

Glasgow Kelvin College

Board of Management of 28 August 2024

Review of Performance of Chair of Board of Management

Report by Senior Independent Member and Secretary to the Board

1. Introduction

- 1.1 Members will be aware that, in accordance with the Code of Good Governance for Scotland's Colleges, the Board is required to review its own effectiveness and performance on an annual basis. As part of this process the performance of the Chair of the Board must also be reviewed. The purpose of this paper is to report on the review for the year 2023/24 and advise on the Chair's proposed objectives for 2024/25.

2 Context and Approach

- 2.1 The national Board Development Framework produced by the College Development Network advises that the performance of the chair of a board or its committees is crucial to the governance of the organisation. The chair of the board should be evaluated by the senior independent member or the vice chair in a one-to-one discussion.
- 2.2 Any evaluation should take into account the views of the relevant board or committee members and board chairs should have the opportunity to self-evaluate their own performance in advance of the one-to-one discussion. Thereafter a short report should be prepared for the board summarising the key feedback provided and any development actions or priorities that were agreed.
- 2.3 In 2023/24 the performance of the Chair was discussed in a private session of the Board, in the Chair's absence, led by John Hogg, the Senior Independent Member (SIM). The discussion was focused on the responsibilities of board chairs as prescribed by the Code of Good Governance for Scotland's Colleges. Standing Committee members completed a questionnaire on the performance of the Committee Chairs

3. Format of the Review

- 3.1 The Chair's 1:1 performance review for 2023/24 was conducted by John Hogg as the Senior Independent Member (SIM), who based the review on the output from the private session of the Board. There were nine board members in attendance at the private session. The Secretary to the Board circulated a note of the discussions to those members who had been unable to attend the session and sought any further comments. The comments received were passed to the SIM. Board members were also reminded by the SIM that they could contact him directly to discuss any matter relating to the Chair's performance.

4. Performance of the Chair

- 4.1 A summary of the discussion is included at **Appendix A**. It is clear that Board members have full confidence in the Chair and feel that he provides appropriate leadership and direction to the Board. In addition, the Board believe that the Chair has a positive working relationship with the Senior Officers of the College and is

effective in representing the Board, College, staff and students to stakeholders, in particular, Glasgow Colleges Regional Board and Education Scotland. Members noted that the Chair was willing to challenge stakeholders on the value they add to the College. The staff and trade union members referred to friction at a board meeting earlier in the year when words were exchanged between the Chair and one member. The Chair and the member met to resolve the matter, and this had not been an issue in recent meetings. The Board consider that the Chair is very well prepared for meetings, and chairs them appropriately, encouraging discussion and participation by members.

- 4.2 Generally, members felt that meetings followed the agenda and as far as possible given the number of items on some agendas ran effectively. It was suggested that it might be useful to work out a timing framework for the meeting just to give an indication of which items were expected to need more consideration.

5. Chair's Priorities for the coming session

- 5.1 Following consideration of feedback from members and drawing on the experience of online meetings in previous years the Chair has agreed a schedule for future Board and Committee meetings that incorporates both formats.
- 5.2 The Chair confirmed, in discussion that his priorities for the coming session, 2024/25 would be as follows:
- a. to continue to deliver clear leadership to the Board to ensure that an appropriate level of support and constructive challenge is provided to the Principal and senior management team.
 - b. to support the work of the Director of Estates and Corporate Services, the Secretary to the Board and Governance Manager in ensuring the highest standards of corporate governance
 - c. to work effectively with the Principal and the senior management team to ensure the college continues to deliver against its strategic aims and priorities
 - d. to support the Principal in ensuring that the college engages effectively with stakeholders including local and national politicians.
 - e. to lead the Appointments Panel in its task of appointing a new Principal
 - f. In the light of the proposed forthcoming dissolution of GCRB to work with fellow Chairs and Principals in Glasgow to set up the proposed Glasgow Leadership Group.

6 Resource Implications

- 6.1 There are no additional resource implications as a consequence of this report.

7 Equalities

- 7.1 No adverse impacts on individuals with protected characteristics have been identified as a consequence of this report.

8 Risk and Assurance

- 8.1 Risk to the College is mitigated by ensuring appropriate evaluation arrangements are in place. Assurance is provided to the Board through the annual evaluation process and reporting to the Board.

9. Data Protection

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

10. Environmental and Sustainability

There are no environmental and sustainability implications arising as a consequence of

this report.

11. Recommendations

Members are recommended to:

- i) note the contents of this report and its appendix; and
- ii) note that this report will be made available to the Chair of the Glasgow Colleges Regional Board for information.

12. Further Information

Further information can be obtained from Linda Ellison, Secretary to the Board of Management at lindaellison@glasgowkelvin.ac.uk

**Glasgow Kelvin College
Board of Management – Private Session
Code of Good Governance - Chair's Performance Appraisal
Meeting on 12 June 2024**

In Attendance

John McBride
John Hogg
Marion Allison
Rob Doyle
Dermot Grenham
Heather McNeil
Colm Breathnach
Jen Lavery
Maree Shepherd

Introduction

John Hogg as Senior Independent Member, (SIM) introduced the session and explained that the Annual Review of the Code of Good Governance in 2023 had highlighted a new requirement on the SIM, who was now responsible for holding annual meetings with Board Members, without the Chair, to appraise the Chair's performance and to provide the Chair with relevant feedback. The Board had agreed that this responsibility would be discharged at the end of the June Board meeting after the Chair had withdrawn from the meeting.

John Hogg, as the SIM, led the discussion and confirmed that this session, in the absence of the Chair, does not replace the ability of Board Members to contact the SIM at any point should they wish to raise an issue privately.

The questions below reflected the key obligations on the Chair under the Code of Good Governance and were discussed by board members.

1. Does the Chair foster a culture of openness and debate?
Yes, there was generally a positive response. Agreed that the Chair does a good job of encouraging people to speak although one member stated that she had felt shut down in the past. He demonstrates good practice in a sometimes-difficult environment. Another member felt that the level of openness and debate had improved further over the last few meetings.
2. Does the Chair encourage effective contribution from all Board Members?
It was agreed that the Chair does this well. It was noted that it can be difficult to contribute to discussions as a new member and that it takes time to get up to speed. One member explained that the Chair had been very helpful in encouraging her and advising particular steps she could take when she was questioning the value of continuing in the role. Members agreed that you needed to give yourself significant time to build knowledge of the College and the sector.
3. Does the Chair provide constructive challenge and support to the Senior Executive Team?
Members agreed that the Chair did provide both positive challenge and support. It had been evident in the board meeting earlier that day, and the level of challenge had actually been referred to by the Chair and the Principal. It was noted that the Chair has the opportunity to challenge/question the Executive on papers at Committee meetings and if he thinks an issue is of importance he will ask the question again for the benefit of the board. It was agreed that it was a difficult balance to achieve between challenge and support, but the SMT should be

challenged, and the Chair does that well. One member recalled a previous presentation from an external stakeholder when the Chair asked, 'What added value do you actually bring to the College?' It was agreed that he could be quite blunt in his support for the College, which was not a criticism although one member advised that he had had strong words with the Chair over the last year due to his choice of words.

4. Does the Chair encourage positive relations between Board Members and foster effective team working?

Members agreed that this was difficult to do given the need to manage significant volumes of business in board and committee meetings. There had been opportunities to shadow positions such as Committee Vice Chair, then becoming a Vice Chair and eventually Chair. There were board dinners and College Graduation, and it was noted that the Chair would like to see more board members in attendance at these extra events.

5. Is the Chair knowledgeable about the external environment, and does he influence stakeholders and partners where it is possible to do so?

The Chair has a wealth of knowledge of the sector and of the organisation. It was agreed that, as a volunteer, he makes a huge commitment to the role and devotes an extraordinary amount of time to the College and to college matters including meetings and interactions with stakeholders. It was also noted that his bluntness could be an asset in dealing with some stakeholders.

6. Is the Chair knowledgeable about the organisation?

See above.

7. Are meetings run well and does the Board keep to the agenda?

It was noted that this was an exceptionally difficult ship to steer given the volume of business, the difficulty of some of the papers, and the Chair's desire to encourage input from board members. It was suggested that it might be useful to work out a timing framework for the meeting just to give an indication of which items were expected to need more consideration. It was also mentioned that the Chair did at times repeat his views, which were well known to members on certain matters that he felt particularly strongly about.

8. Does the Chair undertake 1:1 evaluation meetings with Board Members as part of the annual evaluation process?

It was agreed that the Chair ensures that these sessions always take place as part of the annual evaluation process.

Linda Ellison
Secretary to the Board of Management
15 June 2024

