

**Board of Management
Board Development Committee**

Date: 26 April 2016

Time: 14:30

Room: 2009

A G E N D A

			Presented by
1	Welcome and Apologies		BJ
2	Declaration of Interest		BJ
3	Minute of Meeting of 29 January 2016		BJ
4	Matters Arising		
4.1	Board Recruitment – Independent Person	(verbal)	BJ
4.2	Length of appointment - extension	(verbal)	JB
5	External Governance Effectiveness Review	(report attached)	BJ
6	Board Evaluation and Development Process	(report attached)	BJ/JB
6.1	Board member evaluation and development	(report attached)	BJ/JB
6.2	Board evaluation 2015-16	(report attached)	BJ/JB
6.3	Board Development Plan 2016-17	(report attached)	BJ/JB
7	Board Calendar 2016-17	(attached)	BJ
8	Any Other Business		
9	Date and Time of Next Meeting – 18 October 2016 at 2pm		

Board of Management Board Development Committee

Minute of the Meeting of the Board Development Committee of the Board of Management of Dumfries and Galloway College held on 29 January 2016 at 10.30am in Room 1074b

Present: Brian Johnstone (Chair) Delia Holland
Stuart Martin John Henderson
Hugh Carr

In attendance: Jannette Brown, Secretary to the Board

Minute Taker: Dorothy Turriff, HR Assistant

1 Welcome and Apologies

Brian Johnstone, the Chair welcomed all to the meeting of the meeting, including John Henderson and Dorothy Turriff as minute taker. There were no apologies.

The Secretary to the Board confirmed the meeting was quorate with enough members present for decisions to be made.

2 Declaration of Interest

Members agreed to indicate declarations of interest as appropriate throughout the meeting.

3. Minute of Meeting

There were no previous minutes but it was confirmed that a number of meetings had taken place during 2014-15 to recruit Board members for the new Regional Board. The recruitment had resulted in a satisfactory outcome with 9 ordinary board members appointed. The holding of the Board Development Event on 10th November 2016 facilitated by Jan Polley was also noted.

4 Matters Arising

There were no matters arising.

5 Review of Committee Remit and Membership

The Chair spoke to the report which had been issued. The committee discussed section 13 of the guidance on seeking approval for severance schemes and settlement agreement from the Scottish Funding Council:

13. The Remuneration Committee, or equivalent Board committee, must undertake robust scrutiny of proposed severance schemes and settlement agreements before recommending approval to the Board. In order to preserve governance boundaries the Chair of the Remuneration Committee must not be the Chair of the Board.

The Committee agreed that the Vice Chair would take over as chair of the Remuneration Committee with immediate effect.

Discussions then took place on the 'Board Member Appointment, Induction and Training' and 'Board Evaluation' sections of the Code of Good Governance for Scotland's Colleges. The Committee agreed that this committee was best placed to take forward this work to ensure compliance with the code and for the remit of the committee be amended to reflect this. The Committee also agreed to expand the membership of the Committee to include all committee chairs and to change the name of the Committee to 'Board Development'; to reflect the additional work of the Committee.

Action: Changes to the remit, membership and name to be recommended to the Board at its next meeting.

6 Board Member Recruitment

The Chair spoke to the report which had been issued. As a result of a non executive resignation the Committee should consider recruiting to the vacancy. Members discussed the needs of the board in terms of skills, knowledge, experience, and gender of the remaining board members. The Board Secretary reminded the Committee that the Board must have between 9 and 12 non executive board member. The Board currently has 9. The Committee agreed to undertake recruitment for up to 3 new board members. To progress the recruitment a panel would be convened consisting of:

- Regional Chair, Brian Johnstone
- An independent member, Rona Gunnell
- Chair of Human Resource Committee, Stuart Martin
- Reserve, John Henderson or Delia Holland

The Board Secretary highlighted to the committee that Karen McGahan's term of office comes to an end during summer 2016. In line with 'College Sector Board Appointments: 2014 Ministerial Guidance' the Board should consider whether the needs of the Board will be most effectively met by extending an appointment or by making a new appointment. The Committee agreed that the member's skills and experience remain relevant to anticipated future needs of the board. The Committee agreed to extend the term of office for Karen McGahan. The exact period of extension allowed to be checked by the Secretary to the Board.

Action: Recruitment panel to be convened at the earliest convenience. The Board Secretary to confirm extension period and to prepare draft on behalf of Regional Chair letter to Scottish Ministers seeking approval for the extension.

7 Recruitment of Board Secretary

The Chair spoke to the report which had been issued. The Committee discussed the external recruitment for position of Secretary to the Board. The content of draft advertisement, job description and person specification were discussed. Members discussed changing the title of the post to reflect the governance role, however agreed to continue with the title 'Secretary to the

Board'. The interview panel was confirmed as: Carol Turnbull, Principal; Brian Johnstone, Regional Chair; Delia Holland; and Hugh Carr.

Members discussed the possibility of sharing the services of a Board secretary from another college and agreed to pursue this option if unable to appoint.

8 Board Development

The Chair spoke to the report which had been previously issued. The Chair reminded members that the Board had asked the Committee to take development a board development framework to include board evaluation and any resulting plan to ensure the Board complies with the Code of Good Governance for Scotland's Colleges.

The chair reminded members of the development event on self evaluation facilitated by Jan Polley on the 10th November 2015. At the end of the event the Board agreed its strengths over the last 12 months, and its intended areas for development over the next 12 months. The Chair stated that the Board now needs to consider how best to address three key areas of board effectiveness:

- Individual board members evaluation, development and training in respect of their governance role;
- Annual review of board effectiveness - have in place a robust self-evaluation process; and
- A process for evaluating the effectiveness of the board chair and the committee chairs.

The Chair advised the Committee it should consider the Guidance 'A Development Framework – Guidance Notes for Boards in the College Sector' to address these areas. The Committee discussed a range of approaches to gather information to inform the Board Development Plan including one to one meetings with the Chair. These meetings provide an opportunity for individual members to reflect on their performance and identify future development requirements, draw on areas to focus from the draft development plan prepared at board development event, board member skills matrix, induction, board evaluation and Chair (including chair of committees) evaluation and development. The Committee also discussed the requirement for an external evaluation of board effectiveness to be carried out every 3 to 5 years. The committee acknowledged that the various templates in the Development Framework guidance should be used and adapted as required.

Action: The Committee to reflect on approaches to board evaluation for agreement at its next meeting on 26th April 2016. To present a draft board development plan for consideration by the Board at its meeting in June 2016.

11 Any Other Business

None

12 Date and Time of Next meeting

It was agreed that the next meeting of the Committee is to take place on Wednesday, 30 March 2016 @ 2:30

Board of Management Board Development Committee

COLLEGE SECTOR EXTERNAL GOVERNANCE EFFECTIVENESS REVIEWS

Issued by the sector's Good Governance Steering Group

The Code of Good Governance for the College Sector in Scotland requires that –

“The board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should be an externally facilitated evaluation of its effectiveness every three to five years.”

In response to recent public and political concerns about the standards of governance in the sector, the Regional Chairs Group and Colleges Scotland wrote to the Cabinet Secretary for Education and Lifelong Learning in September 2015 suggesting that the sector should be -

“Bringing forward the externally validated college governance effectiveness reviews that are required under the new Code of Governance. We will seek the support of all colleges to undertake this as a coordinated exercise, carried out within agreed reasonable timescales. We will take a sector wide approach to reviewing and responding to any substantive matters arising from the review.”

I hope all boards in the sector will now agree to take this action forward. It will allow us to demonstrate clearly to all concerned that the sector is well governed and that its boards take their responsibilities for continuous development seriously.

The attached guidance is based on accepted good practice for externally validated governance reviews and seeks to strike a balance between promoting a consistent and collaborative approach and leaving each board to implement it in a manner that suits its needs. In particular, the timing of the review is left to you although the expectation is that it **should be completed by the end of the December 2016 year** and Board Chair should have submitted a summery response to [Colleges Scotland/ Good Governance Steering Group/SFC?] by then.

The guidance has been developed in consultation with the members of the Good Governance Steering Group, which includes college principals, chairs and board secretaries, as well as representatives from students, staff unions, SFC and Scottish Government. In addition to providing external assurance that the sector takes its governance very seriously, I hope it also offers you and your boards an opportunity to discuss and develop your own governance priorities.

**HUGH HALL
CHAIR
COLLEGES SCOTLAND AND GOOD GOVERNANCE STEERING GROUP**

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GUIDANCE NOTE – CONDUCTING EXTERNAL EFFECTIVENESS REVIEWS

Scope

1. It is suggested that, as a minimum, the effectiveness review should cover the areas in the Code of Good Governance. This may change slightly following the current review of the Code but the existing areas are -
 - **Leadership and Strategy**
 - **Student Experience**
 - **Accountability**
 - **Board Effectiveness**
 - **Individual Effectiveness**
 - **Relationships and Collaboration**

2. A board may choose to add to those areas if it so wishes. A reminder of the detailed topics covered under each area of the current Code and a simple illustration of the questions a board may ask itself are set out in Annex A.

3. The process of the review itself should include a number of steps -

Process
1. Board to agree the areas to be covered in the review (all areas of the Code as a minimum), the format and timescales required
2. Recruit the independent reviewer who is to provide external validation
3. Board members, and senior staff who work closely with the board, provide their views to the reviewer on (a) board performance to date (b) areas for future development using a proforma/questionnaire. This process can be done in different ways <ol style="list-style-type: none"> i. A Board workshop is held that results in an agreed summary of views ; or ii. Members and senior staff complete the proforma/questionnaire individually (see Annex A for an example of a simple proforma); or iii. The reviewer undertakes 1 to 1 interviews with some or all board members and staff based on the proforma/questionnaire.
4. The reviewer pressure tests the views expressed at step 3 by, as a minimum, <ul style="list-style-type: none"> ○ Observing at least one Board meeting ○ Undertaking a desktop review of <ul style="list-style-type: none"> ○ a sample of board and committee remits, minutes, agendas and papers ○ sample of corporate documents to examine alignment between corporate objectives, the objectives of supporting strategies such as HR, estates and finance and the performance information coming to the board and its committees ○ the risk register and a sample of recent audit reports ○ the current board and board member development plans, appraisal and induction processes and the skills matrix used ○ recent staff, student or stakeholder surveys and any board responses ○ If step 3iii above is not chosen, conducting 1 to 1 interviews with a sample of board members and senior staff including a staff and student board member.

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| <p>5. The board is given an opportunity to discuss and comment on the reviewer's findings and to draw up an action plan for areas of development over the next 12 months.</p> |
| <p>6. A final report is provided by the reviewer to the board and the board chair writes to the Good Governance Steering Group and either the Regional Strategic Body (for assigned colleges) or the Scottish Funding Council (all other boards)</p> <ul style="list-style-type: none">i. Confirming completion of the externally validated effectiveness reviewii. Explaining any areas of non-compliance with the Code of Good Governance and what action is in handiii. Noting any key areas where the Board already complies with the Code but is choosing to develop its governance further over the next 12 months |

External Validation

4. It is common across the public and private sectors for annual governance self-evaluations to be alternated every few years by an external review that is independent of the organisation and is used as a means of validating/calibrating the board's view of itself. A number of companies and individuals undertake this work. It is for each Board to decide who it wishes to contract with but the successful person should meet the following minimum criteria -
- A clear understanding of how to undertake an external governance review of the type required;
 - Independent of the board and the college/ strategic body being reviewed;
 - Expertise in board governance with knowledge of college sector governance issues and the requirements placed on its boards;
 - An ability to provide rigorous challenge to the board while developing a constructive relationship with it.
5. Each Board will agree the terms of the contract with their reviewer but, as a rough guide, if the reviewer were asked to undertake steps 4, 5 and 6 above, this might require 5-8 days of their time.
6. This Guidance Note complements the Board Member Development Framework issued to the sector in November 2015.

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
LEADERSHIP & STRATEGY <ol style="list-style-type: none"> 1. We determine the vision, direction, educational character, values and ethos of the college 2. Our performance management system is adequate, identifying KPIs, and we monitor progress 3. Relevant stakeholders are engaged in compiling the Outcome Agreement 4. We provide leadership on ethics, equalities, diversity and staff welfare 5. We have regard to the social and economic needs of our area. 		
STUDENT EXPERIENCE <ol style="list-style-type: none"> 1. Quality of the student experience is central to our decisions 2. We have open on-going engagement with students, staff, student association and unions 3. We foster good relationships with partner organisations that help us provide coherent learning 4. Mechanisms ensure effective oversight of quality and inclusiveness of learning and we monitor student views 		
ACCOUNTABILITY <ol style="list-style-type: none"> 1. We are accountable to students, public, 		

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>employers and our community for provision of education that enhances social and economic wellbeing</p> <ol style="list-style-type: none"> 2. We manage conflicts of interest and disclose our register of interests 3. Our decision making is transparent, informed, rigorous and timely 4. Our scheme of delegation to staff and committees is clear and fit for purpose with appropriate two way communication with the board 5. We have effective systems for managing finances, quality, staff, internal controls and risks and they are continuously improved 6. We set the risk appetite, balancing risk and opportunity and this is known to senior staff 7. The Audit Committee reviews the comprehensiveness, reliability and integrity of all our assurances on the governance, risk and control frameworks, engaging with internal and external auditors 8. Audit Committee members are all non-executive, objective and independent with at least one having recent relevant experience 9. Staff attend Audit Committee meetings as requested and the Committee can hold all or some of its meetings in private, meeting internal and external auditors privately at least once a year 		

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>10. We ensure compliance with the Financial Memorandum and the Scottish Public Finance Manual, ensuring funds are used economically, efficiently and effectively</p> <p>11. We ensure compliance with charities provisions</p> <p>12. We take responsibility for employment policies, and ensure compliance with statutory and contractual requirements</p> <p>13. We promote positive employee relations including ensuring effective dialogue and consultation with staff and recognised trade unions.</p>		
<p>BOARD EFFECTIVENESS</p> <p>1. Our Board and Committee agendas focus on the right things and we have sufficient time for proper discussion</p> <p>2. We have a culture of open debate, constructive discussion between board members and everyone contributes well</p> <p>3. We have the right balance of skills, experience, independence and knowledge of the college to fulfil our role effectively</p> <p>4. We abide by collective responsibility, taking decisions in the interests of the college, and with clear understanding of the responsibilities of ‘governance v management’ and the particular roles of the chair, members, principal and board</p>		

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>secretary</p> <ol style="list-style-type: none"> 5. Staff and student members are treated as full board members 6. We have a formal and open board member recruitment process that reflects Ministerial guidance 7. We have appropriate arrangements for student and staff member recruitment 8. Our new members receive formal induction tailored to their needs 9. We review the board's effectiveness annually using a robust self-evaluation process, independently facilitated every 3-5 years 10. We have an open and transparent process for recruiting our principal; staff and students can contribute to it 		
<p>INDIVIDUAL EFFECTIVENESS</p> <ol style="list-style-type: none"> 1. The board chair provides leadership and ensures board effectiveness 2. We have an agreed process for evaluating the effectiveness of the board and committee chairs 3. Board members understand their roles and responsibilities and provide constructive challenge to the principal and executive team, holding them to account 4. We have an agreed process for evaluating board member performance; board 		

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>members undertake appropriate training and development, tailored to their needs, and ensure records are kept of their training</p> <p>5. The principal has responsibility for and ensures the appropriate management of the college, supporting good governance through enabling effective communication and interaction between the board and the college and ensuring good governance standards throughout the organisation</p> <p>6. The board has agreed personal performance measures for the principal and the chair, on behalf of the board, monitors , reviews and records performance against those measures at least annually</p> <p>7. We have a formal process, including a committee of non-executive board members, for setting the principal’s remuneration, engaging staff, students and others as necessary</p> <p>8. The chair and principal share responsibility for leadership of the college; the principal is the operational interface between the board and college</p> <p>9. The board secretary is independent of the college executive in relation to this role, is appointed by and responsible to the board as a whole and reports directly to the chair</p> <p>10. The board secretary provides support to ensure governance compliance; all board</p>		

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>members can access the board secretary and receive advice on governance, legislative and board matters</p>		
<p>RELATIONSHIPS AND COLLABORATION</p> <ol style="list-style-type: none"> 1. We ensure effective partnership working to address local needs and national priorities, promoting mutual trust and respect with local, national public and private partners and working towards agreed outcomes 2. We communicate our activities to internal and external stakeholders to ensure transparent and effective governance 3. Our agendas, minutes, policies and reports are published within appropriate time frames and are compliant with Freedom of Information legislation 4. We encourage a strong independent student association and it is adequately resourced; we have clear guidelines on our respective relationship and communication 5. Our student association operates fairly and in a democratic manner, fulfilling its duties; it has a written constitution that the board has reviewed in the last 5 years 6. We are aware of staff and union views on relevant issues , see staff surveys and monitor any resulting action plans 		

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Board Evaluation and Development Framework

1. Introduction

- 1.1 The purpose of this paper is to provide the Board Development Committee with the opportunity to consider and agree its approach to Board Evaluation and Development.

2. The Report

- 2.1 At its meeting on the 29th January 2016 the Committee discussed the requirement to have an appropriate Board Evaluation and Development and Evaluation process to comply with the Code of Good Governance for Scotland's Colleges. The sector's Good Governance Steering Group has produced a framework providing assistance on how boards should implement these requirements. The Framework states that as the most senior entity within the organisation, a board must appraise itself – self aware and self-critical board is crucial to good governance. A shared understanding of what 'good' governance looks like, taking into account the basic duties of a board:

- *Provide leadership, direction and support to your organisation, setting its strategies and priorities*
- *Promote commitment to the values and ethos of the organisation, including equality and diversity*
- *Ensure satisfactory delivery of the organisation's performance and financial objectives, high quality learning and outcomes, and a good learning experience*
- *Be accountable to and maintain the trust of key stakeholders*
- *Comply with relevant legal and financial requirements, including the Scottish Public Finance Manual*
- *Ensure identification and control of the main risks to the organisation's responsibilities and business objectives*
- *Ensure staff have the appropriate skills, knowledge, culture and working environment*
- *Adhere to the sector's Code of Good Governance and the organisation's Financial Memorandum.*

- 2.2 At its last meeting the Committee agreed to reflect on a variety of approaches as listed in the Board Development Framework with a view to discuss in full at its next meeting. To aid the discussion on the key areas of the Framework separate reports have been prepared.

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- 2.2 The 'Development framework' states that as a minimum, the board should establish an annual self-evaluation process which includes the following steps:
- 2.2.1 A shared understanding of what 'good' governance looks like, taking into account the basic duties of a board and the requirements of the Code of Good Governance – **see above**
 - 2.2.2 A review of performance over the last 12 months against that 'good' governance description when all board members are able to express their views – **see paper 6.1**
 - 2.2.3 An assessment of any changes (external or internal to the board) likely to impact on the board over the next 12 months
 - 2.2.4 A board discussion of, and agreement on, the board's strengths over the previous 12 months and its intended areas for development during the coming year with an agreed Board Development Plan identifying areas of training or development for the board as a whole – **see paper 6.2**
 - 2.2.5 The resulting Board Development Plan is monitored by the board throughout the year and progress against it is assessed as part of the following year's performance review – **see paper 6.3**
 - 2.2.6 The annual Statement of Compliance with Good Governance includes a short description of the board's most recent self-evaluation including main areas for intended self-development.
- 3. Recommendation**
- 3.1 The committee is invited to discuss and agree an appropriate board evaluation and development process.

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Board Evaluation and Development Framework

- 1 Board Member Evaluation and Development
 - 1.1 The Development Framework suggests a 3 stage approach is taken in relation to annual individual board member evaluation and development, as follows:
 1. Board member self-evaluation. To be completed by board member prior to meeting with chair. – see template A.
 2. Board member self-evaluation. To be completed by the chair and agreed with the board member as a confidential summary of their discussion. - see template B.
 3. Board member annual development plan agreed with chair (to be passed to board secretary for action as required) and if common themes inclusion in the development plan – see template C.
 - 1.2 Common themes from individual development plans should be included in the overall board development plan. At the board development event on 10th November 2015 the Chair asked members to reflect and advise him of their individual development needs. **See pages 4 and 5.**
 - 1.3 The Committee should consider if the above process and proposed templates addresses sections 16-18 of the Development Framework:
 16. *The Code of Good Governance requires that there is evidence of effective performance if a board member is to be considered for an extension to their appointment and boards must ensure there is a mechanism in place to provide this evidence. In any case, every board member is expected to be as effective as possible, seeking feedback on their contribution and making a commitment each year to develop their own skills and knowledge. If a board member is failing to make an adequate contribution to the board, the chair must explain that to them and offer them support to improve their performance.*
 - 17 *As part of the annual board evaluation process, each board member should be invited to evaluate their own contribution over the last 12 months and consider how they can support the effectiveness of their board during the next year. This should be discussed in a confidential one-to-one meeting with the board chair at which the chair should also offer feedback on the member's contribution and how they can best support the board going forward. This discussion should be based around the Core Skills Matrix and the four Pillars of Board Development,*

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identifying where the board member has made particular use of or developed their skills/knowledge in the preceding year to the benefit of the board and which skills/knowledge they wish to develop or make more use of in the coming year.

18. This guidance does not stipulate the format or detailed content of these annual one-to-one discussions, other than to require that they take place and that there is a formal record of the training and development actions (a Member Development Plan) agreed and passed to the board secretary. In addition, the chair and board member should agree a short confidential summary of the previous year's performance that can be used as evidence, should that individual be considered for extension or reappointment to the board.

2 Chair Evaluation and Development

The performance of the Chair and its committees

2.1 The Code requires that all chairs (including chairs of committees) are evaluated annually – over and above any evaluation undertaken by Scottish Government. Board chairs or chairs of committees are required to develop and keep up to date the same skills, qualities and expertise and their fellow board members. In addition, during their time as chair, they are expected to develop and keep up to date as per skills matrix for chairs – see template D. In the case of committee chairs, this should be done as part of their board member evaluation by the board chair.

2.2 The Committee should consider if the above process and proposed templates address sections 19-22 of the Development Framework

19 The performance of the chair of a board or its committees is crucial to the governance of the organisation. The Skills Matrix for Chairs in the College Sector at Annex E highlights the particular skills, knowledge and contribution expected of an effective chair.

20. The Code requires that all chairs are evaluated annually - over and above any evaluation undertaken by Scottish Government or the regional strategic bodies, for those chairs that they appoint directly. In the case of committee chairs, this should be done as part of their board member evaluation by the board chair with reference to the Skills Matrix for Chairs as appropriate. The chair of the board should be evaluated by the vice chair or the senior independent director (they may often be the same person); in addition, if both parties wish it, they may invite an independent person who is not a member of the board or the college to

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take part in the process.

21. *For all chairs, the evaluation should take into account the views of the relevant board or committee members who should have the opportunity to respond to a structured confidential questionnaire which is collated by the board chair (for committee chairs) and the vice chair/senior independent director (for the board chair) with support from the board secretary as required.*

22. *Board chairs should have the opportunity to self-evaluate their own performance in advance of the one-to-one discussion at which a Development Plan should be agreed and passed to the board secretary – as required for all other board members. In parallel with the process for other board members, a written confidential summary of the previous year's performance should be agreed for the board chair. Thereafter the vice chair/senior independent director should make a short report back to the board summarising the key feedback provided and development actions agreed. Boards may choose to adapt template D for the evaluation of board chairs*

3 Recommendation

- 2.1 Members are asked to consider the process and templates for individual board member evaluation and development and the evaluation and development of the Board chair and committee chairs.

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Individual members development needs			
Brian Johnstone			
Delia Holland	The use of technology in college communications: Facebook, Twitter and how, as a Board member, I could make best use of the college website to inform and support my decision-making	A better understanding of the changes, if any, to the role and responsibilities of the various board committees	better understanding of the structure of the college sector nationally (relationship between the Government and eg Colleges Scotland, SFC, Skills Development Scotland etc etc) and who represents D And G College on the various Boards, committees.
Carol Turnbull	Understand skills, knowledge and contribution individual Board members can make and ensure they are utilised to assist in the development of the College	Let Go! Understand and appreciate that Board members add value and are ambassadors and find ways to help them do this.	Ensure Executive Team feel they have the opportunity to maximise their contribution to Board discussions etc. Can we (Exec Team) do more to help Board do their job?
Hugh Carr			
John Henderson	Understanding student views and experience	Balancing constructive challenge and support of staff	Thinking strategically and taking complex decisions Look
Barry Graham			
Ros Francis	Skills: External – read all the bumf Jannette gave me at induction. Board ambassadorial role	Knowledge: Improve knowledge of student support and access issues	Team Contribution: Think twice before speaking and really how useful to meeting or just venting. Soft networking – book a meal at Zest, Hair / beauty appointment
Karen McGahan	Gain a clearer understanding of the fundamental operations of the college	Keep up to date with sector articles and current news	Have a clearer knowledge of my legal duties as a board member
Stuart Martin	Understanding of Staff views and Culture.	Understanding of National and Regional skills needs.	Fulfil board ambassadorial role with staff and students and their representative bodies.
Pat Kirby	Board ambassadorial role with staff and students and their representational bodies	My understanding of the local/regional and national agendas that the college contributes to	My understanding of the views of other stakeholders, building relationships with them within the framework of the Board role
Janet Brennan	financial management, particularly Accountability criterion 10	more on where we sit within the broader framework of Colleges	our local stakeholders and how we can best work with them

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		Scotland	
Kenny Henry	Understand more with stake holders and develop network also how it works	Understanding of national or regional skills needs	
Ian White			
Julian Weir			
Craig McGill			

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Template A

Section A – Board member self-evaluation (to be completed by board member prior to meeting with chair).		
	Over the last year, where have I made an effective contribution or developed my skills/knowledge? Anything I could have done better?	Looking to next year, where would I like to make a contribution and/or develop my skills/knowledge?
Knowledge of the external environment		
Board member skills		
Knowledge of the organisation's business		
Contribution to board team work		

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Template B

Part B – To be completed by the chair and agreed with the board member as a confidential summary of their discussion.		
	Over the last year, where have I made an effective contribution or developed my skills/knowledge? Anything I	Looking to next year, where will I seek to make a particular contribution to the board and/or develop
Knowledge of the external environment		
Non-executive skills		
Knowledge of the organisation's business		
Contribution to board team work		

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Template C

Board member annual development plan agreed with chair (to be passed to board secretary for action as required).	
It has been agreed that the college will support _____ (name of board member) in developing the following skills/knowledge over the next 12 months:	
1	
2	
3	
4	
<p style="text-align: center;">Signed Board Member</p> <p style="text-align: center;">..... Chair</p> <p style="text-align: center;">..... Date</p>	

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Template D – Core skills matrix

Development pillar	Core skills, qualities, expertise and behaviours
Knowledge of the external environment	<ul style="list-style-type: none"> • Understand and influence, on behalf of your organisation, the external stakeholder environment – local, regional and national • Act on behalf of the board and maintain trust amongst those bodies that your organisation is accountable to; ensuring that it fulfils its legal and financial requirements • Ensure members understand and adhere to the Financial Memorandum, Code of Good Governance and the Code of Conduct for Board Members and that the board demonstrates high standards of governance at all times • Build and maintain effective networks with other boards in the sector to ensure spread of good practice.
Non-executive skills	<ul style="list-style-type: none"> • Understand and demonstrate the non-executive chair role • Provide leadership to the board whilst acting on behalf of the board as first amongst equals • Exhibit strong communication skills – listening, explaining, questioning, influencing • Balance constructive challenge and support of senior staff, being neither too close nor too distant • Ensure meetings, agendas and papers balance the requirements for appropriate information, giving board members sufficient time to debate and decide issues in an informed and rigorous manner • Ensure issues are properly discussed and recorded and agreement is reached, decisions are clear and members accept collective responsibility • Fulfil board ambassadorial role with staff and students and their representative bodies.
Organisational knowledge	<ul style="list-style-type: none"> • Ensure you and your board members understand: • the financial, legal and accountability framework of your organisation • staff views and culture • student views and experiences, including student association • the views of other customers and stakeholders • the organisation’s business – curriculum, finances, estates, human resources, values, business planning systems, business priorities, performance indicators, risk and control framework • the non-executive responsibilities and business of committees.

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Team working	<ul style="list-style-type: none">• Attend and make contributions to board and committee meetings, events and development sessions• Build a strong board team and ensure time for members to get to know each other• Ensure all members contribute to rigorous debates while maintaining supportive relations with their fellow board members• Encourage board members to share their expertise and networks where this would assist the board and organisation• Take responsibility for the annual board, chair and personal evaluation processes and development plans, providing constructive feedback to board members• Build a board culture of continuous improvement, ensuring appropriate induction and ongoing support, including mentoring of inexperienced board members• Take responsibility for succession planning, including recruiting or, where appropriate, advising on the recruitment of new members to ensure an appropriate blend of board member skills and knowledge• Ensure appropriate membership of committees, taking into account the need for succession planning.
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**Board of Management
Board Development Committee**

Board Evaluation 2015-16**1. Introduction**

- 1.1 The purpose of this paper is to provide the Board Development Committee with the opportunity to consider the draft Board evaluation for 2015-16.

2. The Report

- 2.1 Following the development event on the 10th November 2015, members evaluated the Board's performance against four of the six sections of the Code of Good Governance and to also identify areas for development. The four sections discussed were:

- Leadership and Strategy
- Student Experience
- Accountability
- Board Effectiveness

The section on 'individual effectiveness' will be completed once individual board member evaluation and development meetings have taken place. The Committee is asked to consider evaluating the Board's performance against the final section 'relationships and collaboration'. The attached draft evaluation has been expanded to include prompts for each section.

3. Recommendation

- 3.1 The Committee is asked to consider evaluating the Board's performance against the section titled 'relationships and collaboration'.

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>LEADERSHIP & STRATEGY</p> <ol style="list-style-type: none"> 1. We determine the vision, direction, educational character, values and ethos of the college 2. Our performance management system is adequate, identifying KPIs, and we monitor progress 3. Relevant stakeholders are engaged in compiling the Outcome Agreement 4. We provide leadership on ethics, equalities, diversity and staff welfare 5. We have regard to the social and economic needs of our area. 	<ul style="list-style-type: none"> • Inclusive strategy development; good ownership • More aware of local jobs market • Good stakeholder engagement and recognise board role • We have policies on equalities, diversity etc and reasonable grasp • Do lot , and more than past, on social / economic needs (special needs, Stranraer etc) 	<ul style="list-style-type: none"> • Keep strategy under review as events change • Review information going to Board v Committees, especially Finance and risk register • Monthly management accounts to finance chair? • Keep stakeholders under review • Keep key messages up to date • Avoid complacency • Review any need for research on social / economic role
<p>STUDENT EXPERIENCE</p> <ol style="list-style-type: none"> 1. Quality of the student experience is central to our decisions 2. We have open on-going engagement with students, staff, student association and unions 3. We foster good relationships with partner organisations that help us provide coherent learning 4. Mechanisms ensure effective oversight of quality and inclusiveness of learning and we monitor student views 	<ul style="list-style-type: none"> • Receive regular student data including outcomes • Learning and Teaching committee openness useful • Student questionnaire useful • Good student member engagement. Union? • Good focus on staff issues • Good information on student experience and quality reports • Good information on school links 	<ul style="list-style-type: none"> • New staff feedback, questionnaire and respond as required • Take advantage of chance to attend committees especially as development opportunity • Recognise will need to prioritise how spend funds more • Lets question committee reports to board • Useful comparisons for our schools work • Ensure make use of student members

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>ACCOUNTABILITY</p> <ol style="list-style-type: none"> 1. We are accountable to students, public, employers and our community for provision of education that enhances social and economic wellbeing 2. We manage conflicts of interest and disclose our register of interests 3. Our decision making is transparent, informed, rigorous and timely 4. Our scheme of delegation to staff and committees is clear and fit for purpose with appropriate two way communication with the board 5. We have effective systems for managing finances, quality, staff, internal controls and risks and they are continuously improved 6. We set the risk appetite, balancing risk and opportunity and this is known to senior staff 7. The Audit Committee reviews the comprehensiveness, reliability and integrity of all our assurances on the governance, risk and control frameworks, engaging with internal and external auditors 8. Audit Committee members are all non-executive, objective and independent with at least one having recent relevant experience 9. Staff attend Audit Committee meetings as requested and the Committee can hold all or some of its meetings in private, meeting 	<ul style="list-style-type: none"> • Doing lots on stakeholder communication, area committee involvement was good • Employee advisory board good examples • Keep risk register updated and robustly maintained • Role is more commenting than decisions • Useful experiment re integrating committee meetings but also downsides • Clear staff delegation • Robust systems (5) 	<ul style="list-style-type: none"> • Build local area committee engagement (DGC) • Harness skills of board and own contacts more • How to make staff more aware of board e.g. presentation to staff • Be clear of decisions in minutes • Need more than committee minutes; use presentations? • Bring risk policy to board including board role on risk appetite / uncertainty

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>internal and external auditors privately at least once a year</p> <p>10. We ensure compliance with the Financial Memorandum and the Scottish Public Finance Manual, ensuring funds are used economically, efficiently and effectively</p> <p>11. We ensure compliance with charities provisions</p> <p>12. We take responsibility for employment policies, and ensure compliance with statutory and contractual requirements</p> <p>13. We promote positive employee relations including ensuring effective dialogue and consultation with staff and recognised trade unions.</p>		
<p>BOARD EFFECTIVENESS</p> <p>1. Our Board and Committee agendas focus on the right things and we have sufficient time for proper discussion</p> <p>2. We have a culture of open debate, constructive discussion between board members and everyone contributes well</p> <p>3. We have the right balance of skills, experience, independence and knowledge of the college to fulfil our role effectively</p> <p>4. We abide by collective responsibility, taking decisions in the interests of the college, and with clear understanding of the</p>	<ul style="list-style-type: none"> • Good as avoid complacency • Good debate and constructive challenge • Too many accountants? • Content act on united basis when decisions made • Staff members feel part of board • Decisions made in best interests of college • Management v Governance kept under discussion • Good to have full management team at board • Board links process finished 	<ul style="list-style-type: none"> • Prepare questions you want to ask beforehand • HR / Union / Employment law experience helpful • Communication would help re clarity of roles e.g. student association • Board role re student association • Committees do not need to be time sensitive • Reminder for board to contribute to agenda • Recruit younger people • Alternative to board links? • Should we have minimum / maximum times

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>responsibilities of ‘governance v management’ and the particular roles of the chair, members, principal and board secretary</p> <p>5. Staff and student members are treated as full board members</p> <p>6. We have a formal and open board member recruitment process that reflects Ministerial guidance</p> <p>7. We have appropriate arrangements for student and staff member recruitment</p> <p>8. Our new members receive formal induction tailored to their needs</p> <p>9. We review the board’s effectiveness annually using a robust self-evaluation process, independently facilitated every 3-5 years</p> <p>10. We have an open and transparent process for recruiting our principal; staff and students can contribute to it</p>	<ul style="list-style-type: none"> • Agendas focus on right things and sufficient discussion • All contribute well • Abide by collective responsibility • Be clear what can do to add value within governance role • Value Board Secretary’s wider role and insights • Student / staff welcome to contribute 	<p>for meetings?</p> <ul style="list-style-type: none"> • Make sure less experienced speak in big meetings • Recruitment those with vocational backgrounds. Seek more diversity? • Chair to invite short feedback at end of meeting
<p>INDIVIDUAL EFFECTIVENESS</p> <p>1. The board chair provides leadership and ensures board effectiveness</p> <p>2. We have an agreed process for evaluating the effectiveness of the board and committee chairs</p> <p>3. Board members understand their roles and responsibilities and provide constructive</p>		

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>challenge to the principal and executive team, holding them to account</p> <p>4. We have an agreed process for evaluating board member performance; board members undertake appropriate training and development, tailored to their needs, and ensure records are kept of their training</p> <p>5. The principal has responsibility for and ensures the appropriate management of the college, supporting good governance through enabling effective communication and interaction between the board and the college and ensuring good governance standards throughout the organisation</p> <p>6. The board has agreed personal performance measures for the principal and the chair, on behalf of the board, monitors , reviews and records performance against those measures at least annually</p> <p>7. We have a formal process, including a committee of non-executive board members, for setting the principal’s remuneration, engaging staff, students and others as necessary</p> <p>8. The chair and principal share responsibility for leadership of the college; the principal is the operational interface between the board and college</p> <p>9. The board secretary is independent of the</p>		

**Board of Management
Board Development Committee**

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
<p>college executive in relation to this role, is appointed by and responsible to the board as a whole and reports directly to the chair</p> <p>10. The board secretary provides support to ensure governance compliance; all board members can access the board secretary and receive advice on governance, legislative and board matters</p>		
<p>RELATIONSHIPS AND COLLABORATION</p> <p>1. We ensure effective partnership working to address local needs and national priorities, promoting mutual trust and respect with local, national public and private partners and working towards agreed outcomes</p> <p>2. We communicate our activities to internal and external stakeholders to ensure transparent and effective governance</p> <p>3. Our agendas, minutes, policies and reports are published within appropriate time frames and are compliant with Freedom of Information legislation</p> <p>4. We encourage a strong independent student association and it is adequately resourced; we have clear guidelines on our respective relationship and communication</p> <p>5. Our student association operates fairly and in a democratic manner, fulfilling its duties; it has a written constitution that the board has</p>		

Board of Management
Board Development Committee

Code of Good Governance Criteria	Our performance in the last 12 months (including evidence)	Development required during the next year
reviewed in the last 5 years 6. We are aware of staff and union views on relevant issues , see staff surveys and monitor any resulting action plans		

Board of Management
Board Development Committee

**Board of Management
Board Development Committee**

Board Development Plan 2016-17**1. Introduction**

- 1.1 The purpose of this paper is to provide the Board Development Committee with the opportunity to consider the Board Development Plan for 2016-17.

2. The Report

- 2.1 Following the board development event on the 10th November 2015, members evaluated the Boards performance against the Code of Good Governance criteria and also identified areas for development. The areas for development now form part of the Board Development Plan for 2016-17. The Plan will be updated once individual members have been invited to evaluate their own performance and identify areas for development and the Committee has evaluated 'relationships and collaboration'. It is proposed that the Board prioritise the development of eleven of the activities. These are highlighted in red for the Committee to consider.

3. Recommendation

- 3.1 The committee is invited to discuss the attached plan and agree timescales to achieve the outcomes in the plan.

**Board of Management
Board Development Committee**

Board Development Plan 2016-17		
Code of Good Governance Criteria	Development required	Timescale/ Progress / Achieved
LEADERSHIP & STRATEGY	Keep strategy under review as events change	
	Review information going to Board v Committees, especially Finance and risk register	
	Monthly management accounts to finance chair?	
	Keep stakeholders under review	
	Keep key messages up to date	
	Avoid complacency	
	Review any need for research on social / economic role	
STUDENT EXPERIENCE	New staff feedback, questionnaire and respond as required	
	Take advantage of chance to attend committees especially as development opportunity	
	Recognise will need to prioritise how spend funds more	
	Lets question committee reports to board	

**Board of Management
Board Development Committee**

Board Development Plan 2016-17		
Code of Good Governance Criteria	Development required	Timescale/ Progress / Achieved
	Useful comparisons for our schools work	
	Ensure make use of student members	
ACCOUNTABILITY	Build local area committee engagement (DGC)	
	Harness skills of board and own contacts more	
	How to make staff more aware of board e.g. presentation to staff	
	Be clear of decisions in minutes	
	Need more than committee minutes; use presentations?	
	Bring risk policy to board including board role on risk appetite / uncertainty	
BOARD EFFECTIVENESS	Prepare questions you want to ask beforehand	
	HR / Union / Employment law experience helpful	
	Communication would help re clarity of roles e.g. student association	
	Board role re student association	

**Board of Management
Board Development Committee**

Board Development Plan 2016-17		
Code of Good Governance Criteria	Development required	Timescale/ Progress / Achieved
	Committees do not need to be time sensitive	
	Reminder for board to contribute to agenda	
	Recruit younger people	
	Alternative to board links?	
	Should we have minimum / maximum times for meetings?	
	Make sure less experienced speak in big meetings	
	Recruitment those with vocational backgrounds. Seek more diversity?	
	Chair to invite short feedback at end of meeting	
INDIVIDUAL EFFECTIVENESS	Board members to undertake Equalities training	
RELATIONSHIPS AND COLLABORATION		

Board of Management Board Development Committee

Board of Management Calendar of Meetings 2016-17

All meetings will be held on a Tuesday unless stated otherwise and take place at the Dumfries Campus.

	BOARD	Audit Committee	Finance & General Purposes Committee	Learning & Teaching Committee	Human Resources Committee	Board Development Committee	Remuneration Committee
	2:00 pm	2:00 pm	2:00 pm	2:00 pm	11:30am	2:00pm	2:00pm
2016							
Stranraer Graduation Ceremony	23-Jun						
Dumfries Graduation Ceremony	24-Aug						
September		20-Sep	27-Sep				
October	04-Oct			11-Oct	04-Oct	18-Oct	
November	15-Nov Strategic/ROA Session (10-3)	22-Nov	29-Nov				
December	06-Dec			13-Dec			
2017							
January	24-Jan Development event (10-3)						
February		21-Feb	28-Feb				07-Feb
March	07-Mar			14-Mar			
April							
May		16-May	23-May	30-May			
June	06-Jun						