

## **Approved Minute**

**Chairs' Committee: 6.30 pm 29<sup>th</sup> October 2019 Boardroom, Cumbernauld Campus**

Present: Ronnie Smith, Keith Fulton, Dave Winning, Kenneth Anderson and Yvonne Finlayson.

In Attendance: Annette Bruton Interim Principal and Diane McGill Board Secretary.

### **1. Chair's welcome**

The Chair welcomed all to his first meeting of the Chairs' Committee and thanked them for attending an evening meeting.

### **2. Apologies for Absence**

Andy Kerr gave his apologies.

### **3. Declaration of Interest**

There were no declarations of interest.

### **4. Draft Minute of the Chairs' Committee of 17<sup>th</sup> May 2019**

The minute was agreed.

### **5. Membership of Committees**

**5.1** Scottish Ministers have now agreed the recommendation made for the four new Board members recruited in September 2019 and the Chairs Committee was asked to agree which committees these new members would attend. The paper emailed to the Chairs set out the experience and background of the new Board Members. Keith Fulton had considered this along with the terms of the Board Members that were renewed in August 2019 i.e. himself, Kenny Anderson and John Elliott for four years and also the terms left for other Board Members – Mathew O'Hare and Dave Winning until January 2021. He gave his proposals for the committee membership of the new Board Members as follows:

RGP Committee – Michael McGlynn

Finance Committee - Paula Blackadder

CSAO – Barbara Philliben

Alastair Rennie – Audit and Risk Committee

***Decision: The Chairs committee agreed this proposal and the Board Secretary would inform the new Board Members and give them the date for the next committees.***

5.2 Following the decision at the last meeting of the Board to establish a Board mentoring programme for applicants that had potential to be a Board Member but lacked experience the following was agreed:

***Decision: Keith Fulton would speak to Brian Gilchrist about developing a mentoring programme and he would also speak to Matthew O'Hare to determine whether he could act as a Board contact for the mentees.***

5.3 The Board Secretary asked about the position of the Vice Chair of the Board and the Senior Independent Member (SIM) and advised that increasingly these two roles were being separated by other colleges.

***Decision: The Chair of the Board – Ronnie Smith – confirmed that Keith Fulton would continue in his role as the Vice Chair and that for the time being he would also act as the SIM. This would be reviewed in due course.***

5.4 Ronnie Smith informed the committee that he had met with three Board Members so far for their one-to-one personal development and introduction discussion with the Chair – Andy Kerr, Moira Jarvie and Dianne Dixon. These meetings had been informative and had gone very well.

***Action: It was agreed that Kenny Anderson would mentor Dianne Dixon who has asked for development in financial. This is part of the overall Board Mentoring programme.***

## 6. Review of the Lanarkshire Region Strategic Body

### 6.1 David Newall Report Update

6.1 Ronnie Smith introduced the report and commented that the legislation and the workings for the RSB were not perfect and that sometimes there was a case for change and reform. The report would be the basis for this. The committee noted the recommendations in the report as follows:

- resource available to the regional board and the recommendation for a regional lead for Lanarkshire
- regular meetings of the Principals and the Chairs
- identifying areas in which a region wide approach could be taken to enhance the student experience
- reconstituting the current Lanarkshire Committees to be NCL committees
- developing a formal process for allocating revenue and capital funds and communications
- PR to support the work of the regional lead.

6.1.2 The Board Secretary highlighted two inaccuracies in the report as follows:

- At paragraph 2.3 there is an implication that the Lanarkshire Board is a Regional Body and that the workload associated with regionalisation has been taken on by staff who are already fully

engaged with the college. This does not recognize the dual role of the Lanarkshire RSB. There is no separate college from the Lanarkshire Board because that Board is the Board of NCL as well as being the regional board.

- At paragraph 3.1 there is the statement “that regional business ought to be clearly identified on board agendas and to be quite distinct from NCL business. The MOU addressed this very issue and board and committee agendas do separate regional, NCL and SLC assigned college business.

***Decision: These points will be addressed by amendments/clarifications to the report.***

- The Board Secretary also commented that Appendix 1 sets out the context of the review and frames it within the Auditor General’s Colleges Scotland 2018 report and its review of the RSB’s. The Lanarkshire Board did not feel that this report captured all of its activity and a letter and paper setting out regional benefits was sent to the PAPL’s committee. This counter balance is not reflected in the body of the report. The Vice Chair felt that this issue was framed within the context of the review remit and it was not necessary to counter balance this in the body of the report.

## **6.2. Discussion and Next Steps**

There was a discussion which covered both the potential for structural change and the opportunity for cultural change as means to effect an improved delivery of the regional responsibilities of the board.

### **6.2.1 Structural Change**

- Ronnie Smith tabled a paper which had been written in 2014 by the Lanarkshire College’s in response to the Scottish Government’s “the governance arrangements for the Lanarkshire Region”. There is a diagram attached to that paper which has separate committees for NCL and SLC with a Strategic Management Group (SMG) between the committees and the Board. The remit of this committee was for strategic and corporate planning along with overseeing general governance within the Lanarkshire Region. This model was not fully adopted and instead the NCL committees currently have SLC as members or in attendance with no Strategic Management Group though there is an ad hoc Chairs’ Committee. It was envisaged that the SMG would have consisted of the Chairs and both Principals with secondments in as required. This is essentially the Chairs’ Committee with a specific strategic remit.
- Annette Bruton felt that there should be separate NCL Committees as well as, at least, a regional audit and risk and finance committee.
- It was noted that the GCRB - which is a Regional Board with three assigned colleges- has considerably more resource than the Lanarkshire Board and it includes a regional director. Each of the Glasgow Colleges has its own committees and Board with a regional board as an umbrella sitting above this structure. The David Newall report recommends a regional lead for Lanarkshire and the view of the Chairs Committee was that any regional lead should be funded by the SFC.
- The SFC had said at the RSB self- evaluation day that there could be changes to committees but not to the legislative framework. This could, however, be tested in the suggestions from the Chair for change.

### 6.2.2 The Opportunity for Cultural Change

- Keith Fulton drew attention to the MOU, agreed by both colleges, which is the basis for improved collaboration in the future and a regional collaboration framework and plan has followed from this. He made it clear that he was not advocating no structural change but any change should not move a problem from one part of a regional model to another and it was important that any change should improve regionalization rather than make it harder to deliver.
- Kenneth Anderson pointed to the need for cultural change to enable regional collaboration.
- It was also noted that there are two new Principals and a new Chair of the Board and this in itself should lead to an opportunity for cultural and collaborative change. It was recognized that it is important to engage with Christopher Moore the new NCL Principal and Chief Operating Officer of the Board.

***Decision: Ronnie Smith would contact Christopher Moore to discuss and then submit the David Newall report to Karen Watt with a covering letter which would set out suggestions. This could also test the SFC parameters for change.***

### 7. AOB

Annette Bruton has conducted an investigation into a complaint that had been made from a former employee via Alex Neil to the SFC. She reported that she had not found anything substantive that would be of concern for the Board. There were, however, learning points for NCL.

***Decision: This report will go to the RGP Committee on the 18<sup>th</sup> November 2019. Annette Bruton was prepared to attend the committee to give the report.***

### 8. Date of the Next meeting

This is an ad hoc committee of the Board.