

Draft Minute of the Nominations and Remuneration Committee held on Monday 6 February 2017

Present	
Jackie Russell (Chair)	Clare Ireland
Lesley Garrick	
In Attendance	
Robin Ashton (Executive Director)	Wendy Odedina (Executive Assistant)
Margaret Cook (GCRB Chair)	
Apologies	
Ian Gilmour	Grahame Smith

1. Introduction and Welcome

Paper Number: Verbal

1.1 Discussion

The Chair welcomed Margaret Cook, GCRB Chair, as an observer.

2. Apologies

Paper Number: Verbal

2.1 Decision

Apologies were noted for Grahame Smith and Ian Gilmour.

3. Declarations of Interest

Paper Number: Verbal

3.1 Discussion

The Chair reminded members that it is their personal responsibility to indicate to the Chair at any point during the meeting if they have, or may be perceived as having, a conflict of interest under any item on the agenda.

The Executive Director declared an interest in agenda items 6, 7 and 8.

4. Chair's Business

Paper Number: Verbal

4.1 Decision

There were no matters raised under Chair's business.

5. Minute of the Committee Meeting held on 10 October 2016

Paper Number: NRC4-A

5.1 Decision

The minute was **agreed** as an accurate record.

The Committee also **noted** the decision by correspondence taken on 21 November 2016.

6. GCRB staffing proposals for fully operational status

Paper Number: NRC4-B

6.1 Discussion

The Chair invited the Executive Director to provide an overview of the modified staffing proposals and the section of the paper relating to collaborative management, and noted that he would then leave the meeting as per his previously declared interest in this item.

The Executive Director outlined the revised GCRB staffing proposal which had been amended following feedback from the GCRB Board meeting in December 2016.

He detailed the proposed approach to collaborative working with the assigned colleges which he noted, requires to be set out formally.

The Executive Director noted that a formal request for transfer of resource had been sent to the SFC and a response was received which did not agree to any transfer of resource (SFC letter tabled at meeting). The response did however note that a request could be made to the SFC strategic funding group for transitional funding and the Executive Director noted that a submission has been made to this effect (GCRB funding proposal paper tabled at meeting). It was noted that the outcome of the request to the strategic funding group will be communicated to members once received.

The Executive Director declared an interest in the remaining part of this item, and agenda items 7 and 8, and temporarily left the meeting.

The Chair of the Board noted that an independent job evaluation exercise had been undertaken to evaluate the proposed strategic finance role. This could not be done in isolation and therefore the Executive Director role was also evaluated as part of this process. The Chair of the Board noted that, if agreed by the Board, she would propose to engage an interim finance director on a short term contractual basis until such times as a permanent appointment can be made through an open recruitment process.

6.2 Decision

The Committee:

- **noted** and **endorsed** the modified GCRB staffing proposals for fully-operational status;

- **noted and endorsed** the proposal to enhance GCRB capacity through implementation of a collaborative management approach with the assigned colleges, noting that this should be set out formally with appropriate opportunities advertised to all staff;
- **agreed to recommend** to the GCRB Board that it commits to recruiting a full-time strategic Finance and Resources Director;
- **agreed to recommend** to the GCRB board that it engages an interim Finance and Resources Director on a short term contract as soon as possible;
- **agreed to recommend** to the GCRB Board that it requests the Nominations and Remuneration Committee undertake further work to develop a salary banding for the Finance and Resources Director role, taking cognisance of existing internal relativities within the Glasgow College Region, together with any appropriate terms and conditions, for further consideration by the GCRB Board.

7. Update on Review of Employment Arrangements for GCRB staff

Paper Number: NRC4-C

7.1 Discussion

The Chair of the Board provided an update on discussions regarding the employment arrangements for GCRB staff. Following a meeting with GCRB lawyers, she noted that she will write to SFC regarding pension scheme arrangements.

7.2 Decision

The Committee **noted** that report.

The Chair of the Board **agreed** to update the Committee on this matter in due course.

8. Executive Director 6 month performance review

Paper Number: NRC4-D

8.1 Discussion

The Chair of the Board presented the outcome of six-month performance review of the GCRB Executive Director. She noted that the Executive Director is working through agreed objectives and is making substantial progress.

8.2 Decision

The Committee **noted** the report and their satisfaction with progress that has been made.

9. Appointment of new GCRB member

Paper Number: NRC4-E

9.1 Discussion

The Executive Director re-joined the meeting at this point.

The Executive Director noted that there is one vacancy on the GCRB board. He explained that the paper detailed the current skills mix of existing GCRB members and identified potential areas where the Board could be strengthened.

9.2 Decision

The Committee:

- **agreed** the skills gaps identified within the paper and to **recommend** to the Board that an open recruitment exercise is undertaken on this basis;
- **agreed** the proposed timescales for an open recruitment process; and
- **agreed** membership of the Appointments Panel and that the Chair of the Board should identify an independent person to join the panel.

10. Appointment of new GCC member

Paper Number: NRC4-F

10.1 Discussion

The Committee considered the paperwork received from the Secretary to the Board at Glasgow Clyde College to appoint a new board member according to the Scottish Government Guidance on the Appointment of College Board Members.

The Committee were pleased to note that the Chair of the GCRB Audit Committee had been involved in the interview process.

10.2 Decision

The Committee **agreed** to **recommend** to the Board that Robert Fraser is appointed to the Board of Management of Glasgow Clyde College for a period of 3 years.

11. Glasgow Clyde College Principal

Paper Number: NRC4-G

11.1 Discussion

The following paragraphs are withheld from publication on the GCRB website under the Freedom of Information (Scotland) Act 2002:

[REDACTED]

[REDACTED]

11.2 Decision

[REDACTED]

[REDACTED]

[REDACTED]

12. Board Self Evaluation

Paper Number: NRC4-H

12.1 Discussion

The Executive Director presented the paper which detailed the outcome of the self-evaluative survey completed by board members in September 2016. He outlined the main themes that had been identified from member feedback.

12.2 Decision

The Committee

- **discussed** the results of the GCRB Board and Committee Evaluation survey;
- **noted** that GCRB management will use the results of the survey and Committee discussion to inform the Board Development Plan;

- **noted** the formal response received from the Scottish Funding Council regarding external review of the Board;
- **noted** the progress on individual board member performance appraisals; and
- **agreed** the revised process for the evaluation of the Chair of the GCRB.

13. GCRB Committee Membership

Paper Number: NRC4-I

13.1 Discussion

The Executive Director presented the paper proposing Committee membership for the proposed new GCRB board member.

13.2 Decision

The Committee **agreed to recommend** to the Board that, following Cabinet Secretary approval of the appointment, Michael Ward should become a member of the GCRB Audit Committee.

14. Long Term Agenda

Paper Number: NRC4-J

15.1 Decision

The Committee **agreed** the long term agenda.

14. Date of Next Meeting

Paper Number: Verbal

15.1 Decision

It was **agreed** that an additional meeting of the Committee should be held on **Tuesday 14 March at 1400hrs** (venue tbc).

The next meeting of the Committee thereafter would be held on **Tuesday 2 May at 1100hrs**.