



NOMINATIONS AND GOVERNANCE COMMITTEE

A meeting of the Nominations and Governance Committee will be held on Thursday 21 November at 4:30. The meeting will be held remotely.

A G E N D A

- 24.13** Welcome and Apologies
- 24.14** Declarations of Interest
- 24.15** Draft Minute – 22 May 2024
- 24.16** Nominations and Governance Committee Report
- 24.17** Board Development Plan
- 24.18** Any Other Business

Date of next meeting: 30th April 2025 TBC

NOMINATIONS COMMITTEE MEETING

Date of Meeting	21 November 2024
Agenda Item	24.17
Paper Title	Board Development Plan
Action	For Noting
Prepared by	Jennifer Hunter, Clerk to the Board
Status	Disclosable

1. PURPOSE OF THE REPORT

The purpose of this agenda item is for the Committee to consider

- What should be included in a draft Board Development Plan (Appendix A), to be recommended to the Board of Management in December 2024.
- To confirm if an externally facilitated effectiveness review should be commissioned in 2025/26 to report to the Board in early 2026.

2. BACKGROUND / CONTEXT

2.1 Review of Governance Effectiveness

The Board of Management undertakes an annual review of its effectiveness, advised by Nominations & Governance Committee. The Code of Good Governance expects that this will lead to an annual Development Plan aimed at improving the quality of governance. The draft Board Development Plan for 2024/25 is included at Appendix B.

Each year, the College's funding body, GCRB, requires to have sight of the Board Development Plan. The most recent approved plan, for 2023/24, is included in the agenda papers at Appendix A.

In addition to conducting an annual review of its effectiveness, the Board commissions an externally facilitated effectiveness review every five years. The most recent such exercise took place in session 2020/21, reporting to the Board in March 2021.

2.3 It is part of the Nominations Committee's remit to oversee progress of the Board Development Plan. It is proposed that an updated development plan tracking progress be provided to the Committee at its next meeting.

2.4 The Process of Preparing a Draft Development Plan

The Board of Management looks to the Nominations & Governance Committee to draft a development plan for it to consider. We are a bit later than usual in preparing the plan this year. In years past, it has sometimes been informed by a discussion at the Development Day, and sometimes by a questionnaire addressed to Board members. While exercises such as these have had some value, they are not ideal.

The Development Day is intended in part as an induction for new members, who are not in a position to contribute to an evaluation of past governance practice. And questionnaire returns have tended simply to reflect general satisfaction with current practice rather than identifying areas for improvement.

This year, the chair included board effectiveness and possible areas for improvement in his individual discussions with Board members in the month of August. The following notes set out suggestions that were made. The Committee is asked to consider these in discussing the content of the Development Plan, together with any other proposals emerging from the Committee's discussion.

Suggestions made through Chair's discussions with Board members:

Board members generally feel that the Board addresses its role in an effective way. A few suggestions were made though on areas in which improvements could be made.

1. Options / evaluation. The Board is sometimes presented with a course of action to approve, when it might instead be given options to consider – or at least be informed of the options that management has evaluated before making its proposal.
2. Adding value. Board members have confidence in the senior executive officers. But as governors they want to be able to add value. It would be helpful if agenda items could more often be presented in a way that would enable Board members' input.
3. Familiarisation. Opportunities would be valued for Board members, especially those appointed recently, to find out more about the work of the college.
4. Paperwork. Although Board members are not unhappy with papers being issued as a pdf document, it was suggested the new Clerk might consider whether improvements could be made. This need not involve buying a sophisticated governance system. A simple enhancement, for example, would be to add hyperlinks from the agenda page to each paper.
5. Images. Photographs, as introduced in the Student President's paper in October – are simple to include in documents and can often help readers' understanding of a subject.

3. ACTIONS FOR THE COMMITTEE

The Committee is asked to consider the draft Board Development Plan and to consider commissioning an externally facilitated effectiveness review in 2025/26.

4. RISKS

By ensuring that a Board Development Plan is in place and progressed the College will meet the governance expectations of external stakeholders.

BOARD DEVELOPMENT PLAN 2023/24

BOARD DEVELOPMENT PLAN 2023/24			
ACTION AREA	WHAT WE WILL DO	WHO WILL CARRY OUT WORK	HOW WE WILL MEASURE SUCCESS
<p>1</p> <p>Quality of Reporting</p> <p>Review approach to reporting to allow for more focussed, strategic discussion at Board level.</p>	<p>Set up a small working group to review approach to reporting and propose alternatives/improvements</p>	<p>Clerk, one member of Executive and at least one Board member</p>	<p>Reduction in volume of papers at Board meetings</p>
	<p>Look to achieve short focussed papers setting out strategic position and what the Board is being asked to do.</p>		<p>Quality of discussions during Board Meetings, feedback at the end of each session and end of 2023/24 year.</p>
	<p>Presenters to assume papers read, present high level points and allow for Board discussion within set time limit</p>		<p>Quality of decision making with Board members having the information they need from Executive to make decisions including the impact on the student experience.</p>
<p>2</p> <p>Improve Governance</p> <p>Minutes to be distributed after each Board/Committee meeting</p>	<p>Clerk will distribute after Chair has provided input.</p>	<p>Clerk/Chair</p>	<p>Board members will be more informed after each meeting and more involved in agenda setting.</p>

	<p>Opportunity for Board Members to propose new topics/agenda items</p> <p>Meeting times to be varied to account for different commitments/working pattern</p>	<p>Small group discussion to take place six monthly to discuss potential topics/agenda items</p> <p>To be considered when setting 2024/25 schedule of meetings.</p>		
3	<p>Board Development</p> <p>Ensure an improved induction plan is provided to new Board members</p> <p>Introduce more regular development sessions to all Board members</p>	<p>To be developed and tailored to individual members.</p> <p>Sessions to be included at Board meetings where APs give overview of what their Faculty does.</p> <p>Provide opportunity for Board members to have more direct involvement in seeing what students do</p>	Chair/Clerk/Executive	Board members will have greater understanding of the work of the College and the challenges and opportunities for students. This understanding will help drive empathetic decision making.
4	<p>Diversity</p> <p>Improve the diversity of the Board</p>	<p>Continue to monitor the Board's diversity and ask Nominations Committee consider a different approach to advertising roles to reach out to a wider range of applicants.</p>	Nominations Committee/Clerk/HR	Next round of recruitment attracts a wide range of applicants with individuals from diverse backgrounds being appointed to the Board.

BOARD DEVELOPMENT PLAN 2024/25

ACTION AREA	WHAT WE WILL DO	WHO WILL CARRY OUT WORK	HOW WE WILL MEASURE SUCCESS
<p>1. Quality of Reporting</p> <p>Options / evaluation.</p> <p>The Board is sometimes presented with a course of action to approve, when it might instead be given options to consider – or be informed of the options that management has evaluated before making its proposal.</p>	<p>Actively encourage senior executive officers to present options and evaluation analysis for Board members to discuss.</p> <p>Actively encourage executive officers to, where appropriate, undertake early discussions on formative plans, and to provide the Board with the option to select from a few choices.</p>	<p>Clerk/Chair</p>	<p>Chair of the Board will ask Board members for feedback as part of annual one to one meetings.</p> <p>Clerk will include an item on agenda for discussion, for Nominations Committee in May 2025:</p> <ul style="list-style-type: none"> Options and Evaluation <p><i>Do members feel they're regularly presented with options and analysis?</i></p>
<p>2. Familiarisation</p> <p>Opportunities would be valued for Board members, especially those appointed recently, to</p>	<p>The Executive Team are organising a Tour of College Campuses for February 2025. The tour will allow Board members to experience the</p>	<p>Executive Team</p> <p>Will make use of the Board Development Day to increase Board awareness of wider</p>	<p>Clerk will distribute a post-event evaluation survey to gather feedback.</p>

<p>find out more about the work of the college.</p>	<p>physical space, to see classrooms in-action, and to speak to lecturers and students.</p>	<p>challenge issues. Using the opportunity to brief the Board on relevant issues.</p>	
<p>3. Board Development</p> <p>Ensure an improved induction plan is provided to new Board members.</p>	<p>New Board members will be introduced to the College Development Network. Clarity on which training is mandatory and which training is optional will be provided.</p> <p>Each Board member will have a Professional Development Plan.</p> <p>Each Board member will be issued with the Board Member Handbook and the Articles of Governance on joining the Board of Management.</p> <p>New Board members will be invited to the Board Development Day.</p> <p>Agenda content for the Board Development Day will be guided by topical issues as well as national issues.</p>	<p>Clerk</p>	<p>Clerk will seek informal feedback from Board members throughout the academic year.</p>

<p>4. Diversity</p> <p>Improve the diversity of the Board</p>	<p>Continue to monitor the Board's diversity and consider new approaches to advertising roles to reach out to a wider range of applicants.</p> <p>Include Board Diversity as a standing item on Nominations Committee, Audit Committee and Board of Management Agendas.</p>	<p>Nominations Committee/Clerk/HR</p>	<p>Continually monitor Board diversity.</p>
<p>5. Paperwork</p> <p>Although Board members are not unhappy with papers being issued as a pdf document, it was suggested we might consider whether improvements could be made. A simple enhancement, for example, would be to add hyperlinks from the agenda page to each paper.</p>	<p>Consider ways to use technology currently available to improve Board papers.</p> <p>Include PDF links in larger Committee papers.</p>	<p>Clerk</p>	<p>Clerk will seek informal feedback from Board members throughout the academic year.</p>
<p>6. Images</p>	<p>Encourage all reporting into the Board to consider the use</p>	<p>Clerk/Chairs</p>	<p>Add to agenda for Nominations Committee November 2025.</p>

Photographs, as introduced in the Student President's paper in October – are simple to include in documents and can often help readers' understanding of a subject.	images and film within reporting, as appropriate.		<i>Are we seeing more use of images and film?</i>
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