

Minute of the Nominations and Remuneration Committee held on Thursday 7 March 2019

Present	
Jackie Russell (Committee Chair)	Clare Ireland
Michael Cullen	Janie McCusker
Lesley Garrick	
In Attendance	
Robin Ashton (Executive Director)	
Penny Davis (Board Secretary)	Wendy Odedina (Executive Assistant)
Apologies	
Karolina Gasiorowska	

1. Introduction and Welcome

Paper Number: Verbal

1.1 Discussion

The Chair welcomed members to the meeting.

2. Apologies

Paper Number: Verbal

2.1 Decision

Apologies were received from Karolina Gasiorowska.

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.

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:

- Regional Ministerial Dinner with Richard Lochhead MSP;
- Funding Approached Workshop;
- Regional Conversation Event on Mental Health.

5. Minute of the Committee Meeting held on 16 January 2019

Paper Number: NRC2-A

5.1 Decision

The minute of the meeting on 16 January 2019 was **agreed** as an accurate record.

6. Annual Salary Review

Paper Number: NRC2-B

6.1 Discussion

The Executive Director temporarily left the meeting at this stage.

The Committee Chair outlined the Committee's responsibility with regard to agreeing an annual pay award for senior staff. She noted that both posts are outwith national bargaining however the Committee should take into consideration Public Sector Pay Policy.

She also noted that the Executive Director is a secondee from Glasgow Kelvin College and the Committee may wish to consider the award that was agreed for senior staff at Glasgow Kelvin College whilst recognising that GCRB is contractually not obliged to award this.

6.2 Decision

The Committee **agreed** an award for the two senior staff post holders at its meeting. Following the meeting, through a decision by correspondence, the Committee **agreed** to delay the final decision on this matter until its next meeting in order to allow further information to be made available.

The Executive Director re-joined the meeting at this stage and the Board Secretary and Executive Assistant temporarily left the meeting.

The Executive Director outlined to the Committee the proposed pay award for the remaining GCRB staff noting that it is his intention to mirror the national bargaining pay award for support staff although GCRB is not a member of the employers association.

The Executive Assistant re-joined the meeting.

7. GCRB Contractors Update

Paper Number: NRC2-C

7.1 Discussion

The Executive Director provided an update on the use of contractors as discussed at previous committee meetings and the potential risks around HMRC classification.

He noted that GCRB has engaged Scott-Moncrieff (un-related to their external audit function) to provide advice in relation to this matter and has taken out insurance at a minimal cost. He indicated that advice from Scott-Moncrieff is that this matter is judged as low risk.

7.2 Decision

The Committee **noted** this update report.

The Board Secretary re-joined the meeting.

8. City of Glasgow College Board Appointment Recommendations

Paper Number: NRC2-D

8.1 Discussion

The Board Secretary presented board appointment recommendations from City of Glasgow College noting that the process undertaken follows Government guidance and takes into account gender balance.

The Committee discussed that it may be beneficial to introduce exit interviews across the region when a board member resigns in order to gain any insights from retiring members for ongoing development.

8.2 Decision

The Committee **considered** the process set out and **agreed** to recommend to the Board the proposed non-executive appointments to the Board of City of Glasgow College.

9. GCRB Non-Executive Board Member Recruitment

Paper Number: NRC2-E

9.1 Discussion

The Board Secretary provided an overview of the report noting that there will be a vacancy on the GCRB Board as of June 2019 meaning that a recruitment process should therefore be initiated.

The Committee discussed the skills analysis of current board membership noting that it would be beneficial to recruit a member with experience of high level strategic planning, the public sector and senior financial experience.

9.2 Decision

The Committee **agreed** to the initiation of a non-executive recruitment process during April 2019 to enable consideration of outcomes by the Committee on 30 May and a recommendation to be taken to the Board on 17 June 2019.

It was **agreed** to engage Changing the Chemistry as part of the recruitment process.

It was **agreed** that the Board Secretary should take forward the assembly of an appointments panel for the process and members agreed to be involved in this process where required.

10. Update of Glasgow Kelvin College Principal Appointment

Paper Number: NRC2-F

10.1 Discussion

The Board Chair provided an update on the process to appoint a new Principal at Glasgow Kelvin College noting her involvement in the shortlisting and interview process.

She sought views from the Committee on interview questions relating to the Principal's role within regional governance structures.

10.2 Decision

The Committee **noted** the verbal update and the importance of candidates being aware from the outset of the significant regional leadership role that the principal of an assigned college has to carry out.

11. Scottish Government Good Governance Consultation Outcomes

Paper Number: NRC2-G

11.1 Discussion

The Board Secretary provided an overview of the report noting the key items arising from the outcome of the Scottish Government Good Governance Consultation.

In particular she outlined the decision to increase board membership to include two trade union members and also the decision to remunerate assigned college chairs. She noted that guidance is awaited with regard to the implementation of these outcomes.

11.2 Decision

The Committee **considered** the information provided and **agreed** that the report should be provided to the Board.

It was **agreed** to write to the Scottish Government to offer assistance in the implementation of these decisions and to ensure understanding of the unique position of GCRB and the particular relevance to our Board.

12. Development Action Plan 2018 – Year End Review of Progress

Paper Number: NRC2-H

12.1 Discussion

The Board Secretary provided an overview of progress against the 2018 Board development plan outlining activity that has taken place and positive progress against actions.

She noted that this evaluation will inform the Board Development Plan for 2019 which will be presented to the full Board at its March meeting.

The Committee discussed the importance of the Board strategic planning day in August 2019.

12.2 Decision

The Committee **noted** progress against the plan.

13. Long Term Agenda

Paper Number: NRC2-I

13.1 Decision

It was **agreed** to add the following items to the long term agenda:

- Good governance consultation (including as standing item);
- NRPA (May 2019);
- Plan for Strategic Planning Day (May 2019)

14. Date of Next Meeting

14.1 Decision

The next full meeting of the Committee will take place on 30 May 2019.