

**NOTES OF THE NOMINATIONS COMMITTEE MEETING
HELD ON 20 FEBRUARY 2020, 9.30am REGENT HOUSE, 113 WEST REGENT
STREET GLASGOW**

PRESENT:

David Newall	Committee Chair
Fiona Godsman	Committee Vice Chair
Keith Rosser	Board Member

IN ATTENDANCE:

Christine McConnell Clerk to the Board (Minute Taker)

20.01 WELCOME AND APOLOGIES ACTION

The Committee Chair welcomed everyone to the meeting.
There were no apologies.

20.02 DECLARATIONS OF INTEREST

Declarations of Interest were received from D Newall in relation to Item 20.05 and in particular in relation to the Chair's term of office and K Rosser and F Godsman in relation to Item 20.07.

20.03 MINUTES OF MEETING HELD ON 11 APRIL 2019

The Minutes were accepted as a true and accurate record of events.

20.04 MATTERS ARISING

There were no other matters arising.

**20.05 BOARD MEMBERSHIP – TERMS OF OFFICE ENDING IN
JULY 2020**

Committee Chairs

The Chair spoke to the paper which was circulated with the agenda. He advised that the terms of office of the Chairs of the Audit, Finance & Resources, Organisational Development and Learning & Teaching Committees all terminate at end July 2020. He confirmed that, in accordance with the agreed process, he had spoken to each of the relevant Chairs and all had expressed a willingness to continue in the role should the Board be so minded. The Committee discussed the contribution of each of the Chairs and expressed the desire to ensure that there

is diversity in Board membership. The Committee noted that the feedback was that the four Board members were good and effective chairs.

The Committee also discussed the need to ensure adequate succession planning and the risks attached to all four Chairs' terms of office terminating at the same time. The Committee therefore agreed to stagger the termination of the Chairs' tenure and to recommend the following extensions to the relevant Board members' terms of office:

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- Sandra Heidinger, Chair of Organisational Development and of Remuneration Committee extended for 4 years;
- David Watt, Chair of Audit Committee – extended for 4 years;
- Robert Fraser, Chair of Finance & Resources Committee- extended by 3 years;
- Gordon McGuinness, Chair of Learning & Teaching- extended by 3 years.

Chair of the Board of Management

The Chair left the meeting for the duration of this item of business.

The Clerk advised the Committee that she had been in contact with the Glasgow Colleges Regional Board (GCRB) in relation to the expiration of the Chair's term of appointment in July 2020. The Committee noted that the Chair had expressed a willingness to continue in office if the Board was so minded. The Clerk advised that the process required the Senior Independent Member to submit a report on the Chair's performance to the GCRB which was in process. The Committee noted that the report would include input from non-executive Board members' as well as staff and student representatives. The Committee recommended that input from the Principal should also be included given the importance of that relationship. The Committee asked that it have sight of the report in advance of the next Board meeting on 18 March 2020.

CLERK

D Newall returned to the meeting

20.06 COMMITTEE MEMBERSHIP AND SUCCESSION PLANNING

The Committee discussed the vacancies in Committee Membership.

The Committee noted that there is a vacancy on the Finance & Resources Committee following an unsuccessful attempt to fill this in 2019. The Committee agreed that this should be re-advertised with a focus on attracting applicants with appropriate levels of financial expertise. If

possible, this vacancy should be filled by the beginning of the next session.

The Committee also discussed the two vacancies on the Nominations Committee itself. The Committee agreed that these should also be filled and that Board members should be approached to establish their interest.

20.07 GLASGOW CLYDE EDUCATIONAL FOUNDATION

The Committee considered the draft protocol in the paper for appointment of Trustees to the Glasgow Clyde Educational Foundation.

The Committee agreed that the protocol provided an appropriate process and agreed to recommend approval to the Board.

20.08 ANY OTHER BUSINESS

There was no other business.

20.09 EQUALITY IMPACT OF DECISIONS MADE

The Committee recognised the need for diversity in Board and Committee membership in relation to all appointment decisions made.

20.10 REVIEW OF PAPERS (INCLUDING DISCLOSABLE STATUS)

All papers are confidential.

DATE OF NEXT MEETING

A further meeting will be set for Autumn