

**NOTES OF MEETING OF THE BOARD OF MANAGEMENT HELD AT 4.30PM ON  
29 MARCH 2017, THE BOARDROOM, LANGSIDE CAMPUS**

**PRESENT:**

David Newall (DN)	Chair
Sandra Heidinger (SH)	Vice Chair
Keith Rosser (KR)	Board Member
Robert Fraser (RF)	Board Member
Graeme Whiteford (GW)	Board Member
Gordon McGuinness (GMcG)	Board Member
Scott Cooley (SC)	Board Member
David Watt (DW)	Board Member
Fiona Godsman (FG)	Board Member
Mary Docherty (MD)	Board Member
Clare Walker (CW)	Board Member
Stephen Henson (SHen)	Board Member

**IN ATTENDANCE:**

Brian Hughes	VP Curriculum and External Relations ( <i>except for items 17.10 and 17.18</i> )
Janet Thomson	VP Resources and College Development ( <i>except for items 17.10 and 17.18</i> )
Tracy Elliott	AP Finance and Infrastructure ( <i>except for items 17.10 and 17.18</i> )
D Marshall	AP Student Experience ( <i>for item 17.13 only</i> )
Gillian Murray	Clerk to the Board (Minute Taker)
Margaret Cook	Chair, Glasgow Colleges' Regional Board

**APOLOGIES**

Carolyn Davidson	Board Member
Michaela Ditrichova	Board Member
Amparo Fortuny	Board Member
Eleanor Harris	Depute Principal

**17.01 WELCOME AND APOLOGIES**

The Chair welcomed new Board Member, Robert Fraser, to his first Board meeting. The Chair welcomed Margaret Cook, Chair of the Glasgow Colleges' Regional Board. Apologies were noted from C Davidson, M Ditrichova and A Fortuny. An apology was also noted from E Harris.

**17.02 DECLARATIONS OF INTEREST**

B Hughes identified an interest, applying to all members of the Senior Management Team, in items 17.10 (Principal Appointment) and 17.18 (Senior Management Pay Award) and it was agreed that they would leave the meeting for the discussion on those items. K Rosser and F Godsman declared their interest in Item 17.22 as trustees of the Glasgow Clyde Education Foundation.

**17.03 DETERMINATION OF OTHER BUSINESS**

There was no other business.

**17.04 MINUTE OF THE BOARD MEETING ON 21 DECEMBER 2016**

The minutes were accepted as a true and accurate record of the meeting.

**17.05 MATTERS ARISING – ACTION GRID**

All matters arising had been actioned.

**17.06 MINUTES FROM COMMITTEE MEETINGS**

**i. Organisational Development – 25.01.17**

S Heidinger gave an overview of the work of the Committee since the last Board meeting. An update was given on the Staff Survey, the Workforce Planning Session and the People Strategy. In response to a question from a Board Member, B Hughes advised that information would be reported back to the Committee on the work that had been done across the College in relation to Cultures and Values workshops.

LMcG

**ii. Learning & Teaching – 15.02.17**

G McGuinness provided an update on the work of the Learning & Teaching Committee, summarising the main agenda items discussed at the last meeting. The Committee had recognised its new members and had taken time to discuss future Agendas.

**iii. Finance & Resources – 01.03.17**

D Newall outlined the main items discussed by the Committee and advised that the substantive items considered by the Committee were on the Board Agenda.

**iv. Audit – 08.02.17**

D Watt gave an overview of the items discussed at the Audit Committee. The Committee had received an excellent report on Procurement with Glasgow Clyde College having received a Gold score in its recent Procurement and Commercial Improvement Programme assessment.

**v. Remuneration Committee – Various**

Board Members had received all of the minutes of the previous meetings of the Remuneration Committee, with the exception of the meeting which had taken place immediately prior to this Board meeting. Both items discussed at that meeting appeared on the Agenda for discussion later in the meeting.

#### **17.07 CHAIR'S REPORT**

D Newall provided an update under two main topics – People and the Glasgow Colleges' Regional Board (GCRB).

##### People

D Newall reminded Board Members that S Walsh had retired from Glasgow Clyde College on 28 February. On behalf of the Board he thanked her for her service to the College and wished her well for the future.

E Harris was leaving the College with effect from 31 March 2017 and was now on annual leave until then. D Newall expressed his appreciation of her support of the Board and conveyed the Board's gratitude to E Harris for her support to both the Board and the College over the years. D Newall described her contribution as invaluable.

B Hughes will be taking on the role of Acting Principal as of 1<sup>st</sup> April 2017 until a new Principal is appointed. J Thomson will take on the Acting Depute Principal role for the same period. This means that if B Hughes is absent from the College, J Thomson will deputise. In addition, B Hughes' Vice Principal role has been advertised internally and this appointment will ensure that this role is covered whilst he is Acting Principal.

##### GCRB

D Newall had attended the Board meeting of the GCRB on 22 March 2017. He offered compliments to Margaret Cook and Robin Ashton on the GCRB achieving fundable body status as of 1<sup>st</sup> April 2017.

The two main items of business which had been discussed at that Board meeting were the Regional Outcome Agreement and the funding allocation to the Glasgow Colleges. Both items would be covered later in the Agenda.

#### **17.08 DEPUTE PRINCIPAL'S REPORT**

In addition to the written report included with the papers, B Hughes provided an update on National Bargaining. He informed the Board that the EIS had launched a national ballot and it set out the nature of the proposed strike action. The ballot will close on 10 April.

In response to a query from a Board Member, B Hughes advised that the indicative ballot had returned a 90% vote in favour of strike on a 64% turnout of voters. Based on this, B Hughes advised that the College is preparing for strike action by contacting employees, staff, students, schools etc.

A Board Member queried whether or not staff were clear on the College's policy regarding pay during any strike action. B Hughes explained that Colleges Scotland had issued a document entitled "10 things you need to know about the March 2016 agreement" and suggested that this was distributed to staff within the College. So far the College has not pursued this route. Clear information regarding the consequences of taking strike action will be issued to all staff in due course.

The Board discussed national bargaining and the proposed strike action, and noted that this was a moving situation with further updates being necessary as it develops.

B Hughes outlined some of the recent awards given to the College. An update was given on Estates and an update was given on the recent contract award from the contact in Saudi Arabia.

**17.09 GCRB STRATEGY PLAN FOR GLASGOW**

M Cook was invited to deliver a presentation on the Glasgow Colleges' Regional Board Strategy Plan for Glasgow. M Cook began by thanking the Board for giving her the opportunity to present and attend the Board meeting. The presentation outlined the purpose of GCRB, the Regional Governance and Accountability Structure, the GCRB Structure, the Current Priorities and the draft Regional Strategic Plan.

Following the presentation, Board Members discussed the current priorities and draft Regional Strategic Plan, with questions being answered by M Cook. Discussions took place around the consistency of quality across the Region with one Board Member observing this is referenced in the strategy document but more needs to be done to ensure it is reflected in practice.

Discussions took place around the appeal process for Colleges if they didn't agree with the decisions of the GCRB and M Cook intimated that there is no appeal process against decisions of GCRB and that this mirrors the current relationship that the Colleges have with the Scottish Funding Council.

Discussion took place around the draft strategy. In response to a query from a Board Member, M Cook assured members that there was a raft of information underpinning the strategy and that this would be circulated. In response to a query from another Board Member, M Cook agreed that the strategy was lacking in detailed MC

numbers and assured the Board that papers are being drawn together on numbers and KPIs. M Cook also advised that the KPIs would include what was needed to be known which can't necessarily be measured in numbers.

In response to a question on what the GCRB will do M Cook outlined the recent example of the allocation of the additional capital funding during 2016/17. M Cook also highlighted that the appointment of a new Finance Director will be utilised to look at making the region operate in a more effective and efficient way.

D Newall thanked M Cook for her presentation and participation in the discussion.

*There was a short break in the meeting with members of the Senior Management Team not returning after the break to enable discussion on items 17.10 and 17.18 in their absence.*

#### **17.10 PRINCIPAL APPOINTMENT**

D Newall outlined the proposed process for the appointment of a new Principal. D Newall took Board Members through the paper which had been circulated in advance, pausing on the main terms and conditions, the timescale for the recruitment process and the proposed Appointment Panel. D Newall outlined the reasoning behind the proposed salary bracket, emphasising that the intention would be to offer a salary within the lower half of the bracket but reserving the right to go higher if need be.

S Heidinger pointed out that the Remuneration Committee had also discussed the proposed length of term of appointment and agreed that this should be an open ended contract with the reference to 'five years' being removed. There would be a need to put in place a robust performance management process.

M Cook confirmed that she had asked her Board for delegated powers to approve any appointment on behalf of GCRB to avoid any delay in the appointment process.

D Newall directed the Board to the proposed job description and invited any comments by email to be sent to him, or the Clerk to the Board, no later than close of business on Friday 7<sup>th</sup> April.

The Board approved the proposed terms and conditions, timescale for recruitment process and appointments panel and agreed that the Remuneration Committee should now take this forward.

#### **17.18 SENIOR MANAGEMENT PAY POLICY & AWARD**

D Newall informed the Board that the Remuneration Committee had met prior to the Board meeting and discussed a pay award for senior management. The recommendation from the Remuneration

Committee was to award Senior Management a pay award from 1<sup>st</sup> April 2017 of 1%.

The Board took the decision to follow the recommendation and make a 1% pay award for Senior Management to take effect from 1<sup>st</sup> April 2017.

*Members of the Senior Management Team were invited to re-join the meeting.*

**17.11 DRAFT REGIONAL OUTCOME AGREEMENT FOR 17/18**

B Hughes provided an update on the draft Regional Outcome Agreement (ROA) for 2017/18. The Board had received a copy of the draft with their papers. B Hughes identified some of the more challenging aspects of the targets contained within the ROA, in particular, the target for activity levels for residents from SIMD10 areas. B Hughes advised Board Members that a separate Access & Inclusion Strategy from each of the three Assigned Colleges would accompany the ROA when submitted to the Scottish Funding Council (this formed a separate item on the Agenda). B Hughes advised the Board that the ROA commits the three assigned colleges to identify three individuals who will take a lead role in regional curriculum activities across a range of areas.

The Board discussed the draft ROA. In response to a line of discussion, B Hughes agreed that the attainment targets are challenging but that he hoped these could be met by concerted efforts to improve retention. Discussion took place around retention and what could be done to improve this. The Board acknowledged the difficulties in this area and noted that the risk was more a reputational risk rather than a financial risk, as currently, the only financial penalty is associated with our failure to achieve activity levels in our credit target

D Newall concluded the discussions by accepting the targets within the ROA and agreeing that the College would continue to deliver to the targets, recognising the difficulties therein. D Newall identified this as a developmental area for the Board to gain a better understanding of the targets and the associated implications for the College.

**17.12 SFC / REGIONAL INDICATIVE FUNDING ALLOCATION FOR 17/18**

J Thomson provided an update on the SFC Indicative Funding Allocation. At the time of writing the paper, the funding allocation to the three Glasgow Colleges from GCRB had not been decided and the paper contained a proposed funding allocation from GCRB to the College. Since then, the Glasgow Colleges' Regional Board had met and approved the proposed funding allocation to each of

the three Glasgow Colleges for the main teaching grant and student support funds.

The Board noted the funding allocation for Glasgow Clyde College for 2017/18. The Board discussed the funding. In response to a question from a Board Member, J Thomson advised that the costs of running the GCRB were being deducted from the overall funding to the Region and therefore were being spread to the three Assigned Colleges proportionately to the volume of credits delivered. This mechanism is in contrast to last year where the costs were split equally between the three. In response to a suggestion from a Board Member that the costs of running GCRB should be met by the SFC, M Cook outlined the discussions which had already taken place with SFC on this topic. M Cook outlined both parties' positions on the transfer of funding and/or staff and concluded that the SFC had refused any movement of either.

The Board noted the update on the SFC and GCRB funding allocation for 2017/18.

*D Marshall joined the meeting for discussion on Item 17.13 only.*

#### **17.13 STUDENTS ASSOCIATION STRUCTURE PROPOSAL**

D Marshall was invited to present the proposed structure of the Glasgow Clyde College Students' Association. The Board had received a paper detailing the existing structure, the proposed structure and the reasons for the changes. D Marshall talked the Board through the changes and explained that the cost of the proposed changes would be an increase of approximately £7,000 compared to the 2016/17 budget.

The Board discussed the proposed changes. There was discussion around the structures in other Colleges, however it was noted that it is difficult to make any direct comparisons. One Board Member queried whether or not this proposal goes far enough to adequately resource the Students' Association. D Marshall advised that the feedback from students is that this is sufficient with their priority being permanency of the Development Officer role in the structure which this proposal will achieve. Another Board Member queried whether any funding for this would be available from the Glasgow Clyde Education Foundation and was advised that the Foundation will not fund ongoing salary costs.

The Board approved the proposed structure of the GCCSA.

#### **17.14 CAPITAL MASTERPLAN UPDATE**

J Thomson provided the Board with an update on the Capital Expenditure from 1 April 2016 to date and on the Capital Masterplan.

A Board Member sought clarification in relation to the Landscaping & Horticulture project. J Thomson clarified that the intention is to re-use the glasshouses which have been in storage since the College moved out of Daldowie but if this can't be done then new glasshouses will be purchased.

The Board noted the update.

**17.15 COLLEGE STRATEGIC RISK REGISTER**

J Thomson introduced the new style of Strategic Risk Register and took the Board Members through each of the risks, highlighting the changes to the style of the register as well as to any changes in level of risk.

The Board discussed the Strategic Risk Register with one Board Member asking for more specific information to be provided in some of the mitigating actions, for example, to specify where action has been completed or is still to be done or reviewed and by whom/when.

Another Board Member suggested more referencing in risk F3 relating to Brexit and related constitutional change. J Thomson agreed to take forward these suggestions with possible input from Board Members.

The Board noted the Strategic Risk Register.

**17.16 GLASGOW CLYDE ACCESS & INCLUSION STRATEGY**

B Hughes introduced the Glasgow Clyde College Access & Inclusion Strategy, providing the background to the origins of the Strategy and explaining to the Board the historical funding allocation pertaining to students identified as having Extended Learning Support (ELS) needs.

The Board discussed the Strategy. A Board Member highlighted the risk that under the new funding model, the College could potentially run out of funding for support for students with ELS, based on the exponential rate of growth of students with ELS needs. B Hughes advised the Board that this was a risk and that alternative resources were being looked at such as the Glasgow Clyde Education Foundation and SAMH (for mental health training).

The Board discussed the Strategy.

**17.17 GCC BALANCED SCORECARD**

J Thomson introduced the new Balanced Scorecard. D Newall suggested that this item be looked at in greater detail and suggested that this form part of a developmental session for Board Members.

DN/GM



**17.19 GOVERNANCE UPDATE**

G Murray introduced her paper on governance.

The Board approved the final Report on the External Effectiveness Review and the Development Plan and agreed to these now being submitted to the Scottish Funding Council.

The Board agreed to the immediate appointment of Robert Fraser to the Finance & Resources Committee and to him taking on the role of Chair of that Committee with effect from 1<sup>st</sup> August 2017. D Newall will thereafter remain as a member of that Committee.

The Board discussed the proposed revisions to the Remit of the Remuneration Committee, noting the substantive change that would allow the Committee to make decisions on the pay awards of the Senior Management Team. Following discussion, the Board agreed to revise the Remit in accordance with the proposals.

After discussion regarding the proposed role description of the Senior Independent Member, it was agreed that the proposed role description would be adopted.

The Board agreed to take a decision on the process of evaluating the effectiveness of the Chair and Committee Chairs by email due to a printing error meaning the process had not been circulated in advance.

GM

The Board agreed to invite the Acting Principal to bring forward a draft Conflict of Interest Policy to a further meeting of the Board.

BH

The Board noted the update in respect of the Section 22 Report and Public Audit Committee. The Board also noted the Judicial Review outcome.

**17.20 FINANCIAL REPORT TO JANUARY 2017 & FORECAST OUTTURN**

The Board noted this paper.

**17.21 CREDITS PROJECTION 2016/17**

The Board noted this paper.

**17.22 GLASGOW CLYDE EDUCATION FOUNDATION UPDATE**

The Board noted this paper.

**17.23 EQUALITIES IMPACT ASSESSMENT ON DECISIONS MADE**

Equalities issues were raised in discussion on the ROA widening access and inclusion targets and the Access & Inclusion Strategy.

There were no decisions made which would require an equality impact assessment.

**17.24 REVIEW OF PAPERS**

Papers in relation to Items 17.10, 17.18 and 17.20 were non-disclosable.

**17.25 ANY OTHER BUSINESS**

No other business.

**The next Board of Management Meeting will be held at 4.30pm on Wednesday 21 June 2017, The Boardroom, Langside Campus.**