

**REMUNERATION COMMITTEE MEETING**

**MINUTE OF MEETING HELD ON 29 MAY 2023 AT 16:00 - VIA TEAMS**

<b>Present:</b>		
Sue Irving (SI) - Chair	Malcolm MacLeod (MMac)	Jamie Ross (JR)
Caroline Stuart (CS)	Will Dowson (WD)	Ann Hill (AH)
Richard Nash (RN)		
<b>In attendance:</b>		
Joanna Campbell (JC) – Principal	Lorraine Grierson (LG) – Board Secretary	Mike O'Donnell (MO)
<b>Apologies:</b>		
Claire McLean (CMc)	Jill Galloway (JG)	

**1. Welcome and Apologies for Absence | Verbal | Chair S Irving**

- 1.1 The Chair welcomed everyone to the meeting and apologies were noted from Claire McLean. The meeting was recorded as quorate.
- 1.2 Declaration of Interest | Verbal | Chair S Irving
- 1.2.1 The Chair reminded members to indicate any declaration of interest and/or connections as appropriate throughout the course of the meeting.

**FOR APPROVAL**

**2. Minutes of Previous Meetings and Matters Arising | Chair S Irving**

**2.1. Minute of Meeting held 6 October 2022 | REM0523-2.1 | Chair S Irving**

- 2.1.1. The minute was recorded as an accurate record, however AH referred to pt 6.6 of the minutes and asked why it had been recorded as 'A member asked' rather than stating the name of the person. The Board Secretary advised that previous board members had asked that there is anonymity as these are published on the web and the Principal had also asked that names are not recorded. Members of the Committee stated they were happy with initials being used.
- 2.1.2. MM suggested there should be clarity about what is or isn't an action ie at pt 6.7 it states 'could be an action'. LG confirmed that this had been pulled through as a definite action.

## REMUNERATION COMMITTEE MEETING

### 2.2. Action Log | REM0523-2.2 | L. Grierson

2.2.1. LG advised that there was no current update for the 3 actions ... Due to the length of time the actions had been open, members asked if these could be referred to MO who was overseeing the department and **LG confirmed that she would raise the actions with MO.**

### 3. Principal's Objectives | REM0523-3.1 | C Stuart

3.1. CS addressed the paper and advised members that the Objectives follow the same format as the previous year building on last years' objectives, as itemised in column 2. CS spoke through each of the strategic priorities and measures and asked members for comments:

- Strategic Priority 1 - Performance, Leadership and Sustainability
  - MM suggested that this section focusses on cost-management and continued cost-cutting will be strategically unsustainable. There should be a focus on generating new income streams. CS suggested strengthening this by adding the Borderlands growth deal.
  - WD stated that the leadership element should be a separate set of objectives as these will be cascaded down and should focus on 25-30 vision. He also suggested that staff costs would be best shown as a figure rather than a percentage incase the income moves around.
  - RN suggested that a balanced budget by the end of the financial year is too short a period, but should reflect a longer term forecast over the next 3 yrs. CS advised that there needs to be a balanced budget as the college is measured on this.
- Strategic Priority 2 - People and Culture – values and behaviour link to objectives and individual PRDs. CS advised that the college want to move to a talent management approach and invest in staff.
  - JR stated that 3 out of the 4 measures in this section have no figures or timescales. He also stated that there are 15 priorities, which should be narrowed down to 5 in order to help the Principal prioritise.
  - WD suggested that the commercial income target should be separate from commercial goals and 80% completion of staff training should move to 100% by a given date.
- AH would like to see what is being achieved, when and how in the template. She advised that the EER report recommendation stated 'develop a better focused agenda addressing college strategic objectives and timescales'.
- Strategic Priority 3 - External Relationships and Reputation – managing and developing local and commercial relations which is hugely important moving forward.
- Strategic Priority 4 - Tertiary Education Provision – ... course provision and link from school, college and university and how it fits with our commercial plan.

## REMUNERATION COMMITTEE MEETING

○ ...

3.3 As there were a lot of comments to consider SI asked CS to review the objectives and reduce the outcomes, which CS agreed to do. **SI confirmed that the objectives would be revisited and disseminated via email for members to review and finalise to take to the Board of Management.**

### **4. ELT/SLT Re-Structure | REMCO0523-4.1 | J Campbell**

4.1. JC/MO joined the meeting at 1645 hrs

4.2. JC advised members that MO, who was supporting item 4, would be joining the meeting ... and updated members of his background.

4.3. Confidential to members

### **5. Executive Leadership Team Objectives | REMCO0523-5.1 | J Campbell**

5.1. SI stated that this item would be suspended until the Principal's objectives have been agreed and will be brought back to another meeting or distributed by email. Members will be advised.

## FOR DISCUSSION

### **6. Committee Self Evaluation | REMCO0523-6.1 | L Grierson**

6.1. LG advised members that the committee self-evaluation process is an annual requirement and this would reflect business over the academic year 2022-23. In previous years, the form was sent out to members to complete and return, however this year, LG asked members to trial completing the form jointly as part of the meeting. LG led members through each section of the form to complete the process, and members were also invited to send any further comments via email if they wished.

## FOR INFORMATION ONLY

### **7. AOCB | S Irving**

7.1. There was no other business raised and the meeting adjourned at 18:31 hours.

### **8. Date of the Next Meeting**

8.1. The date of the next meeting is scheduled for 29 August 2023.



**Dumfries and  
Galloway College**

One step ahead

**Key**

- Ongoing
- Closed
- Overdue

## Remuneration Committee Action Log 29.05.23

No	Meeting Date	Action	Lead	Deadline	Status	Commentary
1	29/11/21	The wording in the job descriptions should be reviewed to ensure performance can be measured - ie members queried how evaluation can take place based on 'world class performance', 'sector leading'.	JG	<del>Mar 22</del> <del>May 23</del> July 23	Ongoing	This is outstanding due to AK leaving the College and the new VP People starting. VP People has been advised of the action and a completion date to be agreed at Rem Com on 29 <sup>th</sup> Aug 22.  Depute Principal job description has been updated.  <b>MAY UPDATE:</b> ...
2	7/10/22	A question arose with regards to the PRD Process, how it is moderated to ensure a consistent approach and how ' <i>better than</i> ' and ' <i>excellent</i> ' were considered during the ELT review process. JC confirmed that VPs carry this out individually but not as a group however, this would be taken as an action.	JG	<del>May 23</del> July 23	Ongoing	<b>MAY UPDATE:</b> ...

# Remuneration Committee Action Log

No	Meeting Date	Action	Lead	Deadline	Status	Commentary
3	7/10/22	Members queried the terminology around 1% for 'achieving' objectives as staff are paid to achieve their objectives. JG to review the wording for 'achieve' to reflect that staff had achieved their objectives well.	JG	<del>May 23</del> July 23	Ongoing	<b>MAY UPDATE:</b> ...

<b>MEETING</b>	<b>REMUNERATION COMMITTEE</b>
<b>Agenda Item:</b>	<b>3</b>
<b>Paper No:</b>	<b>REM0523-3.1</b>

<b>Date</b>	29 May 2023
<b>Location</b>	MS Teams On-line
<b>Title of Paper</b>	Principal's Objectives
<b>Presented By</b>	Caroline Stuart
<b>Recommendation</b>	Approval
<b>Appendix Attached</b>	YES
<b>Disclosable Under FOISA</b>	NO

Read Time: 6 minutes

**1. Recommendation**

1.1 The Remuneration Committee is invited to approve the Principal's objectives for 2023-24.

**2. Executive Summary**

2.1 The purpose of this report is to seek the Remuneration Committee's approval of the proposed objectives for the Principal's for annual year 2023-24.

**3. Context**

3.1 The objectives are outlined in Appendix 1 below for the Committee to discuss and agree. These will inform the objectives for the Executive Leadership Team.

**4. Strategic Implications**

4.1 All priorities within Ambition 2025.

**5. Risk**

**6. Implications**

<b>Financial</b>	No	
<b>Legal</b>	No	
<b>Learning and Teaching</b>	No	
<b>Equalities</b>	No	

**Caroline Stuart**  
Chair of the Board of Management  
18 May 2023

<b>MEETING</b>	<b>REMUNERATION COMMITTEE</b>
<b>AGENDA ITEM:</b>	<b>6</b>
<b>PAPER NO:</b>	<b>REM0523-6.1</b>

<b>Date</b>	29 May 2023
<b>Location</b>	MS Teams On-line
<b>Title of Paper</b>	Committee Self Evaluation
<b>Presented By</b>	L Grierson
<b>Recommendation</b>	Discussion
<b>Appendix Attached</b>	No
<b>Disclosable Under FOISA</b>	YES

## 1. Recommendation

- 1.1 The Remuneration Committee is asked to **discuss** and jointly complete the self-evaluation form.

## 2. Executive Summary

- 2.1 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.

## 3. Context

- 3.1 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, and as part of the process, 1-1 reviews with board members, the Chair and Board Secretary have taken place in May 2023.
- 3.2 The Committee is asked to consider and complete the Committee Self-Evaluation form jointly at the end of the Committee meeting, to reflect business over the last academic year 2022-23.



3.3 The Board development plan will be populated with actions taken from the self-evaluation documentation and 1-1 meetings.

#### **4. Strategic Implications**

4.1 Board effectiveness impacts on all priorities within Ambition 2025.

#### **5. Risk**

No risks associated with this paper.

#### **6. Implications**

<b>Financial</b>	NO	
<b>Legal</b>	NO	
<b>Learning and Teaching</b>	NO	
<b>Equalities</b>	NO	

**Lorraine Grierson**  
Secretary to the Board  
18 May 2023

**REMUNERATION COMMITTEE SELF-EVALUATION**

(to be completed by Committee Members collectively)

Date:

Section	Yes	No	N/A	Comments/Action
<b>Composition, Establishment and Duties of the Committee</b>				
Does the Committee meet regularly in accordance with the Board Standing Orders?	Yes			Scheduled to meet 2 x pa, however additional meetings are scheduled when necessary.
Does the Committee consistently have a quorum?	Yes			Yes (so far this year, both have been quorate)
Do all Committee members attend meetings regularly?	Yes			
Does the Committee have enough members?				
Does at least one of the Committee members have a background relevant to the remit of the Committee?	Yes			
Have new Committee members received all necessary training?				
Does the Committee report regularly to the Board?				

Section	Yes	No	N/A	Comments/Action
<b>Terms of reference</b>				
Does the Committee have written terms of reference?				
Do the terms of reference include all aspects of the Committee's role?				
Does the membership of the Committee need to be changed?				
Are the terms of reference adopted by the full Board and reviewed annually?				

Section	Yes	No	NA	Comments/Action
<b>Compliance with the Law and Regulations</b>				
Does the Committee have a mechanism to keep it aware of topical legal and regulatory issues?				

Section	Yes	No	NA	Comments/Action
<b>Internal Control</b>				
Does the Committee monitor to ensure that risk is controlled?				
Does the Committee regularly review relevant strategic plans?				
Does the Committee consider the level of detail and information it receives appropriate?				
Are appropriate internal performance measures monitored by the Committee?				
Is the Committee addressing all matters delegated to it by the Board and under its terms of reference?				

Section	Yes	No	NA	Comments/Action
<b>Administrative arrangements</b>				
Does the Committee have an independent secretary?				
Are Committee papers distributed in sufficient time for members to give them due consideration?				
Are Committee meetings scheduled prior to important decisions on specific matters being made?				
Is the timing of Committee meetings discussed with all involved?				