

Nominations and Remuneration Committee Meeting

Date of Meeting	Thursday 13 December 2018
Paper Title	Annual Review of Committee Effectiveness
Agenda Item	11
Paper Number	NRC2-G
Responsible Officer	Penny Davis, Board Secretary
Status	Disclosable
Action	For discussion

1. Report Purpose

- 1.1. To reflect on the Committee’s effectiveness during the past year and suggest improvements for its future operation.

2. Recommendations

- 2.1 With reference to the Committee Annual Report paper, Members are invited to:

- **consider** how well the Committee has fulfilled its terms of reference and **identify** any changes to the terms of reference it wishes to recommend to the Board; and
- **discuss** and **agree** feedback on the performance of the Committee Chair.

3. Annual Review

- 3.1. The Committee annual report is provided as a separate paper. The Committee is invited in that report to review work undertaken during the year and the effectiveness of its decisions, and to consider and agree any priorities for the year ahead.

4. Terms of Reference

- 4.1. The Committee’s terms of reference are provided as a separate paper. The terms of reference were updated during 2017-18, delegating authority to the Committee to approved Assigned College voluntary severance business cases for signature by the Executive Director and submission to the SFC. The Committee is invited in that report to consider whether it would recommend to the Board any further changes to its terms of reference.

5. Evaluation of Committee Chair

- 5.1. To inform the GCRB Chair’s appraisal of members who are Committee chairs, in compliance with the Code of Good Governance, the following arrangements have been agreed by the Board.
- As part of its annual self-evaluation, each committee will hold a discussion without

its Chair present to allow for consideration of the Committee Chair's performance and agreement on feedback to be given.

- A non-executive member of the Committee will then feed back to the Committee Chair either in the meeting or subsequently.
- The non-executive member will also share agreed feedback on the Committee's discussion with the Board Chair, to allow feedback to inform the Committee Chair's one-to-one appraisal. (Note: the Board has agreed that interim appraisal meetings will be held in June/July 2019, with full appraisal meetings deferred to the following December/January.)

6. Risk Analysis

- 6.1.** Effective evaluation procedures help to mitigate risk 011, The capacity and capability of the Board is inadequate and standards of governance fall below the level required, and risk 012, There is a breach of legislation/guidance/code of practice and this results in a failure of governance.

7. Legal Implications

- 7.1.** There are no specific legal implications associated with this paper.

8. Resource Implications

- 8.1.** There are no resource implications associated with this paper.

9. Strategic Implications

- 9.1.** There are no specific implications for the Regional Outcome Agreement or Strategic Plan associated with this paper.

10. Equalities Implications

- 10.1.** The Committee's annual review process includes consideration of gender balance.

