

# Glasgow Colleges Strategic Board:

## Externally Facilitated Effectiveness Review (Spring 2021)

**(Draft) Final Report : April 2021**





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# Glasgow Colleges Regional Board

## Externally Facilitated Governance Effectiveness Review

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## 1. Introduction

- 1.1 The Code of Good Governance for Scotland's Colleges, dated 2016, (the Code) sets out the principles of good governance for colleges and regional strategic bodies in Scotland.
- 1.2 All colleges that receive funding from the Scottish Funding Council or a regional strategic body must comply with the Code as a condition of grant. Each governing board must state its adoption of the Code in its corporate governance statement contained within its annual financial statement.
- 1.3 The five principles set out in the Code provide a framework within which colleges and regional boards are expected to develop their own policies and procedures.
- 1.4 The Code states that the relevant governing board must have in place a robust self-evaluation process. Para D. 23 states '*The Board must keep its effectiveness under annual review and have in place a robust self-evaluation process. There should also be an externally facilitated evaluation of its effectiveness at least every three years*'. This externally facilitated governance review was established to meet this expectation.
- 1.5 'The Guide for Board Members in the College Sector' and the 'Board Development Framework' provide additional guidance for college board members, regional board members and board secretaries.
- 1.6 The role of the Board (taken from the GCRB website) *is to secure the coherent provision of a high quality of fundable further and higher education in Glasgow's colleges.*

*The Regional Board's published functions include:*

- *Funding of Assigned Colleges*
- *Administration of Funds*
- *Planning*
- *Performance Monitoring*
- *Promotion of the SFC's Credit and Qualification Framework*
- *Promotion of Collaboration and Sharing of Good Practice*
- *Efficiency Studies*
- *Improvement of Economic and Social Well-being*

- *Transfer of Property and Staff*
- *Good Governance and Compliance*
- *Appointment of Board Members of Regional Board (with approval by Ministers)*
- *Appointment of Board Members of Assigned Colleges*

1.7 The Scottish Funding Council expects the GCRB executive to collaborate with the three assigned colleges to achieve the functions listed above. In this sense, the GCRB leadership builds on systems thinking. <sup>1</sup>At the heart of systems leadership in practice are shared values and intentions to improve outcomes for service users (2013;6). It is recognised that the skills of ‘influencing, enabling, adapting and, critically, consensus shaping to achieve common cause’ (op cit; 3) have been deployed by the GCRB to make progress. This review of governance takes place at a time when the GCRB is building on the progress to date.

## 2. Methodology

2.1 The effectiveness review included various approaches aimed at building up an overview of the governing board’s effectiveness. The components of the review process were

- Initial meeting with the Chair, Executive Director and Board Secretary to agree the scope of the review and the overall project plan (8 September 2020)
- Observation<sup>2</sup> of Board meeting (25 January 2021), Audit Committee (9 March 2021), Nomination and Remuneration Committee (17 March 2021), Performance and Resources Committee (31 March 2021)
- Desk review of core governance documentation, including agendas, reports and minutes.
- Interviews with the Chair, Executive Director, Board Secretary, Vice Chair, Senior Independent Member, Chair of Audit and Assurance Committee
- Interviews with Staff Members and Student Members
- On-line event to test review conclusions and recommendations (19 April 2021)

## 3. Executive Summary

3.1 The governing of the Glasgow Colleges Regional Board is effective. Recent evidence from external sources together with evidence from this review of governing practices and processes confirms an engaged and committed board. There is debate and challenge of key issues of strategic importance, with progress towards a direction of travel for the educational, social and economic benefit of greater Glasgow.

3.2 This effectiveness review has highlighted several areas where improvements would enable more effective decision making in the achievement of the governing board’s

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<sup>1</sup> ADCS Virtual Staff College (2013) Systems leadership: Exceptional leadership for exceptional times

<sup>2</sup> It should be noted that at the time of Covid-19 pandemic, governing board and committee meetings were taking place ‘on-line’. Thus, reference to the observation of meetings should be understood as observation of on-line meetings. Such meetings are obviously different from the dynamic of face-to-face governing meetings.

responsibilities. Addressing these areas for improvement would move the GCRB to a more proactive body. In summary these improvements are as follows:-

- The development and use of a strategic business report which addresses the implementation of the board's strategic objectives, presented to every board meeting;
- Development of more board creative time to support formal governing board decision making
- Ensure the standard governance reporting format includes 'learner and learning implications'
- Consider the development of a stakeholder policy
- Consider arrangements for a student voice
- Review the board's role in relation to human resource strategy and development
- The codification of systems and controls supporting the implementation of GCRB strategy.
- Review the nature and content of reporting to the GCRB, seeking to ensure that reports are accessible and understandable to all members of the board.

## **4. Effectiveness Review against the Code for Good Governance for Scotland's Colleges**

### **4.1 Leadership and Strategy**

- 4.1.1 The Board has established a strategy for the period 2017/22 'Glasgow Region Strategic Plan for College Education' within which is a Regional Programme of Action for the year 2019/20. This programme of action for specific projects includes expectations for inclusivity, responsiveness and effective performance together with KPI performance measures. The Board has not established a detailed plan of action with specific objectives, targets, timescales, milestones, impact measures for its strategic plan. Without this detail reported to the Board on a regular basis, the Board's oversight of its strategic intention is limited.
- 4.1.2 The Board has established a strategic review of 'coherent provision and sustainability of the Glasgow college region'. The Phase 1 Report was presented to the Board on 25 January 2021. Following deliberation, the Board gave its approval for Phase 2 engagement and the proposed timeline.
- 4.1.3 The Phase 1 Report included reference to the 2019/20 External Audit Report of GCRB which stated "GCRB has taken action to improve regional governance arrangements. However, opportunities to improve information sharing across the region should continue to be explored to ensure the GCRB can continue to fulfil its role as a regional strategic body." It also reports: "SFC reported their review of GCRB in October 2020. This recognised the significant progress made by GCRB and highlighted three key recommendations, including the need to explore options for improving collaboration across the region".
- 4.1.4 The internal audit annual report 2019/20 states that GCRB has adequate and effective arrangements for risk management, control and governance.
- 4.1.5 The Board has established a committee structure as follows

- Audit and Assurance Committee
- Performance and Resources Committee
- Nominations and Remuneration Committee

- 4.1.6 The committees have a scheduled pattern of meetings to work towards the quarterly Board meeting. The Performance and Resources Committee plays an important and impressive role including the monitoring of the KPIs associated with the regional outcome agreement. The observed meeting included intelligent questioning and a thoughtful governance conversation between members and principals as observers. The Performance and Resources Committee must strive to keep to a strategic oversight rather than inadvertently drift towards operational matters and inappropriate micro-management.
- 4.1.7 All committees undertake annual reviews of performance in relation to their approved terms of reference. However, how each committee contributes to the Board's achievement of its strategic plans is constrained by the lack of a precise plan of action with targets and timescales for the Board's strategic plan.
- 4.1.8 There is an experienced, expert and highly committed Chair of the GCRB. She is supported by a strong and influential Board Secretary and a newly appointed (under twelve months) Executive Director. This group works already well together and is capable of moving the Board towards a more proactive character with confidence. Further development of this working practice, with the possible involvement of a Vice Chair of the GCRB (for resilience), would continue to strengthen Board effectiveness.
- 4.1.9 The chairing of each committee is undertaken to a high standard. Chairs of committees clearly use the wider governance space for networking and development to support their respective roles.

## 4.2 Quality of the Learner Experience

### 4.2.1 Student Engagement

- 4.2.1.1 The GCRB Executive Director meets with the Glasgow College Region Student Executive (GCRSE) on a regular basis to take feedback on key student issues, including learning and teaching. Specific items which have emerged in 2020 include the successful recruitment of the Environment Sustainability Manager which will link in to student project activity. These meetings are also an opportunity to support students in preparing for boards and committees, understanding agendas and developing their own presentations to ensure the student voice is presented at the GCRB board.
- 4.2.1.2 Three Student Presidents attend board meetings (two elected to the Board and one observer) and the two elected members of this group sit on committees. The GCSB executive has developed the capacity of the Student Presidents in recent months, and it is believed that student engagement and student voice has increased successfully, including active participation in the current regional board review process.

4.2.1.3 There is currently no formal governance mechanism to connect the broader student voice to the GCRB. There is reliance on informal meetings with the Executive Director.

4.2.1.4 The role of the Executive Director working with Student Presidents in translating the board agenda and papers is greatly appreciated. However, this points to the possible need for other arrangements of on-going support, simplifying reports and further training and development.

#### 4.2.2 Relevant and High-Quality Learning

4.2.2.1 The Regional Programme of Action seeks to deliver a core group of projects which are cross-region, leverage additional action, attract match funding and are sustainable in the longer term. These projects are agreed by GCRB Board and reported as part of the regular reporting functions, including specific learning and teaching interventions to increase positive outcomes for students. For example, there have included targeted projects in communities from the most deprived postcode areas, support for learners from care-experienced backgrounds, support to develop a coherent regional ESOL approach, coordinated mental health support programme to assist learners and deliver lecturer professional development.

4.2.2.2 The regional Memorandum of Understanding provides a framework for agreement with each college, allowing individual colleges to focus on specialisms. The regional Curriculum and Estates Plan provides a vehicle for coherent cross-region examination of the curriculum and has been a mechanism for the concentrating of some course provision.

4.2.2.3 The Glasgow Colleges Group Learning and Teaching Group is the primary focus of collaboration with Vice Principals and Executive Director working with SFC and SDS (Skills Development Scotland) on regional planning, which informs reports to GCRB Board.

#### 4.2.3 Quality Monitoring and Oversight

4.2.3.1. The primary method for quality monitoring and oversight is the Outcome Agreement framework which forms a regular part of core reporting to the GCRB Performance and Resources Committee and the main GCRB board. This annual cycle sets the high-level aims, specific targets and intended outcomes, actions etc linked both to projects and KPIs. The Outcome Agreement is developed by the Executive Director in collaboration with senior colleagues across the colleges (via the Glasgow Colleges Group Principals Group and Learning and Teaching Group), as well as making use of data from partners' organisations, including Skills Development Scotland (regional skills analysis and employer data) and SFC (KPIs and national programmes and initiatives).

4.2.3.2 The actions contained within the Outcome Agreement are monitored via the PIs and also the activity of funded programmes such as those in the Programme of Action (POA), each of which includes interim and end-point reviews. For example, the current cycle (2020/21) includes, but is not limited to:

- 14 April 2020: Presentation of draft Regional Outcome 2020-2021 to P&R Committee
- 27 April 2020: Presentation of Regional Outcome Agreement 2020-2021 to Board

- 1 June 2020: OA Update P&R Committee
- 15 June 2020: OA and POA Update full Board
- 26 October 2020: Final reporting of OA and POA 2019-2020 to Board
- 25 January 2021: Interim reporting of OA 2020-2021 to board, including POA update
- March 2021: Completion of Interim Report to SFC, including regional consideration of learning and teaching, emerging trends from PIs etc

This cycle is supported by regular discussion of learning and teaching at both the Vice Principal Group and Principals' Group, which inform final reports.

#### 4.2.4 Overview

4.2.4.1 The Board might consider ways to progress its strategic objectives for learning and learners through the formation of a standing Committee for Learning and Teaching. Furthermore, all reports to the Board might be required to address a section titled 'Implications for Learners and Learning'.

4.2.4.2 The Board should consider defining all its core systems and processes for supporting the purpose of the GCRB. Thus, part of the Board's oversight will become (a) the relevance of defined processes and (b) the effectiveness of defined processes. Terms of reference for standing groups and meetings, including performance expectations for core processes, will assist in this development.

### 4.3 Accountability

4.3.1 Accountability to the Scottish Funding Council has been recognised in the recent report by the SFC 'Review of Regional Strategic Bodies: Glasgow Colleges Regional Board'. At paragraph 84 the report states: *'The review provided clear evidence that GCRB is successfully and consistently delivering on regional outcomes and the expected benefits of regionalisation'*.

4.3.2 Further comment regarding a wider interpretation of accountability is included in the section on Collaboration and Relationships below.

4.3.3 Reference is made to 'accountability' within the terms of appointment for Board members. 'You are individually accountable to the Board for your actions and decisions of office'. Consideration could be given to, for example, a footnote to the Board minutes that explains the position of staff members, student members and chairs from the assigned colleges regarding possible conflicts of interest.

4.3.4 Observed evidence of the Performance and Resources Committee demonstrated an example of how the GCRB holds the three assigned colleges to account.

### 4.4 Board Effectiveness

4.4.1 With respect to the Code of Good Governance for Scotland's Colleges (which also applies to the GCRB) the Audit and Assurance Committee received a review of compliance with the Code of Good Governance on 26 May 2020, which identified no material areas of non-compliance. The Committee reported to the Board on 15 June 2020. The Board might consider extending



its review of compliance with the Code to include impact of compliance i.e. what has been achieved as a benefit to GCRB.

- 4.4.2 The agenda and reports provided for the observed board meeting (25 January 2021) were of a high standard. Of particular note is the quality of the minutes, which were well-formatted and recorded decision making is presented in a clear and prominent manner. Most reports were headed with clear recommendations for decision making. An executive summary section should be included with every written report.
- 4.4.3 The chairing of the observed board meeting (25 January 2021) was highly effective, especially with the additional demands of using Microsoft Teams for the virtual meeting. At the start of the meeting members would have benefitted from a preview of the significant items on the agenda for decision making.
- 4.4.4 The Board did not receive a business report detailing progress in relation to its strategic plan. Such a report would demonstrate to the Board the progress towards the achievement of operational objectives (which should be linked to the strategic risk register). Thus, the executive leadership of the board wasn't tested, and therefore most contributions would be categorised as closer to reactive governing i.e. reacting to agenda items or the contributions of other members.
- 4.4.5 Whilst the student contribution to the board (25 January 2021) was informative at the item termed 'Glasgow Colleges Regional Student Experience', the narrative (which members wished to support) appeared to be without specific purpose other than awareness raising. Linking this report to a strategic objective of the Board would significantly improve relevance.
- 4.4.6 The Nomination and Remuneration Committee annual review of Board membership (September 2020) revealed
- An appropriate balance of expertise and experience for Board membership, with further consideration of this composition prior to recruitment of new non-executive members;
  - Average Board attendance for the period 2019/20 was 87%, which is very good.
  - The gender balance for overall Board membership was 9 men / 9 women
  - The Board is entering a phase (from September 2021) when over 50% of the Board will have joined within the previous 12 months.
- 4.4.7 Under the current circumstances of virtual meetings, there could be benefit from sharing more about membership of each meeting e.g. a list of members and biographic details to be circulated with each set of meeting papers.
- 4.4.8 Specific consideration has been given to achieving a diverse Board membership (diversity succession planning – September 2020). In addition to the useful range of measures proposed, consideration could be given to e.g. a standing community forum, to develop a wider cultural influence on Board processes and practices.

- 4.4.9 All Board members undertake an annual review with the Chair of the GCRB. The Chair's performance is reviewed by Ministers of the Scottish Government annually.
- 4.4.10 There is a Board Development Plan for 2020/21 with themes, actions and arrangements. The plan would benefit from impact statements expected to be achieved from various forms of intended development. These statements of impact should connect to the core purposes of the GCRB.
- 4.4.11 The internal audit service (Henderson Loggie) reported an opinion that that 'governance' was 'good' in 2018/19.
- 4.4.12 The Board has a clear, well organised policy framework in place for responsible governance. However, there are no specific policy statements with related systems and controls for the core purposes of the GCRB i.e. coherence of provision, quality of provision, regional economic and social well-being/cohesion/inclusivity, collaboration. Thus, it is not possible to review the usefulness of specific systems and controls.
- 4.4.13 Board has undertaken a thorough review of its place within the relevant legislative and regulatory framework (October 2020).
- 4.4.14 The most recent Board self-evaluation (April 2020) was structured and insightful. The following outcomes were recorded:-

*i. The need for a stronger development focus on effective boardroom behaviours, including the extent to which and the way in which members contribute to discussions.*

*ii. Further strengthening of Board understanding around the use of performance indicators, monitoring and reporting, to support a clear line of sight for the Board into performance at a regional level.*

*iii. Continued focus on GCRB's relationship with the Assigned Colleges to develop a common language and shared vision.*

*iv. Continued focus on developing internal and external relationships and collaboration.*

*v. Continued focus on students and understanding of factors impacting on the student experience.*

- 4.4.15 External audit report 'Annual Audit Report to the Board and the Auditor General for Scotland' (Dec 2020) includes the following positive statement

*We are satisfied that the Governance Statement has been prepared in accordance with the SFC Accounts Direction and that the content is consistent with the financial statements. The Board has appropriate systems in place to record, process, summarise and report financial and other relevant data. We have not identified any significant weaknesses or governance issues in the Board's accounting and internal control systems throughout the year or as a result of remote working during the COVID-19 pandemic. GCRB has taken action to improve regional governance arrangements. However, opportunities to improve information sharing*

across the region should continue to be explored to ensure the GCRB can continue to fulfil their role as a regional strategic body.

- 4.4.16 The formation of an annual development programme for board members, based on individual preferences and board priorities, should support continued progress for the GCRB. Mentor arrangements could be considered for student members and new members of the board.
- 4.4.17. To assist with succession planning and the maintenance of the momentum of student engagement with the GCRB, consideration could be given to observer status for assigned college student executive members.
- 4.4.18 The operation of the Audit and Assurance Committee (and its contribution to Board effectiveness) could be strengthened by the use of an assurance map i.e. identifying the evidence to satisfy assurance in relation to strategic plan and the strategic risk register.

#### 4.5 Relationships and Collaboration

- 4.5.1 There is evidence from the SFC Report (October 2020) which recognises ‘a key element of what makes the Glasgow Region successful is the effective cross-college working that is in place through the Glasgow Colleges Group’.
- 4.5.2 There are numerous examples of networking, relationship building and collaboration supporting the purpose of the GCRB. Para 88 of the SFC Report states ‘*Consistent with GCRB’s own development actions in its self-evaluation document, GCRB and the boards and senior executive of the colleges should continue to seek opportunities for open and pro-active communication, collaboration and joint-working, joint development and networking and constructive conflict resolution should this be required*’.
- 4.5.3 In relation to the Board’s strategic plan intentions upto 2022 and beyond, the Board should consider identifying, developing and testing the key systems and controls which deliver its desired relationships and collaborations.
- 4.5.4 To support future planning and current monitoring of plans, the board might consider standing arrangements to appreciate (i) the student voice (ii) the staff voice (iii) stakeholder voice(s). Regarding (iii) there could be benefits from a stakeholder mapping exercise to identify influence and contribution to the purpose of the GCRB.

## 4 Recommendations

	Most recommendations are ‘desirable’. However, the recommended revision to the business report should be given high priority.
1	To support the implementation of the strategic plan, to develop a comprehensive business report, for presentation to each board meeting, with improved accountability for performance to date and including variances from agreed targets, management interventions where necessary, and anticipated impact.

2	The creation of a board development programme to support the collective and individual priorities for the board
3	Chairing of meetings to include an overview of the agenda business with a focus on decisions to be taken at the meeting.
4	Consider the development of a stakeholder policy, formed in the light of a stakeholder mapping exercise
5	Consider arrangements for a louder, clearer student voice. Also, consideration could be given to observer status for a number of students from the assigned colleges.
6	Review the Board's role in relation to human resource strategy and development
7	Establish core policy statements derived from the purposes of the GCRB and codify systems and controls that support the implementation of these GCRB policies
8	Review the nature and content of reporting to the GCRB to ensure that all reports are accessible and understandable. This could include clarity of recommendation, inclusion of an executive summary and including 'learner and learning implications' in all reports.
9	Consider the potential benefit to the Board from the formation of a Committee for Learning and Teaching
10	Consider the value to governance from considering the impact for governance from compliance with the expectations of the Code. This approach may identify ways to refine governing practice in future.
11	Develop an action plan to follow up themes from the most recent Board self-evaluation exercise
12	The Audit and Assurance Committee would benefit from an assurance map i.e. identifying evidence to satisfy assurance in relation to the strategic plan and strategic risk register.

## Annex 1

### Document Review

Report to the Nominations and Remuneration Committee (24 September 2020) : Annual Review of Membership

Terms of Appointment: Member of the Regional Board for Glasgow Colleges

Undated presentation: Purpose of GCRB (7 slides)

2019/20 Glasgow College Region: Regional Programme of Action

Board member induction slides

Board member individual review pro forma

Board development plan 2020/21

Report to the Nominations and Remuneration Committee (24 September 2020) : Diversity Succession Planning Review 2020

Agenda planning for committees 2020/21

Audit and Assurance Committee Annual Report (Jan 2020)

Performance and Resources Committee Annual Report (Jan 2020)

Nominations and Remuneration Annual Report (Jan 2020)

Policy Schedule (Authority/Responsible Officer/Review)

Review of Governance Framework (October 2020)

Review of Compliance with the Code of Good Governance (May 2020)

Board Annual Self-Evaluation (April 2020)

Annual External (AZETS) Audit Report to the Board and the Auditor General for Scotland' (Dec 2020)

Board agenda and papers: 25 January 2021

Review of Regional Strategic Bodies – Glasgow Colleges' Regional Board (October 2020)

