Independent review and evaluation of the operation of the Board of Management of Dundee and Angus College.

# Introduction

# Code of Good Governance for Scotland’s Colleges

In response to the Post-16 Education (Scotland) Act 2013, which included provisions in relation to the identification of principles of good governance practice for the college sector, the Scottish Funding Council (SFC) invited college Regional Chairs to convene a Steering Group to develop a Code of Good Governance for Scotland's Colleges. After extensive consultation and development, the original Code was published in December 2014. Since its initial publication, the Good Governance Steering Group has carried out further reviews of the Code. These reviews resulted in updates to the code being published in December 2016 and September 2022.

The Code states in its foreword:

*“Boards are expected to innovate, pursue new opportunities and take measured risks in delivering what is best for their stakeholders”*

*“Colleges have an important individual and collective role to play in promoting economic, social and cultural well-being. We expect this Code to provide the essential underpinning to help discharge that role to the highest standards possible.”*

*“We value the significant contribution college board members make to governing our colleges and regional strategic bodies, and to their stewardship of taxpayer’s money, ensuring its efficient and effective use.”*

The Code establishes standards of good governance practice and provides the essential foundations for compliance within the legislative framework. However, it is also clearly stated that boards must not only follow the letter but also the spirit of the Code to ensure good governance. All colleges that receive funding from SFC must comply with the Code as a term and condition of grant.

# Governance

The Code of Good Governance for Scotland’s Colleges outlines that the overarching purpose of good governance for Scotland’s colleges is to:

* Lead the college and set its strategic direction and values;
* Ensure effective management and financial controls to support the student experience within a framework of public accountability and transparency; and
* Deliver high quality learning and outcomes.

# Key Principles

The key principles enshrined within the Code are:

* Section A: Leadership and Strategy
* Section B: Quality of the Student Experience
* Section C: Accountability
* Section D: Effectiveness
* Section E: Relationships and Collaborations

This review and evaluation considers the operation and effectiveness of the Board of Management of Dundee and Angus College against each of these five key principles and their subheadings.

# Methodology

Review activities were conducted over the period 28 August 2024 to 9 October 2024 and included the following activities:

* Desk-top review of Board of Management and Committee Papers covering academic years 2022/23 and 2023/24; the Board’s most recent self-evaluation (May 2022); and, support materials for Board members;
* Attendance at one Board of Management meeting and one of each of the Board’s Committee meetings namely: Learning, Teaching and Quality; Human Resources and Development; Finance and Property; and Audit and Risk;
* Face-to-face interviews with Board members and the Secretary to the Board.

The profile of Board members interviewed was as follows:

* Chair, Vice-Chair, Principal and a range of Committee Chairs;
* Teaching and non-teaching staff members, including one union-nominated member;
* Student Board members – including current members and one member from session 2023/24;
* Board members interviewed were from a range of backgrounds, including private and public sectors;
* Members whose time serving on the Board ranged from 2017 to recent appointments.

In total, 16 interviews were held giving extensive coverage of Board membership.

# Conclusion and summary of findings

2.1 Conclusions

* Through discussions with Board members, the observation of Board and Committee meetings and review of documentation, the external review of the Board of Management of Dundee and Angus College concludes that it has a very clear understanding of its governance responsibilities and accountability as set out in the Code of Good Governance for Scotland’s Colleges. It discharges these very effectively. The Board reflects on its own performance effectively through self-evaluation to plan for continuing improvement. It is evident that the Board “*not only follow[s] the letter but also the spirit of the Code”* in its approach to good governance.

2.2 Summary of Findings

* Leadership and Strategy
* The governance approach taken by the Board is clearly values-driven in line with the Code of Conduct and Principles of Public Life in Scotland. This sets the tone for all discussions and decision making;
* The Board has a strong understanding of the college and its context, both locally and nationally, which enables it to make well informed decisions when shaping and setting the college vision and strategy;
* Performance measurement systems are comprehensive and highly effective in supporting the Board in its decision making;
* The Board and college managers have a strong commitment to corporate and social responsibility which is evidenced through college priorities, planning and its activities.
* Quality of the Student Experience
* The ‘student voice’ is highly evident in Board decision making. Student Board members and the Students’ Association are well supported by the Board. Their views and contribution are highly valued by Board members;
* The Board takes due regard to local and national priorities and emerging themes to plan for coherent provision for students. This is supported by effective partnerships;
* Oversight of the quality and inclusivity of the learning experience is comprehensive, effective and facilitates improvement and enhancements to provision.
* Accountability
* The Board has a clear understanding of its governance responsibilities and accountability. It discharges these effectively;
* Rigorous and effective systems are in place to ensure effective oversight of key college areas of operation;
* Decision-making processes are well-informed, transparent and timely. Communication and reporting between the Boards and its Committees is effective;
* Risk management arrangements are effective and pervade all aspects of the Board’s planning and decision-making;
* Arrangements to plan for and monitor financial and institutional sustainability are comprehensive and effective. The Board is proactive and supports senior managers in taking early action to address emerging challenges;
* The Board values its staff highly – it is evident that staff wellbeing is a priority.
* Effectiveness
* The Board Chair provides very effective and supportive leadership and encourages a collaborative and team-working approach;
* The Board and Committee Chairs facilitate effective discussion, constructive challenge and provision of support in their engagement with the Principal and senior college managers;
* All Board members are well supported in their role through induction arrangements, internal development opportunities and annual review meetings with the Chair;
* The Board undertakes self-evaluation of its effectiveness and monitors progress with identified areas for improvement or further development.
* Relationships and Collaborations
  + Partnership working is strong and productive. It supports the college in delivering its vision and strategy and enables the college to contribute to meeting and addressing local and national priorities.

# Detailed findings

# Section A: Leadership and Strategy

Expectations of Board members are clearly articulated through induction and the ‘*Code of Conduct for Members of the Board of Management of Dundee and Angus College’*. The Code of Conduct handbook includes expectations in relation to the *Nine Principles of Public Life in Scotland*.

The Board meets twice per year outwith normal Board business meetings. These Strategy Days are used to develop and support strategic planning. Currently the Board has been using Strategy Days to reflect on the impact of the 2025 ‘More Successful Students’ strategy and look forward to developing the college strategic plan for the period to 2030 around the themes of Our Students, Our Staff, Our Campuses and Our Impact. An iterative and consultative process is supporting the development of objectives and key actions to underpin each of these themes. Once these have been agreed an appropriate range of metrics will be developed to support the Board in monitoring progress with strategy implementation.

The Board is well informed regarding Scottish Government priorities and how they relate to priorities within the region and communities the college serves – including the ‘Tay Cities Deal’. This ensures they have a well-informed context to support decision making in relation to development of the college’s vision and strategic direction.

The Board monitors progress with outcomes in the college’s Regional Outcome Agreement (ROA). *[It was noted however, that the ROA for academic year 2023-24 was the last year of this arrangement with SFC – this cycle will be completed once colleges have submitted their self-evaluation report.]* Progress with the transition to the SFC Outcomes Framework and Assurance Model and its implications in relation to governance is monitored by the Board. The Board agrees its funding with SFC.

The Board and its Committees are provided with a very comprehensive range of performance indicators and metrics which are used effectively by the Board and its Committees to gain assurance of the college’s performance and progress towards achieving stated aims and objectives. When necessary, metrics are evolved to ensure they are fit-for-purpose.

The Board is proactive in demonstrating, promoting and supporting the development of corporate social responsibility. A values-based leadership is fostered and underpins the Board’s approach to discharging its responsibilities. This approach, linked with the strong focus on partnership working at strategic and operational levels, has ensured that the college is a key partner in contributing to positive impacts in relation to local social and economic needs and social inclusion. The approach is also evident in how the Board values the wellbeing of college learners and staff, for example through ‘Fair Work First at D&A College’, the promotion of equalities and sustainable development goals within planning.

Corporate social responsibility is clearly evident in the ‘2030 Our College’ strategic plan which is currently being developed by the Board. It is woven throughout the four themes of the plan – ‘Our Students, Our Staff, Our Campuses and Our Impact’.

Board membership is made up of a good mix of age and gender and backgrounds which broadly reflect the make-up of the region’s economy.

Action – The Board, in its own self-evaluation, recognises the ongoing need to promote further diversity within its membership as a key feature of all future recruitment arrangements to ensure it reflects as closely as possible the make-up of its communities.

# Section B: Quality of the Student Experience

The Board is highly effective in ensuring that the student voice is taken into account and is seen as central to supporting the development of the quality of students’ experience and in improving positive outcomes for learners.

Board members are provided with comprehensive quantitative and qualitative information in relation to the student experience, for example student survey data. The input from Student Board members and the Student’s Association is highly valued and effective in adding value and depth to this information.

The Chair and Board members are very proactive in supporting Student Board members and the Students’ Association to encourage them in their respective roles within the college and college life. For example, the Students’ Association’s role in jointly developing the *‘D&A values-based Charter’* and *‘3Rs’.* Both current and previous student Board members felt the Chair, Principal, Board members and college managers encouraged them and valued their contributions which assisted them growing in confidence with regards to their role on the Board.

Student Board members routinely provide updates and presentations to both the full Board and the Learning, Teaching and Quality Committee (LT&QC). They also give input into Board development sessions.

In June 2024 the Board completed a review of the Dundee and Angus Student’s Association constitution with minimal changes being required.

Board development days ensure a strategic focus is maintained on the college portfolio of provision. The Principal and college managers provide the Board with comprehensive information regarding current need and emerging developments both nationally and within the local communities the college serves. Curriculum and Partnership reports are a standing item on the LT&QC agenda. Expertise within the Board is also used well to inform discussions and decision making. The chair also draws from national perspectives discussed through the Chairs’ Forum.

Quality monitoring and oversight is well supported by a comprehensive range of metrics, including sector standard performance indicators in relation to learner outcomes and satisfaction. Detailed consideration is given to these by the LT&QC. External quality reports, and college management’s responses, are discussed by the committee. The LT&QC provide appropriate and incisive challenge in relation to programme and learner outcomes – making good use of Board members’ expertise. Board and LT&QC members are well briefed by the Principal and senior college managers. Monitoring through the LT&QC is linked into the Strategic Risk Register and fed back to the full Board via the Audit and Risk Committee.

Action – non identified.

# Section C: Accountability

The Chair and Board are clear in their accountability to the SFC and through that to Scottish Ministers and Scottish Parliament. The Board monitors college performance against its ROA with the SFC. It was noted however, that the last ROA was for 2023/24 and that arrangements are nationally under review. The Board is being kept up to date on developments to ensure that it continues to meet the terms and conditions of its grant funding from the SFC.

Through the Chair’s leadership, the Board has a clear sense of its accountability to students, staff, the wider public and business communities it serves as well as its contribution to wider social and economic well-being.

The Board operates transparently. Comprehensive and up-to-date information is available publicly on the College website. This includes a current Register of Interests; Code of Conduct guidance; Governance Manual; Code of Good Governance for Scotland’s Colleges; and, agendas, papers and minutes of Board and Committee meetings. Online records are available from academic year 2018/19. Agendas are clear and focussed on key issues. Board papers are comprehensive and detailed – Board members recognise the challenge in striking a balance between being given too much or insufficient detail to support well informed decision making. Ongoing reflection between the Board, Board Secretary and senior college managers ensures the correct balance is achieved to support the Board in their role. The Committee structure and communication arrangements between the Board and its Committees is effective. Senior managers, and where required specialist college staff, provide input and advice to the Board and its Committees to support them in discharging their responsibilities.

The Board has effective arrangements in place for the management and oversight of risk. This is managed through the Audit and Risk Committee. Specific areas of risk are delegated to an appropriate Committee and are always considered or reviewed at the end of each meeting. Any revisions or emerging internal or external risks are fed back to Audit and Risk who then report to the full Board twice per year. For example, longer term impacts of COVID on learners and their support needs or impact of potential historic construction methods on college buildings.

Internal and external audit arrangements and reports are considered in detail by the Audit and Risk Committee. Progress against identified action plans arising from audit activities is well considered by the Committee. Appropriate challenge and reassurances are sought where identified actions are no longer viewed as appropriate to progress, for example priority 3 minor risk items. Equally, where a planned action is not meeting its original target, the Committee seeks assurances that appropriate mitigations are in place along with further close monitoring of progress. The impact of audit findings and progress with action plans are considered against the Strategic Risk Register at each meeting.

The Board has appropriate arrangements in place to set the Principal and Senior Leadership Team’s remuneration.

The Board has a strong focus and understanding of its responsibilities in relation to financial and institutional sustainability – continuing to deliver high quality relevant provision in an increasingly tight funding environment. The college produces a broad range of financial and non-financial metrics to support in-year and future planning and decision making. These provide Board members with the information they require to assist them in effectively discharging their responsibilities. The metrics themselves are reviewed to ensure they continue to be appropriate and provide information in a timeous manner.

The Board actively strive to ensure that the College is a safe and supportive environment in which to work. The Board values its staff highly – it is evident that their wellbeing is a priority. A range of approaches, including staff surveys, are regularly used to gather the views of staff and identify areas for action or development. The Board effectively promotes positive employee relations and has supported the development of an effective partnership between recognised trades unions and management.

Action – none identified

# Section D Effectiveness

The Board Chair provides very effective and supportive leadership. He actively encourages contributions from members, ensuring that all have an opportunity to share their views or opinions. This includes drawing on the expertise of individuals when required. He sets a tone which encourages collaboration and team-working and ensures constructive challenge is balanced with support.

Board members come from a diverse range of backgrounds which brings a valuable mix of skills, expertise and experience to the Board to support its effectiveness. Student, staff and union members are well supported in their role and their contributions are highly valued by all Board members.

The existing skills profile of Board members is reviewed when considering new appointments. This includes reflecting on the skills base required to support Board Committees. Currently the Board is in the process of appointing two further members to enhance its skills-base in the areas of education, finance and risk.

Board members have a clear understanding of their individual and collective responsibilities with regards to making decisions which are in the best interests of the college as a whole.

There is a Scheme of Delegation published online which clearly sets out responsibilities delegated to the Principal as Chief Executive of the college. The Scheme of Delegation also covers delegations to the Chair of the Board, Committees of the Board and Secretary to the Board.

Since his appointment in 2022, the Chair has worked closely with the Principal to develop an effective and productive professional relationship based on openness, transparency and trust which has set a positive context where discussion, constructive challenge and support is evident.

The Secretary to the Board, one of the college Vice-Principals, reports directly to the Chair in their capacity as governance professional. The Board reviews this arrangement approximately every three years to ensure it continues to support effective Board governance – this includes ensuring there is appropriate separation of roles to avoid conflicts of interest. The Secretary to the Board is accessible and well known to all Board members and provides impartial advice on matters of governance.

The Board has arrangements in place for the appointment of non-executive Board members and also for student and staff Board members.

New Board members felt their induction supported them effectively to step into their new role. It gave them a good understanding of the college, the nature of its provision and its context. Ongoing development opportunities are made available to Board members. These include internal development and updating sessions and external opportunities, for example training modules provided through the College Development Network (CDN). Board Workshops are used to provide updates/refresher sessions on specific aspects of governance, for example before moving forward with major infrastructure projects. In addition, ‘sparqs’ (student participation in quality Scotland) development activities assist Student Board members in their role, particularly in relation to learning and teaching quality matters.

The Board carries out self-evaluation of its effectiveness, the most recent being in May 2022. This is facilitated by the Secretary to the Board and Quality Manager. Progress with actions arising from the self-evaluation is monitored by the Board. Actions are linked to mitigations in the college Strategic Risk Register. The Chair holds review meetings annually with each Board member. Appraisal of the Chair is carried out annually by the Vice-Chair who gathers views and feedback from members to frame discussions.

Action – The review process for Board members and the monitoring and tracking of Board members’ engagement and progress with CDN training modules would benefit from further development to ensure a more systematic approach to tracking the development of the collective skills base of the Board and its Committees. This would not only support individual members in their roles but would also further enhance the strength of the Board as a team. The author recognises that there are ongoing external developments being progressed by the training provider, CDN, which will assist Boards in this.

Action – Board members would benefit from a refresh with regards to the role and arrangements in relation to the Senior Independent Member.

Action (SG) - The author notes that evaluation of the Chair by the Scottish Government (SG) has yet to place.

# Section E: Relationships and Collaborations

Partnership working is an ethos that is highly evident at both Board and wider College levels. The Board and college managers are well connected into local and national partnerships. At Board level, this is assisted by the breadth of backgrounds and sectors from which Board members are drawn.

The Board ensures partnerships are effective, productive and assist the college responding to regional and national priorities in a cohesive manner. Updates on strategic projects in which the college is involved or leading are presented at each Board meeting. This is linked to items on the Strategic Risk Register. Reporting on other partnership activity is a standing item on the LT&QC agenda.

Action - none identified

# Acknowledgements

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# Glossary

LT&QC Learning, Teaching and Quality Committee

RAAC Reinforced autoclaved aerated concrete

ROA Regional Outcome Agreement

SG Scottish Government

SFC Scottish Funding Council

sparqs student participation in quality Scotland

Scott Anderson

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