

Glasgow Kelvin College

Board of Management Meeting of 12 June 2023

Code of Good Governance - Annual Review

**Report by Secretary to the Board of Management and Director of
Estates and Corporate Services**

1. Introduction

The purpose of this report is to provide an update to members in relation to the Code of Good Governance. As members will be aware, the Code of Good Governance was updated towards the end of 2022. It is normal practice that an annual review is undertaken to ensure compliance with the Code is being maintained.

2. Code of Good Governance

The Director of Estates and Corporate Services and the Secretary to the Board have gone through the Code of Good Governance in detail and plotted the amended Code against the old Code. Changes to the Code are denoted in **blue text** and deletions are highlighted via ~~strike throughs~~. Work has been undertaken to ensure that compliance with the Code is being adhered to; this is detailed in the end column entitled "Comments/Compliance." An Evidence file has also been created for ease of retrieval of key documents; it should be noted that where evidence exists to support the text in the "Comments/Compliance" column this is **highlighted in peach**. Members of the Senior Management Team and the Governance and Executive Support Manager have also been involved in updating this document.

The Code of Good Governance document can be viewed via the undernoted link:
[Code of Good Governance Annual Compliance Review.pdf](#)

2. Code of Good Governance – Items for Action

In reference to A.1, it is the intention of the Vice Principal Operations and Director of People and Culture to refresh the values and ethos documentation of Glasgow Kelvin College. This will be conducted over the next Academic Year.

In reference to A.10 "Comments/Compliance column" there is mention made of the Standing Orders and, in particular, to declaring interests or connections. The Secretary to the Board of Management and Director of Estates and Corporate Services have noted that the Standing Orders will require to be reviewed to ensure that this new process (in terms of declaring interests or connections) is fully captured within the Standing Orders. The Standing Orders are due to be reviewed by February 2024 and this will be undertaken by the Secretary to the Board of Management and Director of Estates and Corporate Services prior to this date. The Board of Management will receive a relevant paper on this matter early in the 2024 calendar year.

In reference to D.3 – we note the statement within the amended Code of Good

Governance i.e. *“The senior independent member is also responsible for holding annual meetings with Board members, without the Chair, to appraise the Chair’s performance and provide the Chair with relevant feedback.”*

This is not currently undertaken in formal meetings, however, the Secretary to the Board of Management and the Director of Estates and Corporate Services are considering how this can be appropriately implemented without overly impacting on unpaid non-executive director’s time. The Secretary to the Board of Management has had very early conversations with the senior independent member.

3. College Sector Board Appointments: Ministerial Guidance 2014

[College Sector Board Appointments - Ministerial Guidance 2014.pdf](#)

This paper was discussed in detail at the Governance Professional Steering Group Meeting on 29 May 2023; this meeting was attended by the Secretary to the Board of Management.

The expectation is that the Unions will take appropriate action to elect their nominees for board membership by 1 January 2024. The nominees should then undertake their College Induction and the CDN Induction Training before their formal appointment to the Board. The new TU board members should take up their new roles on College boards by 31 March 2024.

This will take membership of the Glasgow Kelvin College Board of Management to 20 members during the 2023/24 academic year.

A newsletter is being issued by Frances Harrower, College Development Network that will also set out the timeline and procedure to be followed. The Secretary to the Board of Management and Director of Estates and Corporate Services will ensure the Board of Management are kept apprised accordingly.

4. Resource Implications

There are no additional resource implications relating to attending to the annual compliance check against the Code of Good Governance.

5. Impact on Students

There is no impact on students arising from this report.

6. Risk and Assurance

This report provides assurance to members that the Code of Good Governance is being regularly considered and monitored to ensure continued compliance and any gaps identified are being appropriately addressed. By conducting an annual review of the Code of Good Governance in this manner allows future audits of the governance arena to be carried out in a systematic, straightforward and seamless way.

This report provides members with assurance that the College is ensuring compliance with key governing documents.

7. Equality

There are no adverse impacts on individuals with protected characteristics arising from the contents of this report.

8. Data Protection

There are no data protection implications arising as a consequence of this report.

9. Environmental and Sustainability

There are no new environmental and sustainability matters arising from the contents of this report.

10. Recommendations

It is recommended that members:

- i) note the contents of this report, link and appendix;
- ii) note the work that will be undertaken by the Vice Principal Operations, the Director of People and Culture, the Secretary to the Board of Management and the Director of Estates and Corporate Services as denoted in paragraph 2;
- iii) note the advice in terms of TU nominations onto College Boards as per the papers - College Sector Board Appointments: Ministerial Guidance 2014; the Secretary to the Board of Management and Director of Estates and Corporate Services will ensure the Board of Management are kept apprised; and
- iv) request that the Secretary to the Board of Management and Director of Estates and Corporate Services conduct an annual review of the Code of Good Governance next Academic Year.

11. Further Information

Further information can be obtained from Linda Ellison, Secretary to the Board of Management at lellison@glasgowkelvin.ac.uk or Lisa Clark, Director of Estates and Corporate Services at lisaclark@glasgowkelvin.ac.uk

Linda Ellison
Secretary to the Board of Management
June 2023

Lisa Clark
Director of Estates and Corporate Services
June 2023