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NOMINATIONS COMMITTEE

AGENDA

A meeting of the Nominations Committee will be held at 16:00hrs on Tuesday 23 May 2017 in the Boardroom, Milton Road.

		Lead Speaker	Paper
1	WELCOME & APOLOGIES	Chair	
2	DECLARATIONS OF INTEREST	Chair	
3	<u>MINUTES OF PREVIOUS MEETING</u> <i>for approval</i>	Chair	A
4	MATTERS ARISING	Chair	B
5	BOARD AND COMMITTEE SUCCESSION PLANNING Attached	R Whetton	C
6	APPOINTMENT LETTER AND TERMS & CONDITIONS FOR BOARD MEMBERS	R Whetton	D

Item 6 is presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 27, Information Intended for Future Publication.

7	MEMBERSHIP AND ATTENDANCE REVIEW 2016/17 Attached	M Walker	E
8	REVIEW OF COMMITTEE OPERATION 2016/17 <i>for approval</i>	Chair	F

Item 8 is presently exempt from publication under the Freedom of Information (Scotland) Act 2002, Section 27, Information Intended for Future Publication.

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|----|---------------------------------------|--|--|
| 9 | ANY OTHER COMPETENT BUSINESS | | |
| 10 | DATE OF NEXT MEETING: To be confirmed | | |

NOMINATIONS COMMITTEE
23 MAY 2017
PAPER C



FOR DISCUSSION / INFORMATION			
Meeting	Nominations Committee 23.05.17		
Presented by	Richard Whetton		
Author/Contact	Marcus Walker	Department / Unit	Governance
Date Created	09.05.17	Telephone	0131 344 7048
Appendices Attached	<i>Appendix 1: Board Membership and Tenures</i> <i>Appendix 2: Committee Membership as of May 2017</i> <i>Appendix 3: Non-Executive Board Members Skills Matrix</i> <i>Appendix 4: Scottish Government Board Requirements Guidance</i>		
Disclosable under FOISA		Yes.	

BOARD AND COMMITTEE SUCCESSION PLANNING

1. PURPOSE

The paper provides the Committee with an opportunity to consider Board and committee succession planning.

2. BACKGROUND

The Nominations Committee is required to maintain an oversight of Board membership, tenures and capacity. Included within this paper is a schedule of Board membership and tenures, a Non-Executive Board Members' skills matrix and an overview of current committee membership.

Please note, the tenures of Nigel Paul, Alan Johnston and Niki McKenzie are all due to end in the academic year 2017/18, subject to reappointment to the Board by Scottish Ministers. All three non-executive members currently act as committee chairs.

3. DETAIL

3.1 Appointments

On 14 February, the Board endorsed the appointment of three new non-executive Board members, subject to the approval of Scottish Ministers. Ministerial approval was subsequently granted on 23 February for Lesley Drummond, Judith Sischy and Jeanette Stevenson to join the Edinburgh College Board of Management.

02 March, the re-appointment of Ian Young as a non-executive Board member for a further two years was approved by Scottish Ministers. This ratified an earlier decision taken by the Board on 14 February.

The appointments outlined above bring Board membership to its full complement of 18, as outlined in *Appendix 1*. Further to this, the appointments maintain the 50:50 gender balance of the Board.

On 02 May, the Board of Management approved changes to the membership of its Committee – as shown in *Appendix 2*.

[Please note: Paper E: Membership and Attendance Review 2016/17 provides further information on the membership and tenures of Board and co-opted members]

3.2 Executive Alignment

On 04 October, the Nominations Committee agreed that the Principal should be invited to its next meeting to discuss committee structure and its alignment with the Executive function.

Appendix 2 illustrates the current Executive Lead(s) for the six committee of the Board.

4. BENEFITS AND OPPORTUNITIES

The opportunity to review Board and committee membership provides an appropriate opportunity to consider current arrangements and future succession planning.

5. STRATEGIC IMPLICATIONS

The Committee is required to review the Board membership on a regular basis.

6. RISK

Failure to fully consider Board and committee membership may lead to inappropriate governance arrangements.

7. FINANCIAL IMPLICATIONS

Not applicable.

8. LEGAL IMPLICATIONS

The Board shall ensure that its operation aligns with the Post-16 Education Act (2013).

9. WORKFORCE IMPLICATIONS

Not applicable.

10. REPUTATIONAL IMPLICATIONS

Not applicable.

11. EQUALITIES IMPLICATIONS

Gender balance (in context of public sector targets) taken into account in the approved committee membership.

CONCLUSIONS/RECOMMENDATIONS

The Committee is asked to CONSIDER the information provided and DISCUSS Board/committee membership and capacity going forward.

Members are also asked to CONSIDER the Board/committees current alignment with the Executive, through the Executive Leads.

BOARD MEMBERSHIP & TENURES

As of May 2017, the Edinburgh College Board of Management membership is as follows:

	Forename	Surname	Position	Date of Appointment	Tenure Expires
1	Ian	McKay	Regional Chair	01.10.12	02.03.18
2	Colin	Arthur	Academic Staff Member	01.03.15	01.03.19
3	Neal	Black	ECSA President	01.07.16	30.06.17
4	Annette	Bruton	Principal	18.05.15	N/A
5	Bruce	Cassidy	Support Staff Member	02.12.16	02.12.20
6	Amanda	Clark	ECSA Vice President (Welfare)	01.07.16	30.06.17
7	Bob	Downie	Non-Executive	09.02.16	09.02.19
8	Stephen	Dunn	Non-Executive	09.02.16	09.02.19
9	Lesley	Drummond	Non-Executive	01.03.17	01.03.20
10	Alan	Johnston	Non-Executive	01.03.15	01.03.18
11	Ann	Landels	Non-Executive	09.02.16	09.02.19
12	Niki	McKenzie	Non-Executive	01.03.15	01.03.18
13	Nigel	Paul	Non-Executive	01.03.15	01.03.18
14	Fiona	Riddoch	Non-Executive	20.10.15	20.10.18
15	Azra	Sharif-Qayyum	Non-Executive	09.02.16	09.02.19
16	Judith	Sischy	Non-Executive	01.03.17	01.03.20
17	Jeanette	Stevenson	Non-Executive	01.03.17	01.03.20
18	Ian	Young	Non-Executive (Vice Chair)	01.03.17	01.03.19

An updated register of interests for the Edinburgh College Board of Management can be found on the College website [here](#).

COMMITTEE MEMBERSHIP

On 02 May 2017, the Board approved the following Committee membership as shown below. Terms of reference for the committee of the Board can be accessed on the college website [here](#).

	Academic Council	Audit & Risk Assurance Committee	External Engagement Committee	Policy & Resources Committee	Nominations Committee	Remuneration Committee
Non-Executive Membership	Fiona Riddoch (Chair) Ann Landels Jeanette Stevenson	Nigel Paul (Chair) Bob Downie Judith Sischy	Alan Johnston (Chair) Lesley Drummond Azra Sharif-Qayyum Ian Young	Ian Young (Chair) Stephen Dunn Alan Johnston Ian McKay Niki McKenzie Nigel Paul Fiona Riddoch	Ian McKay (Chair) Ian Young Fiona Riddoch	Niki McKenzie (Chair) Stephen Dunn Alan Johnston
Principal, Staff, Student Members	Colin Arthur Annette Bruton Neal Black		Neal Black Bruce Cassidy		Colin Arthur Bruce Cassidy Amanda Clark	
Co-opted Members	x8 Academic staff x3 Student reps	Ian Doig				
Executive Lead(s)	Jon Buglass (Assistant Principal, Curriculum Design & Planning)	Alan Williamson (Chief Operating Officer)	Michael Jeffrey (Assistant Principal, Income & Product Development)	Alex Craig and Alan Williamson (Depute Principal and Chief Operating Officer - respectively)	N/A*	Annette Bruton (Principal)

*The Board Secretary shall act as advisor to the Nominations Committee.

APPENDIX 3

NON-EXECUTIVE BOARD MEMBERS SKILLS MATRIX

	<i>ESSENTIAL</i>		<i>DESIRABLE</i>						<i>NOTES</i>
	Finance, Risk & Audit (x2)	Industry linked to Curriculum (x4)	Education/ Universities/ Schools	Legal	HR/OD/ Change Mgmt	Comms & Marketing	Estates & Infrastructure	Community Engagement/ Youth	
Bob Downie		X				X			<ul style="list-style-type: none"> - CEO Royal Yacht Britannia - Former Vice Chair of Scottish Tourism Leadership Group
Stephen Dunn		X			X		X		<ul style="list-style-type: none"> - Ex Group Director HR and Communications Miller Group - Former Corporate Services Director at ScottishPower - Background in strategic change management in large organisations
Lesley Drummond	X	X				X			<ul style="list-style-type: none"> - Owner of Vivaldi, Edinburgh-based independent fashion retailer; - Chartered Accountant; - Chartered Marketer.
Alan Johnston		X							<ul style="list-style-type: none"> - Former Commercial Director, Inveresk Research; - Specialism in science based business and commercial management; - Non-executive career in business and personal/charitable interests.
Ann Landels			X					X	<ul style="list-style-type: none"> - Director Crisis Skylight; - Ex local authority education leadership role.
Ian McKay			X		X	X			<ul style="list-style-type: none"> - Chair of Edinburgh College Board & Independent Chair of the Police Negotiating Board in Scotland. - Former Director of Royal Mail Group in Scotland; - Consultant in high-level facilitation and mediation.

Niki McKenzie	X								<ul style="list-style-type: none"> - Investment Executive, Archangel Investors Limited; - Chartered Accountant.
Nigel Paul	X		X						<ul style="list-style-type: none"> - Former VP & Director of Corporate Services, Uni of Edinburgh; - Chartered Accountant; - Chair of East Lothian Sustainable Economy Partnership
Fiona Riddoch		X							<ul style="list-style-type: none"> - Managing Director, COGEN Europe; - Science, engineering and renewables background; - Experienced CEO with background in lobbying / stakeholder relations.
Azra Sharif-Qayyum		X						X	<ul style="list-style-type: none"> - Founding member of Edinburgh Mela; - ELREC Member/Committee Chair; - Practising biomedical scientist.
Judith Sischy	X		X						<ul style="list-style-type: none"> - Former CEO, Scottish Council for Independent Schools; - Experienced non-executive with audit committee background; - Mentor for the Association of Chief Officers of Scottish Voluntary Organisation (ACOSVO).
Jeanette Stevenson			X						<ul style="list-style-type: none"> - Head of Education and Training, Royal College of Physicians of Edinburgh.
Ian Young							X	X	<ul style="list-style-type: none"> - Former Director of Strategic Services, Midlothian Council. Responsible for public services, Inc. property, economic development, planning etc.; - Previously Chair of Jewel & Esk College.

SCOTTISH GOVERNMENT BOARD REQUIREMENTS GUIDANCE

Required Expertise: Below are the broad areas of expertise identified, by the Scottish Government, as being of current relevance to the Board and its functions, along with appropriate notes/reference points.

Area of expertise	Essential/desirable	Notes/references
Finance/Audit/Risk	<i>Essential:</i> Minimum of two members with relevant qualification and recent experience including financial management, audit and risk.	Best practice indicates that two members as minimum for audit committee requirements
Industry linked to Curriculum Development	<i>Essential:</i> Minimum of four members with relevant industry experience, ideally in key areas of curriculum development.	Government Economic Strategy prioritises: <ul style="list-style-type: none"> - Creative industries; - Energy (inc. renewables); - Financial and business services; - Food and drink; - Life sciences; and, - Sustainable tourism. <p>Additionally, the College Strategy identifies: STEM, education and healthcare.</p>
Universities/Schools	<i>Desirable:</i> At least one member with current or recent experience in relevant educational role within the region.	Government emphasis on coherent provision; new Wood Commission emphasis on working with schools.
Legal	<i>Desirable:</i> At least one member with relevant legal expertise to support effective scrutiny of documentation and challenge at Board level.	
HR/OD/Change Management	<i>Desirable:</i> At least one member with strong corporate HR experience.	
Communications & Marketing	<i>Desirable:</i> At least one member with expertise in this area, e.g. social marketing.	
Estates & Infrastructure	<i>Desirable:</i> At least one member with relevant expertise, e.g., estates development, project management, architecture, surveying, outsource and insource contracts.	
Community Engagement/ Youth	<i>Desirable:</i> At least one member with expertise in this area.	Post-16 Act introduction of new duties relating to regional consultation, collaboration and planning; developing CPP relationships.

Skills, knowledge, attributes and experience of board members

Board members will be expected to adhere to the Principles of Public Life in Scotland and act at all times in good faith and in the best interests of the learners.

In appointing a person as an ordinary member of a regional college board, the board must have regard to the desirability of appointing someone who has proven:

- a) an ability to work successfully at a senior level, maintaining and developing excellent corporate governance
- b) an ability to contribute to the development of a vision and strategic direction for the college, and to help guide the delivery of planned outcomes in challenging circumstances
- c) an ability to engage and communicate effectively with a wide range of individuals and organisations
- d) senior level experience in building networks that help achieve shared objectives
- e) an understanding of the context in which the college operates, namely in terms of education and improving public services
- f) such other skills, knowledge, attributes or experience as the regional college board considers relevant.

The following is also considered desirable:

- a) proven experience of, or capacity in, further and/or higher education
- b) proven experience of, or capacity in, industry, commerce, finance, the Third Sector, local authority or trade union(s).

Representativeness

Moreover, boards should aim to have:

- a) a membership which, as far as possible, reflects the make-up of the population which they serve
- b) a majority of ordinary board members who have proven experience, or knowledge, of the region.

As required by the 2005 Act, in appointing members, a regional college board must do so in a manner which encourages equal opportunities and in particular the observance of the equal opportunities requirements.

NOMINATIONS COMMITTEE

23 MAY 2017

PAPER E **[UPDATE 28.06.17]**



FOR INFORMATION			
Meeting	Nominations Committee 23.05.17		
Presented by	Marcus Walker		
Author/Contact	Marcus Walker	Department / Unit	Governance
Date Created	16.05.17	Telephone	0131 344 7048
Appendices Attached	<i>Appendix 1: Membership And Attendance Review Report 2016/17</i>		
Disclosable under FOISA		Yes, with the exception of individual information provided in <i>Appendix 1.2</i> .	

MEMBERSHIP AND ATTENDANCE REVIEW 2016/17

1. PURPOSE

This report summarises current Board membership and tenures, and activity related to attendance in the academic year 2016/17.

2. BACKGROUND

The Nominations Committee is required to maintain an oversight of Board membership, tenures, capacity and attendance.

3. DETAIL

Appendix 1 provides a full overview on membership and tenures, Board balance, committee structures/membership and attendance in the academic year 2016/17.

Highlights within the report include:

Membership & Tenures

- The appointment of three new non-executive Board members in March 2017 by Scottish Ministers.
- The re-appointment of non-executive member Ian Young (the Vice Chair), by Scottish Ministers, for a further two years.
- The appointment of a new support staff Board member, Bruce Cassidy, to the Board in December 2016 – in line with good practice guidance for the election of staff Board members.
- The composition of the Board gender balance remaining at 50:50.

Committees of the Board

- The operation of six committees of the Board through the academic year 2016/17.
- Amendments to the co-opted membership of the Academic Council to ensure that all four curriculum areas across the college are appropriately represented.

Board/Committee Attendance

- The Board and its committees are met 27 times in 2016/17, two times fewer than the previous year.
- All meetings of the Board and its committees have been quorate in the academic year 2016/17.
- Board/committee attendance remained high in 2016/17 at 84.7%, a slight decrease of 1.8% from the previous academic year.
- The agreement of a Development Plan by the Board of Management for implementation and review in 2017/18.

4. BENEFITS AND OPPORTUNITIES

The report provides the Nominations Committee with an opportunity to reflect on the operation and practice of the Board and its committee in 2016/17.

5. STRATEGIC IMPLICATIONS

The Committee is required to review annually those processes that fall within its remit.

6. RISK

Failure to fully consider Board and committee membership and attendance may lead to inappropriate governance arrangements.

7. FINANCIAL IMPLICATIONS

Not applicable.

8. LEGAL IMPLICATIONS

The Board shall ensure that its operation aligns with the Post-16 Education Act (2013).

9. WORKFORCE IMPLICATIONS

Not applicable.

10. REPUTATIONAL IMPLICATIONS

Not applicable.

11. EQUALITIES IMPLICATIONS

The current gender balance of the Board is 50:50.

CONCLUSIONS/RECOMMENDATIONS

Members are asked to NOTE the updated report.

MEMBERSHIP AND ATTENDANCE REVIEW REPORT 2016/17

1. MEMBERSHIP & TENURES

1.1 Board of Management

In alignment with the Post-16 Education Act (2013), Edinburgh College continues to formally review its Board membership in the academic year 2016/17. The Board consists of 18 members following a phase of non-executive recruitment in November 2016 to fill vacancies on the Board.

A full list of Board members and their tenures are attached as *Appendix 1.1*.

1.2 Chair

The Chair of the Board, Ian McKay, was appointed by Scottish Ministers under the 2013 Act. The Chair will hold office until 02 March 2018.

1.3 Non-Executive Membership

As of September 2016, the following 12 Non-Executive Members of the Edinburgh College Board of Management were in post:

Sandra Cairncross	Assistant Principal Student Experience, Napier University
Bob Downie	CEO Royal Yacht Britannia
Stephen Dunn	Retired; Group Director HR & Communications Miller Group
Alan Johnston	Retired; ex Commercial Director, Charles River Laboratories
Ann Landels	Director, Crisis Skylight
Elaine Lee	Business Strategy Consultant; ex Lloyds Banking Group
Niki McKenzie	Archangels Investment Executive; CA
Nigel Paul	Retired; ex Director of Corporate Services, Edinburgh University; CA
Fiona Riddoch	Management Consultant; Senior Fellow at Strathclyde University
Azra Sharif-Qayyum	Biomedical scientist and founding member of the Edinburgh Mela
Robin Stimpson	Retired; ex Managing Partner, Anderson Strathern Solicitors
Ian Young	Retired; ex Strategic Services Director, Midlothian Council

Sandra Cairncross and Elaine Lee both stepped down from the Board with immediate effect in October 2016 and January 2017 – respectively.

The Board, at its meeting on 13 December, were informed that Robin Stimpson had indicated that the end of his tenure had provided an appropriate juncture to step down from the Board. Mr Stimpson's tenure subsequently ended on 01 March 2017.

A phase of recruitment commenced in November 2016 which led to the approval of the following three Non-Executive Members by the Cabinet Secretary for Education and Lifelong Learning and the Board on 01 March 2017:

Lesley Drummond	Vivaldi (Owner), Edinburgh-based independent fashion retailer;
Judith Sischy	Former Chief Executive, Scottish Council for Independent Schools;
Jeanette Stevenson	Head of Education and Training, Royal College of Physicians of Edinburgh.

All newly recruited Non-Executive Members received an induction to the Board, in alignment with the procedures agreed by the Nominations Committee. This included new Board members receipt of a security pass, college e-mail and intranet access, general information and key governance documents including:

- i. The Constitution/Governance Framework;
- ii. FE Sector Code/Code on Corporate Governance;
- iii. College Financial Regulations;
- iv. Latest Annual Report and Accounts;
- v. College Strategic Plan;
- vi. Minutes of recent Board Meetings;
- vii. A schedule of Board and Committee meetings;
- viii. Contact details for Board, Executive, and Leadership Team.

In addition to the above information, new Board members were provided with the opportunity to meet with the Chair and Board Secretary. Arrangements are in place for the all three new members to meet with the Principal and Student President in June 2017.

New members have also been registered with the College Development Network (CDN), and can now access learning resources on its online HUB. An induction event for new members organised through CDN is expected to take place before the end of the academic year.

1.4 Staff Board Members

Colin Arthur continued to hold office as Academic Staff Board Member following his re-election in February 2015. Mr Arthur will hold office until 01 March 2019.

On 07 October, Kellie Bradford notified the Chair that she would be leaving her post as Policy Officer at the college and would therefore, with immediate effect, resign from her position as Support Staff member on the Board.

In line with good practice guidance for the election of staff Board members, a ballot to elect a support staff member commenced on 15 November for a period of 13 days. On 02 December, the Board were informed that Bruce Cassidy had been elected to hold office for a 4-year term. Mr Cassidy received a full induction to the Board of Management, as outlined under paragraph 1.3, following confirmation of his appointment.

1.5 Student Board Members

On 01 July 2016, Neal Black (Student President) and Amanda Clark (Vice President, Welfare) were formally appointed to the Board, as per the agreed nominations procedure. Both Student Members' tenures on the Board will expire on 30 June.

In May, the Board were informed that Neal Black had been re-elected to the role of Student President, and would be joined on the Board (as of 01 July) by the newly elected Vice President (Welfare), Beth Anderson.

1.6 Principal & CEO

The Principal, Annette Bruton, has been in post at the College for exactly two years following her appointment on 18 May 2015.

1.7 Vice Chair

02 March, the re-appointment of Ian Young as a non-executive Board member for a further two years was approved by Scottish Ministers, ratifying an earlier decision taken by the Board on 14 February. Mr Young continues to act as Vice Chair of the Board, as previously agreed by the Board in March 2015.

2. BOARD BALANCE

2.1 Gender

At the start of the 2016/17 academic year, the Board gender balance stood at 50% female and 50% male. Despite changes in the composition of the Board between September and March a 50:50 gender balance has been maintained.

2.2 Skill, Knowledge and Experience

As part of the non-executive recruitment process and continued succession planning a Board member profile and Board skills matrix is maintained by the Governance Team.

Following the conclusion of the non-executive recruitment process in March an updated summary matrix populated with non-executive members' (and the Chair's) skills and experience was considered by the Nominations Committee on 23 May. The matrix was subsequently utilised by the Committee to inform the scope of succession planning going forward into the 2017/18 academic year.

3. COMMITTEES OF THE BOARD

3.1 Structure

As approved in June 2016, the Board operated with the following committee structure in 2016/17:

- Academic Council
- Audit & Risk Assurance Committee
- External Engagement Committee
- Nominations Committee
- Policy & Resources Committee
- Remuneration Committee

Board Engagement and Commercial & International sub-committees which report directly to the External Engagement Committee continued to operate over the academic year. The aim of these sub-committee was to support engagement in these areas and offer a more flexible approach, whilst remaining in the governance structure.

All committees operate under the authority of the Board. Minutes were circulated to all Board members following every meeting, and each committee chair (or a nominated representative) reports to the Board on committee business. The Board has approved Terms of Reference for all six committees, and these are available on the [Board webpages](#).

3.2 Membership

Following the appointment of three new non-executive members the Board reviewed and approve amendment to committee membership on 02 May. The table below illustrates non-executive members' experience/skills (as identified in Section 2.2) against the AY 2016/17 committee membership.

	Career Background	Committee Membership
Bob Downie	Chief Executive; Hospitality and tourism	External Engagement <i>[to May 2017]</i> ; Audit & Risk Assurance Committee <i>[from May 2017]</i>
Stephen Dunn	HR and communications	Policy & Resources; Remuneration
Lesley Drummond	Chartered Marketer; Chartered Accountant	External Engagement <i>[from May 2017]</i>
Alan Johnston	Science-based business; Commercial management	External Engagement (Chair); Policy & Resources; Remuneration
Ann Landels	Education services; Public sector	Academic Council
Ian McKay (Chair)	Private/Public Sector Leadership; Communications	Nominations; Policy & Resources
Niki McKenzie	Investment Executive; Chartered Accountant	Audit & Risk Assurance <i>[to May 2017]</i> ; Remuneration <i>[from March 2017]</i> ; Policy & Resources Committee <i>[from March 2017]</i>
Nigel Paul	HE Leadership; Chartered Accountant	Audit & Risk Assurance (Chair); Policy & Resources
Fiona Riddoch	Private Sector Leadership; Science, eng. and renewables	Audit & Risk Assurance <i>[to November 2016]</i> ; Nominations; Academic Council (Chair) <i>[from November 2017]</i>
Azra Sharif-Qayyum	Equality and Engagement; Biomedical science	External Engagement
Judith Sischy	Education Leadership; Former Chief Executive	Audit & Risk Assurance <i>[from May 2017]</i>
Jeanette Stevenson	Education Leadership	Academic Council <i>[from May 2017]</i>
Ian Young (Vice Chair)	Public Sector Leadership; Economic Development	Policy & Resource (Chair); Nominations

3.3 Co-opted Membership

In May 2015, the Board agreed to co-opt an additional member of the Audit & Risk Assurance Committee with public service expertise. Ian Doig, an experienced non-executive director and former Director of CIPFA in Scotland, was subsequently co-opted to the Committee following the endorsement of the Nomination Committee. In line with the formal appointments procedure for co-opted members, Mr Doig's co-opted membership was reviewed in June 2016 and the Chair of the Audit & Risk Assurance Committee endorsed his continuation in the role.

In October 2016, the Board of Management approved a proposal from the then Chair of the Academic Council to re-align its co-opted membership, following a reduction in the number of curriculum areas (as part of the Business Transformation Plan). These amendments were reflected in the Committee's terms of reference, to ensure that academic staff representation across each of the four curriculum areas were strengthened.

The current co-opted membership of the Academic Council is listed below:

Name	Faculty	Date of first meeting
Juliet Harkin	Curriculum Manager (Construction)	20 November 2015*
Justin Sales	Lecturer (Hospitality, Tourism and Business)	20 November 2015*
Amanda Clark	ECSA Vice President (Welfare)	04 November 2016
David Tait	ECSA Vice President (Sport & Activities)	04 November 2016
Christopher Turnbull	Lecturer (HWSS)	04 November 2016
Jennifer Russell	Lecturer (HWSS)	04 November 2016
Neil Manning	Curriculum Manager (Creative Industries)	04 November 2016
Iris Aitchison	Lecturer (Hospitality, Tourism & Business)	20 January 2017
Ethelinda Lashley-Scott	Curriculum Manager (Performing Arts)	17 March 2017
Kevin Maloney	Curriculum Lead (Engineering)	17 March 2017
Tia Cotton	Elected ECSA Representative	17 March 2017

Co-opted members continuing from the previous academic year (*) had their membership reviewed in June 2016 and the then Chair of the Academic Council, Sandra Cairncross, endorsed their continuation in the roles. All new co-option taking place in 2016/17 were conducted followed an open recruitment process approved by the current Chair of the Academic Council, Fiona Riddoch.

4. ATTENDANCE

4.1 Board and Committees

In AY 2016/17, the Board and its committees are expected to meet a total of 27 times, two times fewer than in the previous academic year.

All meetings of the Board and its committees have been quorate in the academic year 2016/17.

Despite a demanding cycle of meetings and changes to Board/committee membership the level of attendance remains high at 84.7%, a slight decrease of 1.8% on the last academic year (2015/16).

The *Appendix 1.2* shows the attendance of members at meetings of the Board and its committees in AY 2016/17.

Only one current Board member's attendance dropped below 70% within the academic year. Nominations Committee attendance was recorded at 75%, making it the only committee where attendance dropped below 80%.

In addition to their membership of committees, the Chair and the Principal attended committees to which they had a right of attendance. The Chair attended 19 (of a possible 27) meetings of the Board and its committees in the academic year 2016/17.

4.2 Strategic and Development Events

In addition to Board and committee meetings, members of the Board have attended a number of internally and externally led strategic and development events. Below is a list of such events (including those that have contributed to good governance) attended in the academic year 2016/17:

Event	Date(s)	Location	No. of Board Attendees
Governance Related			
Board Strategy Day	31 October 2016	Sighthill	12
Board Evaluation Session with Michael Willis	15 November 2016	Milton Road	6
Strategic Planning Working Group	06 June 2017	Milton Road	4
Training and Development			
Health & Safety Annual Report Presentation	20 September 2016	Milton Rd	11
CDN College Board Members Conference	25 October 2016	Glasgow	6
Networking Workshop for Senior Independent Members of Boards in the college sector	07 December 2016	Stirling	1
CDN Chair of Audit Committee Event	16 March 2016	Stirling	1
CONTEST (Counter Terrorism) Event	23 June 2017	Granton	4

At its meeting on 14 February, the Board of Management agreed to delegate powers to a short-life working group to approve the Development Plan for submission to the Scottish Funding Council. It is intended that progress against the Development Plan will be reviewed by the Board at each of its meetings in 2017/18, with a view to completing all Board development actions by September 2018.

Two Board Development Days in October 2017 and May 2018 will be scheduled in the upcoming academic year. These events will provide the Board with additional opportunities to consider progress against the Development Plan.

4.3 Other Meetings/Events

In addition to meetings within the Board and committee cycle, a number of members have attended meetings/events in the interests of the Board. In 2016/17, over 30 such meetings/events have taken place, each attending by one or more Board members.

A full list of meetings/events (and their attendees) are held by the Governance Team.