

Board Development Committee

Status: Approved

MINUTE OF MEETING HELD ON 09 MARCH 2021 AT 13:00
REMOTELY VIA MS TEAMS (BDC03.21)

| Present | | |
|-------------------|---------------|--------------------------|
| Hugh Carr (Chair) | Naomi Johnson | |
| Delia Holland | Janet Brennan | |
| In Attendance | | |
| Lorraine Grierson | Penny Davies | Alex Elkins (Note Taker) |

| Item BDC03.21-1 | Welcome and Apologies for Absence | | |
|--------------------|---|------------------|------|
| Paper No: Verbal | Lead: H. Carr | Action Requested | Note |
| Discussion/Noted | The Chair welcomed everyone to the meeting. The Secretary to the Board confirmed that the meeting was quorate and confirmed NJ would be excluded from any approvals or votes due to her coming to an end of term and the re-appointment process being in progress. | | |

| Item BDC03.21-2 | Declaration of Interest | | |
|--------------------|--|------------------|------|
| Paper No: Verbal | Lead: H. Carr | Action Requested | Note |
| Discussion/Noted | Members agreed to indicate declarations of interest as appropriate throughout the meeting. | | |

| Item BDC03.21-3 | Minute of the last meeting held on 08 September 2020 | | |
|-------------------------|---|------------------|------------|
| Paper No: BDC03-21-A | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | The Minute of the meeting held on 08 September 2020 was approved with no further changes. | | |
| Action | The committee approved the Minute of the meeting held on 8 September 2020. | | |

| Item BDC03.21-3.1 | Action Log | | |
|-------------------------|--|------------------|------|
| Paper No: BDC03-21-B | Lead: H. Carr | Action Requested | Note |
| Discussion/Noted | The action log tabled was considered an accurate recording of actions with the following points noted: - <ul style="list-style-type: none"> No 3, Item 6 - It was confirmed that information relating to staff welfare had been provided via HR reports to the HR Committee and the Board of Management. No 8 –AdminControl training for Board members was in development and further updates would be provided by the Secretary to the Board. | | |
| Action | The committee noted the progress on the action log. | | |

Board of Management

| | | | |
|---------------------------|---|------------------|-------------------|
| Item BDC03.21-4 | Matters Arising | | |
| Paper No: Verbal | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | <p>It was confirmed that the Board of Management Calendar of meetings for session 2021/22 was being progressed and it was agreed that the calendar for 2019/20 would be removed from the College website.</p> <p>Updates to the Board member profiles published on the College website had been provided by most members and it was agreed that a reminder would be issued.</p> | | |
| Action | <p>ACTION: The Secretary to the Board to organise the removal of the 2019/20 calendar.</p> <p>ACTION: The Executive Assistant to issue a reminder for profiles to be updated.</p> | | |

| | | | |
|---------------------------|--|------------------|-------------------|
| Item BDC03.21-5 | Structure of Committees and Membership | | |
| Paper No: BDC03-21-C | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | <p>The committee were invited to comment on proposals for a revised Board of Management and Committee structure, with associated changes to the Board Calendar set out. It was stated that Professor Ron Hill had carried out an External Effectiveness Review and a draft report had been provided to the Regional Chair which would be discussed with Board members on 18 March 2021. It was noted that a follow-up External Effectiveness Review would be conducted in 2022.</p> <p>Confidential to members only.</p> <p>PD commented that she supported the changes proposed in the paper and agreed to continue to provide support to the Board of Management and Secretary in relation to Governance for the remainder of the session.</p> <p>Following discussion, the committee agreed that the Interim Regional Chair would recommend the paper to the Board of Management at the next Board meeting.</p> | | |
| Action | <p>ACTION: - The Secretary to the Board will progress recruitment of the Equality and Diversity Champion following JB's end of term.</p> <p>ACTION: - The Chair and Secretary to the Board would develop a schedule of Board meetings which would be subject to change.</p> <p>The committee noted the content of the report.</p> | | |

| | | | |
|---------------------------|---|------------------|-------------------|
| Item BDC03.21-6 | Terms of Reference Review | | |
| Paper No: BDC03-21-D | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | <p>It was confirmed that the Terms of Reference for the Board Development Committee would be amended to show four non-exec members would be in attendance which would include the Chair.</p> <p>The following items were noted: -</p> <ul style="list-style-type: none"> ➤ Annual reviews will be provided by all the committees and reports submitted to the Board which will formulate the overall Board Governance Report. ➤ It was recommended that the timetable for all annual reviews be clearly communicated to the Chairs and timeframes provided to the executive team. ➤ It was commented that further review of the process for the timing of the induction of the student Board members was needed. | | |

Board of Management

- A formal review of committee chairs had not been undertaken previously and it was recommended that improvements in documenting re-appointments for Board Members and a formalised approach was required.

| | |
|--------|---|
| Action | ACTION: - The Secretary to the Board to amend paragraph 2 , to show that meetings will comprise of the Chair plus 3 non non-exec members, plus one staff member plus one student member, quorum will equal to 4 of six members in attendance with at least two non-exec members. |
| | The committee noted the content of the report. |

| | | | |
|---------------------------|---|------------------|-------------------|
| Item BDC03.21-7 | Vice Chair – Job Description / Payment | | |
| Paper No: BDC03-21-E | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | Confidential to members only. | | |
| Action | ACTION : - The secretary to the Board would circulate paper BDC03-21-E to the committee. | | |

| | | | |
|---------------------------|--|------------------|-------------------|
| Item BDC03.21-8 | Board Development Day | | |
| Paper No: Verbal | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | It was stated that a Board Development day would be scheduled for Summer 2021 and following discussion with WM, a further update would be provided by the Chair. | | |
| Action | ACTION: - The Chair would provide a further update to the committee. | | |

| | | | |
|---------------------------|--|------------------|-------------------|
| Item BDC03.21-9 | Reappointment of Board Members | | |
| Paper No: Verbal | Lead: H. Carr | Action Requested | Discussion |
| Discussion/Noted | It was noted that the terms of office for both NJ and RO would end 22 February 2021 and the Interim Regional Chair recommended the re-appointments of both members to the Board of management. | | |
| Action | The committee noted the verbal update. | | |

| | | | |
|----------------------------|---|------------------|---------------|
| Item BDC03.21-10 | Induction for New Board members | | |
| Paper No: BDC03-21-F | Lead: H. Carr | Action Requested | Noting |
| Discussion/Noted | The committee noted that the internal induction for Board members would be provided in AdminControl and published on the College website. Training through the College Development Network and mandatory staff training would also be provided. Meetings with the College Principal and Vice Principals to introduce Ambition 2025 will be scheduled as a group. It was confirmed that additional committee inductions would be conducted for new members of both Audit and Remuneration Committees. Feedback on the induction process would be requested following completion by members. The suggestion of the introduction of a 'buddy system' whereby existing Board members buddy up with new members was discussed. | | |
| Action | No further action required. | | |

Board of Management

| | | | |
|----------------------------|---|------------------|---------------|
| Item BDC03.21-11 | Any Other Business | | |
| Paper No: Verbal | Lead: H. Carr | Action Requested | Noting |
| Discussion/Noted | It was noted that following receipt of Government approval new board members would be invited to attend the Board of Management Meeting on 23 March 2021. It was stated that the Scottish Government had communicated that the process to appoint a Regional Chair of the Board would begin in April 2021. | | |
| Action | No further action required. | | |

Date of Next Meeting

The date of the next Board Development Committee Meeting will be advised.