constitution, which should be subject to the approval and review by the board at intervals of not more than five years.	✓	<p>The student elections are held by the Students' Association in conjunction with the College's Learning and Engagement Team who manage the election process which uses on-line voting. A report on the election process is reported to the Senior Management Team. This College oversight is considered adequate to ensure that it operates in a 'fair and democratic manner'. The Students' Association is considered by the Director of Curriculum to fulfil its responsibilities. The Board approved the Students' Association constitution in 2017.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
E.9 The board and the students' association must establish clear guidelines on relationships and effective communication.	✓	The Students' Association President and Vice President are on the Board, Learning and Teaching Committee and the Academic Board and this provides a clear means of communication. There is also communication through membership of groups such as the Transformation and Renewal Committee etc. In addition, the Learner Engagement Officer has regular meetings with the Students' Association executive and any issues highlighted can be escalated to the Senior Management Team for consideration of reporting to the Board.

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
<p>E.10 The board should ensure that it is aware of the employees' and recognised trades unions views on relevant issues. The board should see staff surveys and monitor any resulting action plans. The principal is delegated to operationalise the outcome of board decisions, values and ethos to all staff.</p>	<p>✓</p>	<p>The Board Finance and Resources Committee's Terms of Reference include "to consider the deliberations of the College's Joint Negotiation Committee and Joint Consultative Committee on behalf of the Board of Management." Reports are provided to the Finance and Resources Committee about issues highlighted by the Joint Consultative Committee with unions, and the minutes of the Finance and Resources Committee are provided to the Board. There are two staff members on the Board and union representatives attend the Board meetings.</p> <p>A recent survey conducted was a Peachy Monday's survey. This was specifically in relation to the COVID-19 working from home situation - total respondents 250, 47% response rate. The working from home feedback was negative in relation to how staff initially found this experience ie there was limited home working prior to COVID-19. The College put in place various measures to make the home-working transition as seamless as possible ie all necessary ICT equipment, desks, chairs, footstools, document holders, appropriate training etc.</p> <p>There was a staff survey conducted in 2018/19 and one in 2017/18 too.</p> <p>There was also a Work Self-Assessment proforma which staff completed and discussed with their manager.</p>

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Code of Good Governance for Scotland's Colleges Principle	Requirement met?	Comments
E.11 The principal, on behalf of the board, must ensure that appropriate governance standards are embedded throughout the college	✓	The Principal and the Senior Management Team act as role models to embed the principles of public life (Nolan principles). Values and Ethos documents and management structures have been put in place. There is also a Dignity and Respect Policy .