

Draft Minute of the Nominations and Remuneration Committee held on Thursday 27 May 2021

Present	
Jackie Russell (Committee Chair)	Janie McCusker
Clare Ireland	Sissa D Rasmussen
In Attendance	
Martin Boyle (Executive Director)	
Penny Davis (Board Secretary)	Wendy Odedina (Executive Assistant)
Apologies	
Lesley Garrick	

1. Introduction and Welcome

Paper Number: Verbal

1.1 Discussion

The Chair welcomed members and attendees to the meeting.

The Chair noted that this was the final meeting of Lesley Garrick and Sissa Rasmussen before their respective terms on the board come to an end and she wished to record her thanks and appreciation for their work on the committee.

2. Apologies

Paper Number: Verbal

2.1 Decision

Apologies were received for Lesley Garrick.

3. Declarations of Interest

Paper Number: Verbal

3.1 Discussion

The Chair reminded members that it is their personal responsibility to indicate 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 and Board Secretary declared an interest in item 6 and it was agreed they would leave the meeting for this item.

4. Chair's Business

Paper Number: Verbal

4.1 Decision

The Chair noted that she had attended the following meetings in her capacity as Committee Chair:

- Non-Exec members phase 2 review workshop;
- Review workshop with SFC;
- Committee Chairs meeting with Chair;
- External Effectiveness Review Feedback session;
- Board meeting;
- Board Recruitment Skills Review Meeting.

5. Minute of the Committee Meeting held on 10 December 2020

Paper Number: NRC5-A

5.1 Decision

The minute of the meeting on 17 March 2021 was **agreed** as an accurate record.

6. Staff Pay Review September 2021

Paper Number: NRC5-B

6.1 Discussion

The Chair asked the Executive Director to provide an update to the committee on his intention for staff pay awards for GCRB support staff for September 2021. She noted this would be used as contextual background information for the Committee to inform their own decision on senior staff. The Executive Director noted that he would intend to make a pay award in line with public sector pay policy.

The Executive Director and Board Secretary left the meeting at this point.

The Committee Chair presented the paper noting the committee's previous decisions to make awards in line with public sector pay policy. The committee discussed that it would be appropriate to continue to follow this allocation method.

The committee discussed CPD for GCRB staff and the need for a budget to be put in place for a more systematic approach, with a standard format for application, timescales and budget to be established. It was also suggested that information is sought from the colleges with regard to the level to which these organisations fund professional qualifications and memberships of professional bodies.

6.2 Decision

The Committee:

- **noted** the contextual information provided and the report by the Executive Director relating to review of staff salaries within his remit;
- **agreed** to make an award for September 2021, in line with public sector pay policy, for the Executive Director and Finance and Resources Director of £800 and 1% for the Board Secretary;
- **requested** that the Chair of the Board liaise with the Executive Director with regard to an overall budget for CPD.

7. Board Development Plan Review of Format

Paper Number: NRC5-C

7.1 Discussion

The Board Secretary presented the revised board development plan. She explained that this would normally be considered in March in the annual cycle, however this has moved back to allow recommendations from the external effectiveness review to be incorporated, before submission to the Board in June.

She noted that the revised format of the board development plan, which is now categorised under three aims and includes links to risk and provides for links to the strategic plan.

The committee agreed that the revised format was very comprehensive and enhanced the report, providing improved understanding and relevance for members.

7.2 Decision

The Committee **endorsed** the revised format and content of the draft board development plan prior to finalisation and presentation to the Board for approval in June.

8. Assigned Colleges External Evaluation Reports Summary

Paper Number: NRC5-D

8.1 Discussion

The Board Secretary presented an overview of the paper noting that the assigned colleges are required to submit their external evaluation reports to GCRB as their funding body. She noted that CDN are also collecting reports and will produce a report for the sector with overall themes and for the good governance steering group.

In her opinion, the college reports are broadly positive and show no areas of non-compliance. She noted that there are some common themes which have a regional dimension and there are therefore opportunities to seek a collaborative approach.

The committee discussed the reports and noted that GCRB was not clearly mentioned as a key stakeholder.

The Executive Director noted that further to discussion with the Chair of the Board, he has asked the internal auditor to include stakeholder mapping across the region as part of internal activity for next year.

The committee noted their endorsement that this matter would be picked up by the Audit and Assurance Committee.

8.2 Decision

The Committee:

- **noted** that an EER has been completed for each of the three Assigned Colleges;
- **noted** that the EER reports were positive and no material points of non-compliance were identified;
- **noted** the observations under 4.4 relating to areas of common interest/development among the Colleges and GCRB.

9. External Governance Developments Update

Paper Number: NRC5-E

9.1 Discussion

The Board Secretary provided an overview of the report including updates on proposed changes to the membership and constitution of boards, and also the revised code of conduct.

9.2 Decision

The Committee **noted** the report on external governance developments.

10. GCRB Non-Executive Recruitment Update

Paper Number: Verbal

10.1 Discussion

The Chair of the Board provided a verbal report on the non-executive board member recruitment, noting that the panel had met to complete a skills analysis and the advert was now live with the deadline for receipt of applications being 28 May.

She noted that the panel will meet on 3 June to shortlist applications with interviews planned for 11 June.

10.2 Decision

The Committee noted the verbal report.

11. Assigned Colleges' Recruitment and Extensions

Paper Number: NRC5-F

11.1 Discussion

The Board Secretary presented the report which contained recommendations from Glasgow Kelvin College and City of Glasgow College with regard to board appointments.

She confirmed that the process undertaken in each case had been compliant with Ministerial guidance, that statements had been included from independent panel members where appropriate and that gender balance and succession planning had been taken into account.

11.2 Decision

The Committee **agreed** to recommend to the Board the following:

- a) The extension of the appointments of the following non-executive members of Glasgow Kelvin College Board for four years from 1 August 2021.
 - Rob Doyle
 - John Hogg
 - Deborah Thomson
- b) The appointment of a new non-executive member to Glasgow Kelvin College Board for four years from 1 August 2021 as follows.
 - Dermot Grenham
- c) The appointment of new non-executive members to the City of Glasgow College Board for four years from 1 July 2021 as follows.
 - Nicola Cameron
 - Ewart Keep

12. Student Elections

Paper Number: Verbal

12.1 Discussion

The Board Secretary provided an update on student presidential elections noting that NUS will then run the process to nominate two student members to the GCRB board with the third becoming chair of the Glasgow Colleges Regional Student Executive.

She noted that the approach may be changed slightly to recognise the three roles more equally.

She confirmed that the GCRB Executive are working to ensure a smooth handover and induction process.

12.2 Decision

The Committee **noted** the verbal report.

13. Long Term Agenda

Paper Number: NRC5-G

13.1 Decision

The Committee **agreed** the long term agenda for 2021-22.

14. Review of Disclosable Status

14.1 Decision

The Board Secretary confirmed the following papers as non-disclosable:

NRC5B – GCRB Staff pay review

NRC5-C– Draft Board Development Plan Review of Format

NRC5-F – Assigned College Board Appointments and Extensions

15. Date of Next Meeting

15.1 Decision

The proposed date of the next meeting was **agreed** as September 2021 subject to confirmation of the board calendar at the full board meeting.

15. AOB

15.1 Discussion

The Executive Director informed the committee that the post holder of the Environmental Sustainability Manager has resigned as he has been offered employment with another organisation.

The Executive Director explained that this provided an opportunity to revise the job description before going back out to recruitment to highlight the strategic element of this role more prominently and include project management, whilst retaining the focus primarily on climate change.

15.2 Decision

The Committee **agreed** that they would be content to receive a revised job description via correspondence to provide comment, which kept environmental sustainability as the clear focus of the role.