

Performance & Resources Committee Meeting

Date of Meeting	Wednesday 13 December 2023
Paper Title	Annual Review of Committee Effectiveness
Agenda Item	12
Paper Number	PRC2-H
Responsible Officer	Board Secretary
Status	Disclosable
Action	For Decision

1. Executive Summary

- 1.1. The report provides a basis for the Committee to evaluate its performance during the past year and alignment with its Terms of Reference, further to consideration of the Committee Annual Report.
- 1.2. The Annual Report is provided as a separate paper and the Terms of Reference are appended to this report.
- 1.3. The evaluation of the Committee Chair will be undertaken separately, using a scaled-down questionnaire based on the Board Chair's evaluation questionnaire, which is itself based on Code of Good Governance principles. The questionnaire will be circulated to Members after the meeting. Feedback will be shared with the Committee Chair as part of the one-to-one evaluation process.

2. Recommendations

- 2.1 The Committee is invited to **consider** its performance and **agree** any changes to the Committee Terms of Reference it may wish to recommend to the Board.

3. Annual Review of Committee Effectiveness

- 3.1.** The Committee agreed, and its Terms of Reference were subsequently modified to reflect, that its self-evaluation would normally be a two-stage process. Members of the Executive would be in attendance for the first stage.
- 3.2.** Other changes to the Committee's Terms of Reference approved in April 2023 referred to attendance and sought to clarify the status of different attendees at meetings.
- 3.3.** The Committee's Annual Report is provided as a separate paper. Having reflected on membership, attendance, the range of activity and key decisions made during 2022-23, the Committee is invited to consider:
 - a) whether its activity and decision-making have been consistent with its remit as set out in the Terms of Reference;
 - b) the impact and effectiveness of decisions made;
 - c) whether there are areas where the Committee might do more, do things differently, or otherwise improve its effectiveness;
 - d) whether there are any changes to its terms of reference that the Committee would recommend to the Board.

4. Risk & Compliance Analysis

- 4.1.** The Code of Good Governance for Scotland's Colleges items D.22 to D.25 refer to evaluation requirements. Item D.24 refers to evaluation of committee chairs.
- 4.2.** Effective evaluation procedures help to mitigate risk 012, The capacity and capability of the Board is inadequate and standards of governance fall below the level required, and risk 013, There is a breach of legislation/guidance/code of practice and this results in a failure of governance.

5. Financial & Resource Implications

- 5.1.** There are no resource implications associated with this paper.

6. Equalities Implications

- 6.1.** The Committee's self-evaluation process provides for consideration of gender balance. There are otherwise no equalities implications associated from this report.

7. Learner Implications

- 8.1** There are no direct implications for the learner arising from this report. As a general consideration, robust governance arrangements, including performance evaluation, contribute to the effective delivery of GCRB's strategic objectives which are learner-focused.

Glasgow Colleges' Regional Board

Performance and Resources Committee

Terms of Reference

1. CONSTITUTION

- 1.1** The performance and resources committee is constituted as a committee of the Board of the Glasgow Colleges' Regional Board (hereinafter referred to as the Board).
- 1.2** The committee's terms of reference may be amended at any time by the Board.
- 1.3** The committee may from time to time investigate, discuss or review matters outside its terms of reference if required to do so by the Board.

2. AUTHORITY

- 2.1** The committee is authorised:
 - a) to seek any information it requires from any employees of the Board in order to perform its duties;
 - b) to obtain, at the Board's expense, outside legal or other professional advice on any matter within its terms of reference;
 - c) to co-opt members for a period of time (not exceeding a year, and with the approval of the Board) to provide specialist skills, knowledge and experience which the committee requires at a particular time; and
 - d) to invite any person to a meeting of the committee as and when required; and
 - e) to seek any information from its colleges which it may reasonably require for the purposes or in connection with the exercise of any of its functions.

3. MEMBERSHIP

- 3.1** The committee shall be appointed by the Board from amongst its members and shall consist of not less than five members, at least three of whom must be Non-Executive Members, and at least one of whom should have recent and relevant financial experience.
- 3.2** The Chair of the committee shall be appointed by the Board.
- 3.3** The period of members' appointment will last from their date of appointment until the earlier of: the end of their current period of appointment as a Board member; and a date determined by the Board. The Board will review the membership of all committees at least annually.

3.4 The Board Secretary is Secretary to the committee.

4. ATTENDANCE AT MEETINGS

4.1 The quorum necessary for the transaction of the business of the committee shall be at least two non-executive committee members.

4.2 All meetings shall be attended by the Secretary. If the Secretary is unable to attend, a suitably qualified substitute shall attend in their place.

4.3 Individuals who are not Committee Members do not have a right of attendance but may be invited to attend all or part of any meeting, as and when appropriate, with the consent of the Chair.

4.4 Members of the Executive with reporting responsibilities to the Committee shall normally be in attendance throughout meetings to inform and advise the Committee on executive matters.

4.5 Assigned College principals shall routinely be invited to attend for all or part of meetings and invited to speak on matters relating to their colleges.

4.6 Where an Assigned College principal is unable to attend or wishes to send an alternative, suitably briefed, representative of the college's senior management in their place, the substitution must be with the consent of the Committee Chair.

4.7 The Chair may make a decision at the start of the meeting whether some items shall be considered in private.

5. FREQUENCY OF MEETINGS

5.1 Meetings shall be held at least three times a year at appropriate times in the reporting and audit cycle and otherwise as required.

6. NOTICE OF MEETINGS

6.1 Meetings of the committee shall be held in accordance with the Board's annual calendar of meetings or called at the request of the Committee Chair.

6.2 Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers, shall be forwarded to each member of the committee, any other person required to attend, no later than five working days before the meeting.

7. MINUTES OF MEETINGS

7.1 The Secretary shall ensure that minutes are taken of the proceedings and decisions of all meetings of the committee, including recording the names of those present and in attendance.

- 7.2** The draft minutes shall be agreed with the Chair of the committee or the person acting as Chair of that meeting prior to circulation of the minutes. The minutes shall be formally approved at the next meeting of the committee but may be considered in draft form, for information, at the Board meeting following the committee meeting.

8. FINANCE

- 8.1** The committee shall oversee the Board's financial affairs and in particular:
- a) advise the Board on the proper control and management of the Region's financial resources;
 - b) advise the Board in relation to any matter relating to compliance with the Financial Memorandum by any of its assigned colleges;
 - c) advise the Board on any matter relating to the making of a grant, loan or other payment and the conditions relating to any such payments;
 - d) monitor progress against agreed financial targets as set out in the Regional Outcome Agreement;
 - e) advise the Board in relation to ensuring the economic, efficient and effective use of funds;
 - f) monitor the agreed annual plan and budget for the GCRB and advise the Board on any matters of concern and consider and recommend to the Board any proposals for significant or subsequent amendments to the plan or budget during the year.
 - g) monitor the financial plans of the colleges, and Glasgow region, and advise the Board on matters of concern relating to financial sustainability.

9. PERFORMANCE

- 9.1** The committee shall:
- a) monitor progress against agreed targets as set out in the Regional Outcome Agreement;
 - b) advise the Board on all matters relating to the monitoring of performance of the assigned colleges;
 - c) advise the Board in relation to the carrying out of studies designed to improve economy, efficiency and effectiveness in the management or operation of the assigned colleges;
 - d) advise the Board on any matter, internal or external to the Region, which might have a significant effect on any regional plan, outcome agreement or budget during the year; and
 - e) ensure that a strategy is in place to achieve Best Value and Value for Money.

10. PROJECTS

- 10.1** The committee shall:
- a) oversee the implementation of regional projects and make recommendations to the Board in relation to implementation and advise on any matters of concern; and

- b) monitor and keep under review the effectiveness of the implementation of regional projects and receive reports on a regular basis.
- c) oversee the environment and sustainability work of the Glasgow region, and advise the Board on matters relating to climate change.

11. REPORTING PROCEDURES

- 11.1** The committee shall make whatever recommendations to the Board it deems appropriate on any area within its remit where action or improvement is needed.
- 11.2** A report of the committee's discussions shall normally be considered at the Board meeting following the committee meeting. A copy of minutes of the meeting may form the basis of the report.
- 11.3** The committee will provide the Board with an Annual Report, timed to support finalisation of the accounts and the governance statement, summarising its conclusions from the work it has done during the year.

12. OTHER MATTERS

- 12.1** The committee shall:
 - a) have access to sufficient resources to carry out its duties, including access to the board secretariat for assistance, as required;
 - b) be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;
 - c) oversee any investigation of activities which are within its terms of reference; and
 - d) arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure that it is operating at maximum effectiveness and report the results including recommendations of any changes it considers necessary to the board for approval. Self-evaluation shall normally be a two-stage process with Executive reports present for the first stage.