

## NOMINATIONS COMMITTEE

### AGENDA

A meeting of the Nominations Committee will be held on Tuesday 8 October 2024 at 15:30 (via Microsoft Teams)

		Lead Speaker	Paper
1.	WELCOME & APOLOGIES	Chair	
2.	DECLARATIONS OF INTEREST	Chair	
3.	MINUTES OF PREVIOUS MEETING <i>for approval</i>	Chair	A
4.	MATTERS ARISING REPORT	Chair	B
5.	FOR APPROVAL		
	5.1 Board Membership, Tenure and Capacity	M Walker	C
	5.2 Staff Board Election Procedure – October 2024	M Walker	D
	5.3 Non-Executive Appointments Procedure	M Walker	E
	5.4 Review of Board Specific Procedures	M Walker	F
6.	FOR DISCUSSION		
	6.1 Board Induction Handbook Update	M Walker	Verbal
7.	FOR INFORMATION		
	7.1 <a href="#">2024/25 Board Improvement Plan</a>		
8.	ANY OTHER COMPETENT BUSINESS		
9.	DATE OF NEXT MEETING: To be confirmed		

<b>Title</b>	<b>Board Membership, Tenure and Capacity – October 2024</b>
<b>Appendices</b>	Appendix 1: Board Membership & Tenures Appendix 2: Extant Skill Matrix (Oct 2024) and Draft Template Appendix 3: Draft Board Characteristics Template
<b>Disclosable under FOISA</b>	Yes <input checked="" type="checkbox"/> / No <input type="checkbox"/>
<b>Primary Contact</b>	Marcus Walker, Board Secretary
<b>Date of Production</b>	03.10.24
<b>Action Required</b>	For Approval <input checked="" type="checkbox"/> / For Discussion <input checked="" type="checkbox"/> / For Information <input checked="" type="checkbox"/>
<b>Aligned to Strategic Risk</b>	Yes <input type="checkbox"/> / No <input checked="" type="checkbox"/> (If 'yes' please complete Section 5.3)

## 1. RECOMMENDATIONS

The Nominations Committee are asked to NOTE recent changes to Board membership and CONSIDER whether any further action is required.

Members are also asked to CONSIDER and ENDORSE the following:

- A new *Board Skills Matrix Template* (Appendix 2.2) for completion by Non-Executive Members.
- A draft *Board Characteristics Template* (Appendix 3) for completion by all Board Members – prior to its publication on the College website.

## 2. PURPOSE OF REPORT

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

## 3. BOARD MEMBERSHIP, TENURE AND CAPACITY

### 3.1 Board Membership Update

Since the last meeting of the Nominations Committee, on 7 June 2024, the following has taken place in relation to Board membership:

- On 28 June 2024, **Sue Cook** (a Non-Executive Board Member and Chair of the Audit & Risk Assurance Committee) informed the Chair of the Board that she would be stepping down from the Edinburgh College Board of Management - with immediate effect – following her appointment as Chair of West Lothian College Board of Management by the Scottish Government.

Following notification of this departure, the Board of Management agreed that Bill Troup (a Non-Executive Board Member with appropriate financial expertise) would act as Chair of the Audit & Risk Assurance Committee until 10 December 2024, at which point a decision on both the new committee structure and associated membership would be confirmed.

- New ECSA Sabbatical Officers, **Adam Lowe (Student President)** and **Charlie Whitson (Vice President Activities)** assumed their roles as Student Board Members from 1 July 2024.

- Both **Stewart Darling and Kerry McCormack's** initial tenures on the Board of Management will end on 15 December 2024. The Board of Management agreed on 26 September 2024 to put forward, to Scottish Ministers, Stewart Darling for reappointment for a second 3-year term.

Due to work commitments, Kerry McCormack has decided not to seek reappointment for a second term.

- With regards to a **Unison Nominated Board Member**, the Edinburgh College UNISON Branch have been invited to nominate a member to join the Board of Management. However, at the time of writing no nomination has been received.

A full list of Board members and their tenures is included in [Appendix 1](#).

## 3.2 Non-Executive Recruitment

### 3.2.1 Recruitment Update

In response to the departure of the former Chair of the Audit & Risk Assurance Committee (Paragraph 3.1 refers), the Board launched an open recruitment round on 30 July 2024 seeking at least one non-executive member with the following background: *“A professional qualification and/or equivalent experience in the fields of Accountancy, financial management, audit, risk management and internal controls, compliance and/or corporate governance”*.

Following a four-week advertising period and a shortlisting event held on 29 August 2024, a recruitment panel held interviews with several applicants on 24 & 30 September 2024. A verbal update on the outcome of this recruitment round will be provided to the Nominations Committee on 8 October.

### 3.2.2 Engagement and Equality, Diversity and Inclusion

As part of the recruitment round the Board Secretary, with support from the College's EDI Lead, promoted the vacancies across a wide range of regional networks.

In collaboration with Changing the Chemistry, the College held an online engagement event on 13 August 2024 to promote the vacancies. The event was facilitated by the Chief Executive of Changing the Chemistry and included an opportunity to discuss the advertised non-executive roles and the operation of Edinburgh College and its Board of Management with both the Chair and the Principal & Chief Executive.

Of the 12 applications received, five were shortlisted by the panel for interview. For shortlisting, candidates' initials were used to reduce the risk of unconscious bias. Subsequent analysis of monitoring information showed:

- **Gender.** 50% of all applications received were from female candidates.
- **Ethnic Origin.** Five applicants indicated that their cultural background was *White Scottish* or *White British*, whilst seven applicants indicated another ethnic background (e.g., Mixed or Multi-Ethnic Group, Asian, Polish, or Other).
- **Age.** One applicant indicated that their age range was 25-34. Five applicants selected the age range 35-44, with four selecting 45-54. Two candidates were over 55 years of age.

- **Disability.** One applicant declared that they had a disability, whilst several applicants indicated that they preferred not to say.

All applicants who responded to the question ‘Where did you see this vacancy?’ stated either Goodmoves, LinkedIn, IoD Scotland, Changing the Chemistry, and the College website.

For reference, Interviews consisted of a brief presentation by the candidate on the challenges facing Edinburgh College, and a series of set questions from the panel. In the interest of promoting an equitable process, the set interview questions were provided to candidates two weeks prior to their interview date.

### 3.3 Skills Matrix

#### 3.3.1 Extant Skills Matrix

The extant Edinburgh College Board of Management Skills Matrix is attached as [Appendix 2.1](#). This version of the Board Skills Matrix shows coverage across all 16 skills identified by CDN as being ‘essential’ for a balanced board. However, with regards to Skill Set 15 (*Skills and Experience in commissioning and supply chain management*) only one Board member has outlined experience/knowledge in this area.

#### 3.3.2 Draft Skills Matrix

Within the *2024/25 Board Improvement Plan* it states the following action: “The Nominations Committee may wish create a bespoke matrix to include more ‘lived experience’, which adds to the work-based skills identified and supports a range of perspectives on the Board.”

[Appendix 2.2](#) aims to provide the Nominations Committee with an opportunity to consider a new format for the Board’s Skills Matrix. Members are asked to consider whether the listed Skills are appropriate and what areas of ‘lived experience’ should be captured in the Profile section.

Please note, the current ratings within the Skills section are provided as an **example only**. Once the template is agreed, Members of the Board will be asked to self-evaluate their Skills / Profile information and submit it to the Board Secretary.

### 3.4 Board Diversity

As part of the Board’s work to illustrate its diversity and inclusiveness, the *2024/25 Board Improvement Plan* recommends that the Board of Management publishes diversity data more prominently. [Appendix 3](#) provides the Nominations Committee with an opportunity to consider the format of a *Board Characteristics* record which, if approved, will be completed by all Board Members and published on the College website.

The draft template is based on current data collected through non-executive recruitment rounds. The Nominations Committee may wish to consider the inclusion of the following information - which is not currently collated:

- Do you Identifying as having a neurological difference? [e.g., ADHD; Autism Spectrum etc.]
- Have you ever been diagnosed with a mental health condition?
- Do you have any family or caring responsibilities? [e.g., children; disabled; old]

- Are you care-experienced?
- What is the highest level of education you have completed?
- If applicable, were you the first person in your family to enter higher education?

### 3.5 Upcoming Tenure End Dates / Succession Planning

The tenures of Stewart Darling and Kerry McCormack are due to end of 15 December 2024. Subject to approval by Scottish Ministers, Stewart Darling has agreed to a second 3-year terms.

The tenures of both Gwen Raez and Ross Laird are due to end of 8 March 2025 and neither is eligible for further tenure extensions. The Nominations Committee are asked to consider arrangements for a recruitment round (commencing in December) seeking two new non-executive members to replace both departing Board Members.

The initial tenures of Becky Duff, Fiona Doring, and Ian McLaughlan are due to end on 30 June 2025. All three Non-Executive Members are eligible for a second 3-year term.

## 4. IMPACT AND IMPLICATIONS

The Board shall ensure that its operation aligns with the Post-16 Education Act (2013). Failure to full consider Board ad committee membership may lead to inappropriate governance arrangements.

## 5. ALIGNMENT TO STRATEGIC PLAN / KPIs / RISK REGISTER

### 5.1 Alignment to Edinburgh College Strategic Pillars *[Indicate with an 'X' which Strategic Pillar this paper supports]:*

Curriculum Strategy	<input type="checkbox"/>	Finance Strategy	<input type="checkbox"/>	People Strategy	<input type="checkbox"/>
Commercial Strategy	<input type="checkbox"/>	Digital Strategy	<input type="checkbox"/>	Other	<input checked="" type="checkbox"/>

### 5.2 Relevant Key Performance Indictors *[Indicate with an 'X' which performance indicators this paper supports]:*

Student Success	<input type="checkbox"/>	Credit Target	<input type="checkbox"/>	Equality, Diversity & Inclusion	<input checked="" type="checkbox"/>
Student Satisfaction	<input type="checkbox"/>	Adjusted Operating Position (AOP)	<input type="checkbox"/>	Staff Costs	<input type="checkbox"/>
Student Retention	<input type="checkbox"/>	Non-SFC Income	<input type="checkbox"/>	Staff Engagement	<input checked="" type="checkbox"/>
Student Enrolments	<input type="checkbox"/>	Gross Carbon Footprint	<input type="checkbox"/>	Partner Engagement	<input checked="" type="checkbox"/>

### 5.3 Alignment to the Top-Level Risk Register *[Strategic risk information should be copied directly from the most recent TLRR]:*

Strategic Risk(s)	Risk Score*		
Not applicable.	Inherent (Gross) Risk		
	Probability	Impact	Score
	-	-	-
	Residual (Net) Risk		
	Probability	Impact	Score
	-	-	-
	Movement (since last review)		-

\*Risk Score Key: 0-10 Low Risk; 11-15 Moderate Risk; 16-25 High Risk. *[Further information on risk scoring can be found in the [EC Risk Management Policy & Procedure](#)]*

## APPENDIX 1

### BOARD MEMBERSHIP & TENURES

As of 01 October 2024, the Board of Management membership is as follows:

	Forename	Surname	Position	Date of Appointment	Tenure Expires
1	Bruce	Cassidy	Support Staff Member	02.12.20	01.12.24
2	Audrey	Cumberford	Principal	03.09.18	Not applicable
3	Stewart	Darling	Non-Executive	15.12.21	15.12.24*
4	Fiona	Doring	Non-Executive	30.06.22	30.06.25*
5	Becky	Duff	Non-Executive	30.06.22	30.06.25*
6	Alan	Holligan	EIS-FELA Nominee	01.02.24	31.01.28
7	Daniel	Holland	Lecturing Staff Member	07.10.22	06.10.26
8	Ross	Laird	Non-Executive	08.03.19	08.03.25
9	Adam	Lowe	Student Board Member	01.07.24	30.06.24
10	Alex	Killick	Non-Executive	22.09.20	21.09.26
11	Kerry	McCormack	Non-Executive	15.12.21	15.12.24*
12	Liz	McIntyre	Non-Executive	01.03.23	28.02.26
13	Ian	McLaughlan	Non-Executive	30.06.22	30.06.25*
14	Gwen	Raez	Non-Executive	08.03.19	08.03.25
15	Nora	Senior	Regional Chair	04.07.22	04.07.26
16	Eleanor	Sim	Non-Executive	01.03.23	28.02.26*
17	Charlie	Whitson	Student Board Member	01.07.24	30.06.24
18	Bill	Troup	Non-Executive	01.03.23	28.02.26*

*\*Indicates a Non-Executive Member who may seek reappointment following the end of their initial period of tenure.*

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

**College Development Network: List of skills and knowledge required to maintain a balanced board**

Generic skills that all board members should have:

1. Working with others: Ability to engage effectively; facilitate constructive discussion and successfully influence a diverse range of stakeholders.
2. Strategic thinking: Ability to think strategically and contribute to the development of strategies and delivery of outcomes in challenging circumstances.
3. Evidence and decision making: Ability to weigh up conflicting opinions, complex evidence and exercise reasoned judgement when reaching or contributing to decisions.
4. Effective Communication: Ability to communicate effectively ensuring confidence and credibility.
5. Governance: Working experience and understanding of how governance works in major public, private or voluntary basis.

Additional skills set that individual members should have, which bring balance to the board

6. Experience at a senior level of industry, including large employers in the priority sectors (required by more than one member)
7. Knowledge and experience of the SME sector (required by at least one member)
8. Knowledge and experience of how young people, from all backgrounds, interact with the education, skills and employability sectors (required by one member)
9. Knowledge and experience of economic development in a Scottish and UK context, in particular regarding interactions with education, skills, employability and/or labour market issues (required by at least one member)
10. Knowledge and experience of local/community engagement (recognising a geographic spread throughout Scotland and reflecting both urban and/or rural contexts) and /or the voluntary/third sector in relation to skills and employability matters (required by one member)
11. Knowledge and experience of delivering in a large public sector organisation, including in a further or higher education institution (required by at least one member)
12. Business Management Skills (required by more than one member)
13. Financial Management Skills. Advance skills and substantial experience in this area (which includes audit and risk management experience) (required by more than one member)
14. Skills and experience of delivering innovative and integrated services to individuals, companies and communities (required by more than one member)
15. Skills and Experience in commissioning and supply chain management (required by one member)
16. Skills and experience of delivering complex transformation programmes including technology enabled change (require by more than one member)

## SKILLS BALANCE OF EDINBURGH COLLEGE BOARD OF MANAGEMENT (October 2024)

Note: enter a ✓ in the appropriate box to indicate that a member has each of the specific skills

Name	1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	Current Term end	Balance of Years
Stewart Darling	✓	✓	✓	✓	✓	✓	✓					✓	✓	✓	✓	✓	15.12.24	3
Fiona Doring	✓	✓	✓	✓	✓		✓	✓	✓	✓		✓	✓				30.06.25	2
Becky Duff	✓	✓	✓	✓	✓			✓		✓		✓					30.06.25	2
Ross Laird	✓	✓	✓	✓	✓					✓	✓	✓					08.03.25	5
Alex Killick	✓	✓	✓	✓	✓	✓		✓	✓		✓	✓		✓		✓	21.09.26	4
Kerry McCormack	✓	✓	✓	✓	✓		✓					✓		✓		✓	15.12.24	3
Liz McIntyre	✓	✓	✓	✓	✓	✓		✓	✓		✓	✓					28.02.26	1
Ian McLaughlan	✓	✓	✓	✓	✓			✓		✓		✓		✓			30.06.25	2
Gwen Raez	✓	✓	✓	✓	✓						✓	✓		✓			08.03.25	5
Nora Senior	✓	✓	✓	✓	✓	✓	✓		✓	✓		✓		✓		✓	04.07.26	2
Eleanor Sim	✓	✓	✓	✓	✓						✓					✓	28.02.26	1
Bill Troup	✓	✓	✓	✓	✓							✓	✓				28.02.26	1



SKILLS BALANCE OF EDINBURGH COLLEGE BOARD OF MANAGEMENT (DRAFT TEMPLATE]

Skills Key: Limited Experience (LMT); General Experience (GEN); Advance Experience (ADV); Expert (EXP)

	SKILLS															PROFILE				
	Corporate Governance	Strategic Oversight	Accounting and Financial Reporting	Risk Management	Tertiary Education	Communities and Young People	Industry and SME Sector	Government and Public Sector	Legal	Technology and Data Driven Innovation	Health & Safety	Sustainability	Communications and Corporate Affairs	Talent, Culture and Diversity	Marketing & Brand	Age	Gender	Ethnicity	Appointment Date	Balance of Years
Stewart Darling	GEN	ADV	ADV	ADV	LIM	LIM	ADV	GEN	GEN	EXP	GEN	GEN	ADV	GEN	ADV		M		15.12.24	3
Fiona Doring	GEN	ADV	GEN	GEN	GEN	EXP	ADV	GEN	GEN	GEN	GEN	GEN	ADV	ADV	GEN		F		30.06.25	2
Becky Duff	GEN	ADV	GEN	GEN	GEN	EXP	GEN	GEN	GEN	GEN	GEN	GEN	ADV	ADV	GEN		F		30.06.25	2
Ross Laird	GEN	GEN	GEN	GEN	GEN	GEN	GEN	EXP	GEN	GEN	GEN	GEN	EXP	GEN	ADV		M		08.03.25	5
Alex Killick	ADV	ADV	GEN	GEN	EXP	ADV	GEN	ADV	GEN	GEN	ADV	GEN	GEN	EXP	GEN		M		21.09.26	4
Kerry McCormack	GEN	GEN	GEN	ADV	GEN	LIM	ADV	LIM	GEN	EXP	GEN	GEN	GEN	GEN	LIM		F		15.12.24	3
Liz McIntyre	EXP	EXP	ADV	GEN	EXP	ADV	ADV	ADV	GEN	GEN	ADV	GEN	ADV	ADV	ADV		F		28.02.26	1
Ian McLaughlan	ADV	ADV	GEN	GEN	GEN	EXP	GEN	ADV	GEN	GEN	GEN	GEN	ADV	ADV	GEN		M		30.06.25	2
Gwen Raez	GEN	GEN	GEN	GEN	GEN	GEN	ADV	ADV	GEN	GEN	LIM	GEN	ADV	GEN	EXP		F		08.03.25	5
Nora Senior	EXP	EXP	ADV	ADV	ADV	GEN	EXP	EXP	GEN	GEN	ADV	GEN	EXP	ADV	EXP		F		04.07.26	2
Eleanor Sim	GEN	GEN	LIM	ADV	GEN	LIM	GEN	LIM	GEN	EXP	GEN	GEN	LIM	GEN	LIM		F		28.02.26	1
Bill Troup	GEN	GEN	EXP	EXP	GEN	LIM	GEN	GEN	GEN	GEN	GEN	GEN	GEN	GEN	LIM		M		28.02.26	1
<b>NO. OF EXPERTS</b>	<b>2</b>	<b>2</b>	<b>1</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>0</b>	<b>2</b>	<b>0</b>	<b>3</b>	<b>0</b>	<b>0</b>	<b>2</b>	<b>1</b>	<b>2</b>					



## EDINBURGH COLLEGE BOARD OF MANAGEMENT

### BOARD CHARACTERISTICS 2024/25

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All Board members were invited to record their characteristics (anonymously and in confidence) to create a comprehensive overview of the diversity of the Board. ## of 19 Board members participated. Null boxes have been excluded for ease of reference.

#### 1. Gender: How do you identify?

Female	
Male	
Other / Non-binary	

#### 2. Is your gender identity the same as the gender you were assigned at birth?

No	
Yes	

#### 3. Do you consider yourself to be a disabled person?

I have a disability	
I have no disability	

#### 4. Which ethnic origin best describes you?

Asian or Asian British	
Black or black British	

Mixed / multiple ethnic groups	
White	

**5. How would you describe your religion or beliefs, if any?**

None	
Christian	

**6. What is your sexual orientation?**

Bisexual	
Gay	
Heterosexual	
Prefer not to say	

## PERSONAL DETAILS – CONFIDENTIAL - TO BE COMPLETED BY BOARD MEMBERS

Board Members are asked to complete and return the following form to allow for the collation of Board Characteristic information for 2024/25.

<b>Ethnic Origin</b>			
Choose ONE section from A to F, then tick the appropriate box to indicate your cultural background.			
<b>A</b>	White	<b>B</b>	Mixed or Multi-Ethnic Group
	Scottish		Any mixed (please specify below)
	English		
	Welsh		
	Northern Irish		
	British		
	Irish		
	Gypsy/Traveller		
	Polish		
	Other (please specify below)		
<b>C</b>	Asian, Asian Scottish or Asian British	<b>D</b>	Black, Black Scottish, or Black British
	Indian		Caribbean
	Pakistani		African
	Bangladeshi		Other Black (please specify below)
	Chinese		
	Other Asian (please specify below)		
<b>E</b>	Other ethnic background:	<b>F</b>	Prefer not to say:
	Arab		Prefer not to say
	Any other (please specify below)		

<b>National Identity</b>			
Please tick the box that best indicates your National Identity.			
	Scottish		Other Commonwealth Nations
	English		Other EU Nations
	Welsh		Other Nationalities
	Irish		Not known
	British		Prefer not to say

<b>Age</b> (please tick the box that best describes your age range):			
	Under 25		25-34
	35-44		45-54
	55-64		65 +
	Prefer not to say		

<b>Gender</b> (please tick):			
	Male		Female
	Non-binary		Prefer not to say

**Gender Assignment** (please tick):

Is your gender identity the same as the gender you were assigned at birth?

Yes		No	
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**Disability** (please tick):

I have no disability		I have a disability	
Prefer not to say			

**Religion** (please tick):

None		Buddhist	
Church of Scotland		Sikh	
Roman Catholic		Jewish	
Other Christian		Hindu	
Muslim		Pagan	
Other (please specify below)		Prefer not to say	

**Sexual orientation** (please tick):

Opposite sex (heterosexual)		Same sex (homosexual)	
Same and opposite sex (bisexual)		Prefer not to say	