

**MINUTE OF BOARD DEVELOPMENT COMMITTEE MEETING HELD ON 30 JANUARY 2023 AT
1600 HRS VIA TEAMS**

Present:	
Caroline Stuart (CS) - Chair	Danielle Hughes (DH) – Student President
Malcolm MacLeod (MM)	Claire McLean (CMc)
Richard Nash (RN)	
In attendance:	
Lorraine Grierson (LG) – Board Secretary	
Apologies:	
Gillian Brydson (GB)	Sue Irving (SI)

1. **Welcome and Apologies for Absence | Verbal | Chair C. Stuart**
 - 1.1. The Chair welcomed everyone to the meeting.
 - 1.2. **Apologies were received from Gillian Brydson and Sue Irving. The meeting was recorded as quorate.**

2. **Declaration of Interest | Verbal | Chair C. Stuart**
 - 2.1. The Chair reminded Members to indicate any declaration of interest as appropriate throughout the course of the meeting.

3. **Minute of Meeting held 4 May 2022 | Paper 2.1 | Chair C. Stuart (For Approval)**
 - 3.1 **The minutes were agreed as an accurate record of the meeting. However Committee membership was reviewed and changed in June 2022, which has meant there was not a quorum to approve the minutes. It was accepted by committee members that the 2 existing members present, agreed the minutes were an accurate record.**
 - 3.1. RN queried point 6 in the minutes, which stated that new members would meet with the Chair of Finance and General Purposes meeting to discuss the finance model and position of the college. He advised that he was not aware of this, but was happy to do so if this was still relevant. CS apologised to RN and suggested a meeting should be held with all new members to discuss.
 - 3.2. **ACTION: The Board Secretary would arrange a suitable time for this meeting.**

4. Action Log | Paper 2.2 | L. Grierson

- 4.1. LG advised members that all actions had now been completed and **the Committee agreed that all actions were now closed.**

5. Board Self Evaluation Report | Paper 3 | L Grierson (For discussion)

- 5.1. LG advised that the meeting was to discuss the evaluation information which will inform the Board Development Plan. Succession planning, term dates and committee membership/structure would be brought to the next meeting in June 2023 for discussion.
- 5.2. MM asked for consideration to be given to nominating a Deputy Chair for each Committee particularly in respect of succession planning and to ensure there was someone to stand in for the Chair. CS advised that a 1-1 development meeting will be held with all board members in May at which she will **seek clarification as to whether members are considering standing for a second term and if they would like to shadow Committee Chairs.**
- 5.3. RN raised concerns about the size of FGP Committee's remit. He explained that the primary focus is on finances and commercial income to ensure sustainability, which receives a lot of time for discussion. However, the HR scope is also a big area that needs time for fuller discussion, particularly in respect to transformation and Voluntary Severance/ compulsory redundancies and he felt it needed more attention given to it. RN suggested that a sub-group be formed to cover HR and people in order to ensure we look after people and apply college values. He suggested that CMc may like to Chair this sub-group. CMc confirmed she would be happy to Chair a sub-committee to ensure we do not do a mis-service to staff and the transformation process. MM suggested a standing item on the Board agenda to include staff retention, recruitment and wellbeing.
- 5.4. It was suggested that a sub-group meeting 1 hr before FGP was created to discuss the HR scope, which would then allow for key issues arising to be discussed at FGP Committee.
- 5.5. **ACTION: CMc to contact JG to explore this and discuss who should be involved in the sub-committee. She would then feedback to BDC.**
- 5.6. Mandatory Training – LG advised that Board members are expected to complete college mandatory training, but there had been little uptake of this. It was acknowledged that members using their own email address would not receive college emails advising them of the training. There was discussion around access to this training and **LG agreed to speak with IT/HR to see if all the training could be sent out at the same time rather than it be spread over several months and if there could be a forum for board members to access the training.**
- 5.7. Pt 7 of the Report - Common Themes. Members discussed the points raised under this section as undernoted:
- 5.7.1. 7.1 – re timeliness of papers – it was noted that much work has taken place to ensure papers are uploaded on time with a significant improvement in the process.

- 5.7.2. 7.2 - It was agreed that the Chair and Chairs of Committees should encourage quieter members to contribute so that everyone has a chance to have their say. It was also agreed that new student reps will have an introductory meeting with Chair of the Board and Committees to help with their understanding.
- 5.7.3. 7.3 - Report templates are being updated to incorporate key risks, executive summary, and clear outcomes. MM mentioned that we are comfortable adding to risks but not so good at taking risks out therefore once we have dealt with a risk, this should be removed as it is no longer active. CS advised that Committee Chairs should decide whether it should be removed and recommend the change to Audit Committee and the Board. RN advised that conversations had taken place with the Principal and Finance Director to improve financial reporting to FGP Committee and the Board.
- 5.7.4. 7.4 - Members discussed PIs and the little data on trends to identify issues and mitigating actions. This is a work in progress. Opportunity planning will take place at the March and June Boards. CS confirmed that guests will be invited to speak to the Board during the May Strategy Day. LG also confirmed that the Wheatley Group may be presenting at the March Board meeting.
- 5.7.5. CS asked members to come forward if they have any ideas for the Strategy day in May.

6. Any Other Business | Item 16 | C Stuart

- 6.1 There was no other business.

7. Date of the Next Meeting | C Stuart




- 7.1 **The date of the next scheduled meeting is agreed as Monday 19 June 2023.**



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One step ahead

Item 2.2
BDC0123-2.2

Key	
	Ongoing
	Closed
	Overdue

Board Development Committee Action Log 30/1/23

No	Meeting Date	Action	Lead	Deadline	Status	Commentary
1	4/5/22	The Secretary to the Board would ensure that the Equality and Diversity Report was added as an item to the next BOM Meeting Agenda.	LG	Jun 22	Closed	Presented 27 June 2022
2	4/5/22	The Secretary to the Board and Executive Office would arrange and monitor completion of the induction process	LG	Sep 22	Closed	Formal induction took place at the September Strategy days. All CDN Induction has taken place.
3	4/5/22	The Chair and Secretary to the Board would progress suggested revisions to Committee membership and vacancy VC nomination process.	LG	Jun 22	Closed	Committee membership was reviewed and presented to Jun 22 Board meeting.
4	4/5/22	The Secretary to the Board would ensure that the Board Evaluation Survey was added to the next BOM Agenda	LG	Sep 22	Closed	Superseded by the decision to do self evaluation in Aug/Sep meetings and include BoM survey
5	4/5/22	The Code of Good Governance Checklist would be the subject of discussion at the September 2022 BOM Meeting – to be added to agenda	LG	Sep 22	Closed	D&G Internal Auditors (RSM) reviewed compliance with the Code. All recommended management actions completed Action Plan in line with Code of Good Governance is being worked towards.

Finance & General-Purpose Committee Action Log 16.06.22

No	Meeting Date	Action	Lead	Deadline	Status	Commentary
6	4/5/22	The Secretary to the Board would ensure that Data Protection/Cyber Security was added to the EER Action Plan.	LG	Sep 22	Closed	Both are reported to the FGP Committee and the DP Accountability Tracker is reviewed quarterly. A new member of staff has been appointed to carry forward the operational work required for DP which has progressed significantly. An Information and Governance Group has been set up which covers the governance around Cyber and DP.



**Dumfries and
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One step ahead

BOARD DEVELOPMENT COMMITTEE

Date of Meeting	<u>30 January 2023</u>
Subject of Paper	Board Self Evaluation Report
Paper No.	BDC0123-3
Agenda Item	3
FOISA Status	Non disclosable
Primary Lead	L Grierson
Date of production	19 January 2023
Intended Outcome	Discussion

Financial Implications:	N/A
Equality and Diversity Implications:	N/A
Learner and Learning Implications:	
Risks Assessed:	N/A
Publicly Available:	NO

1 Introduction

Annual Board Self-Evaluation

- 1.1 The purpose of the Report is to provide the Board Development Committee with an opportunity to consider feedback from the 2021-22 Self-Evaluation Questionnaires, and to discuss any further actions required in response.
- 1.2 The Board of Management is required under the Code of Good Governance for Scotland's Colleges (section D.23) to self-evaluate annually its performance and effectiveness against its overall duties and responsibilities. Compliance with the Code is a condition of grant awarded by SFC. The implementation of robust self-evaluation processes will ensure that governance arrangements are compliant with the Code of Good Governance.
- 1.3 This process began in October 2022 and consisted of:
 - Committee Self-Evaluation Questionnaire and review of Terms of Reference
 - Board of Management Self-Evaluation Questionnaire
 - 1-1 Interim meetings with the Chair and individual members of the Board.
 - 1-1 Meeting with Senior Independent Member and the Chair, feedback of which will be verbally relayed to the Board.
- 1.4 Due to a review of the agenda cycle and terms of reference, the Annual Self Evaluation process will now be conducted in May of each year, therefore full 1-1 reviews will take place in May 2023 and development needs will be added to the action plan.
- 1.5 The Board of Management Questionnaire was composed of 10 Sections where members were asked to grade their response from 1 'needs review' to 5 'excellent'.
 - 1.5.1 The average responses are very positive, leaning more towards the higher end of the scale – the sectional average is outlined below.
 - 1.5.2 Section 1 reflected a lower grading where there was concern around the length of the agendas and timing of papers being uploaded, however there has been a concerted effort to improve on this with a positive effect.
 - Section 1 - Meetings – Preparation and Conduct Of Meetings: Average Score – 31 out of 50

- Section 2 - The Conduct Of Business: Average Score – 21 out of 25
- Section 3 - The Content and Quality Of Papers Provided For Meetings: Average Score – 8 out of 10
- Section 4 - Membership: Average Score – 12 out of 15
- Section 5 - Stakeholder Information: Average Score – 11 out of 15
- Section 6 - The Operation Of The Board's Committees: Average Score - 18 out of 25
- Section 7 - Board Of Management And Members Support: Average Score – 17 out of 20
- Section 8 - Performance Of The Board Chair: Average Score – 22 out of 25
- Section 9 - Governance: Average Score – 8 out of 10

1.6 Next Steps - The feedback provided in the Report will be considered by the Committee and any recommendations and actions will be incorporated into the Draft Board Development Plan, which will be submitted to the next Board for approval.

Recommendations

The Board Development Committee are asked to NOTE and DISCUSS the content with a view to incorporating actions into the board development plan (Appendix 4).

Lorraine Grierson
Secretary to the Board
19/1/23