

West College Scotland

NOMINATIONS COMMITTEE

**Tuesday 23 June 2020 at 4.00 p.m.
Via the Skype link sent by the Secretary**

AGENDA

General Business

1. Welcome
 2. Apologies
 3. Declaration of Interests
 4. Minutes of meeting held on 21 May 2019
.1 Actions arising from the minutes
 5. Matters arising from the minutes
(and not otherwise on the agenda)
- | | | |
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| | Enclosed | WH |
| | Enclosed | WH |

Main items for discussion and/or approval

6. Nominations Committee - Remit and Membership
 7. Board - Membership and Succession Planning
 8. Committees - Membership and Succession Planning
 9. Board Member - Attendance Information 2019/20
 10. Board Member - Development Activities Report 2019/20
 11. Risk Management Strategy and Strategic Risk Register
 12. Any Other Business
- | | | |
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| 6. Nominations Committee - Remit and Membership | Paper 6 | WH |
| 7. Board - Membership and Succession Planning | Paper 7 | WH |
| 8. Committees - Membership and Succession Planning | Paper 8 | WH |
| 9. Board Member - Attendance Information 2019/20 | Paper 9 | SG |
| 10. Board Member - Development Activities Report 2019/20 | Paper 10 | SG |
| 11. Risk Management Strategy and Strategic Risk Register | Paper 11 | WH |

**WEST COLLEGE SCOTLAND
NOMINATIONS COMMITTEE**

MINUTE: 21 May 2019

Present: Keith McKellar (in the Chair)
Nick Allan, Mike Haggerty, Jacqueline Henry, John McMillan, Mark Newlands.

Attending: Gwen McArthur, Secretary to the Committee.

Apologies: Jim Hannigan, Lyndsay Lauder, Nicole Percival, David Watson.

NM96 DECLARATION OF INTERESTS

John McMillan declared an interest as a Trustee of West College Scotland Foundation.

NM97 MINUTES

The minutes of the meeting held on 12 June 2018 were approved.

NM98 ACTIONS FROM THE MINUTES

The Committee noted the actions taken since the last meeting, and particularly the following:

.1 Audit Committee: Co-opted Membership (NM93.2) – the Committee noted that a full recruitment process had been undertaken to find a new co-opted member to join the Audit Committee in succession to Stephen Vere. This process had been successful and Wai Wong had joined the membership of the Committee on 1 March 2019.

NM99 COMMITTEE REMIT AND MEMBERSHIP (NM91)

The Committee noted its remit and membership.

NM100 MEMBERSHIP OF BOARD AND SUCCESSION PLANNING (NM92)

.1 Membership of the Board

The Chair informed the Committee that Lyndsay Lauder, Non-Executive member and Chair of the Organisational Development and HR Committee, had resigned from the Board with effect from the end of session 2018/19. A recruitment process would need to be established to find a new member. The Chair reminded the Committee that the Short Life Working Group (SLWG) on Board Diversity had been considering Board recruitment and how to increase diversity in the membership. Further consultation had taken place during the year and a report would be coming to the Board in June for consideration. As a first step the Chair informed the Committee that he was keen to work with Changing the Chemistry, an organisation that worked with boards to widen their diversity. This organisation would provide advice and input to the process as appropriate and also help promote the Board vacancy. It was the aim of this to widen the pool of potential candidates that could be considered for the Board and also to be considered for co-option to committees. In order to start the recruitment process the Committee

RECOMMENDS to the Board that a Selection Panel be established and be delegated responsibility for the recruitment of a new Board member, the membership of this Panel to be:

Keith McKellar, Chair of the Board and of the Selection Panel

Jacqueline Henry, Vice Chair of the Board

John McMillan, Senior independent member of the Board

Gwen McArthur, Secretary to the Board

Independent Member (to be identified).

[Action: KM; GM]

.2 Board Committees

The Committee was aware that Lyndsay was Chair of a Board committee and, rather than rush to find a successor, it was proposed that a review of the current committee structure should be undertaken. The current structure had been in place for some time now and it was queried if it continued to provide the best approach to the business of the Board. A number of factors had changed, not least of which was the financial challenges and the need to look at matters differently, as the impact cut across all areas of the College. There was a clear need for investment in the estate and in ICT, but this was influenced by the changing needs of the curriculum. The current committee structure dealt with each of these areas separately, but they all impacted on each other and so there was potential for some duplication of effort. It was recognised that it would be helpful to have a group/committee that could look across the business but without adding another layer to the committee structure. The aim of any review would be to streamline and improve the efficiency of the committee structure.

As a first step it was **proposed** that a meeting be held, involving the Chair and Vice Chair of the Board, the Committee Chairs and the Executive, to consider the current committee structure and what changes could be made. This meeting to be held as soon as possible and to be facilitated by John Leburn.

[Action: KM; GM]

NM101 MEMBERSHIP OF BOARD COMMITTEES AND SUCCESSION PLANNING (NM93)

The Committee noted the current membership of the 8 Board Committees.

.1 Audit Committee

In considering the period of membership of the co-opted members it was noted that the period of appointment of one co-opted member, Graeme Bold member of Audit Committee, was due for review. He was currently appointed for the year to 30 June 2019. He was an excellent member and was eligible and willing to continue. In light of this the Committee

RECOMMENDS to the Board that the period of appointment of Graeme Bold, co-opted member of the Audit Committee, be extended for a further year to 30 June 2020.

[Action: KM; GM]

.2 Widening Board Diversity

The Committee supported the view emerging from the SLWG on Board Diversity that in order to widen diversity in the Board membership, it would be helpful to build a pool of candidates and consider inviting individuals to join a committee in the first instance, before stepping up to the Board if that was deemed an appropriate route. The Committee

considered that if a suitable candidate(s) was identified during the Board recruitment process but there was no place for them on the Board at present, then that individual(s) could be invited to join the membership of a Board Committee in the first instance. The Committee

RECOMMENDS to the Board that the Selection Panel established to recruit a new Board member (proposed at NM100 above) also be authorised to consider inviting candidates who were not successful in being appointed to the Board at this time, but who the Selection Panel considered would otherwise be appointable to the Board, to be co-opted to a Board Committee. **[Action: KM; GM]**

NM102 ATTENDANCE AT BOARD AND COMMITTEE MEETINGS 2018/19 (NM94)

The Committee noted the attendance data for the Board and Committee members in 2018/19.

NM103 BOARD DEVELOPMENT ACTIVITIES REPORT 2018/19

The Board noted the report on the various development and training activities that Board members had attended during session 2018/19. This included various in-house development activities, as well as those offered through external organisations, such as College Development Network (CDN). The Committee welcomed this information which confirmed that there had been good uptake of the activities offered, particularly those that had been held immediately prior to a Board meeting.

In looking ahead to next session the Committee

RECOMMENDS to the Board that a development session on risk management and developing a risk management appetite statement be the first to be held next session and that this be held in the hour immediately prior to the Board meeting on 7 October 2019. Further consideration would be given to the development sessions to be held next session, including the possibility of refresher training on health and safety.

[Action: KM; GM]

NM104 RISK

The Committee considered risk in relation to the activities within its remit. It was acknowledged that risk was considered by the Board and all the Board Committees at each of the meetings. This meant that emerging risks were quickly identified and mitigating actions agreed. In relation to the risks that were pertinent to its remit the Committee was confident that these had been identified and mitigating actions agreed.

One of the main risks was considered to be in relation to succession planning and the need to ensure the matching of experience with the right skills in order to provide diversity in Board membership but also be able to populate the committees with the balance of skills and experience required.

Nominations Committee: Meeting of 21 May 2019

Actions from the Minutes

Date of meeting	Min Ref	Matter for Action	Responsible Person	Action Taken	Timescale (where applicable)
21 May 2019	NM100.1	Membership of Board – recommend to Board the establishment of a Selection Panel to recruit new Board member.	K McKellar G McArthur	Board approved appointment of Selection Panel at its meeting on 17 June 2019	Complete
	NM100.2	Board Committees – meeting to be held to consider committee structure	K McKellar G McArthur	Meeting held on 20 June 2019 – agreed no changes to current committee structure but change Board agenda into 'routine' and 'strategic' business	Test at October 2019 Board meeting – Complete
	NM101.1	Audit Committee – recommend to Board to extend appointment of G Bold	K McKellar G McArthur	Board approved extension of appointment at its June 2019 meeting	Complete
	NM101.2	Widening Board Diversity – recommend to Board that Selection Panel established to recruit new Board members also be delegated authority to co-opt committee members should suitable candidates be identified	K McKellar G McArthur	Board approved this recommendation at its meeting on 17 June 2019	Complete
	NM103	Board Development Activities – recommend to Board that first development session be on risk management at the October 2019 Board meeting. Further consideration to be given to development sessions for 2019-20, including the possibility of refresher training on health and safety.	K McKellar G McArthur	Board approved this recommendation at its meeting on 17 June 2019. Further consideration to be given to development programme for 2019-20	Complete Future meeting
		Actions from previous minutes			
12 June 2018	NM93.1 82, 72	Membership of Board Committees and Succession Planning: Committee membership - No	K McKellar	To be reviewed once new Principal in post	Future meeting

		changes to be made to current committee membership but consideration to be given to Principal's membership of committees once new Principal appointed			
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GMcA/26.06.19

TITLE: NOMINATIONS COMMITTEE: REMIT AND MEMBERSHIP

Background:

The Nominations Committee remit and membership is attached for information and noting.

Recommendations:

The Committee is asked to note its remit and membership and, in particular:

- That in accordance with Paragraph 3 of the Committee's remit "*the Staff members will serve for 2 years each (in succession), so that both the Teaching staff member and the Support staff member will have the opportunity to join this Committee during their period of membership of the Board*".

As such, David Watson's term on the Nominations Committee (1.04.18 – 31.03.20) has concluded and this category will be represented by Steven Cairney for the period 1.04.20 – 31.03.22.

- That Vanessa Thompson has been re-elected as the Students Association President so she will continue her Nominations Committee membership for the period 1.08.20 – 31.07.21.

Lead:

Waiyin Hatton, Chair, Board of Management and Nominations Committee

Status:

Open

West College Scotland
Board of Management
Nominations Committee

Statement of Purpose

The Board provides the principal governance mechanism through which activities are managed in accordance with legislation and regulations, as well as ensuring that systems are in place to provide efficiency, effectiveness and economy. However, the Board has delegated some of its responsibilities to certain committees.

The purpose of the Nominations Committee will be to consider and make recommendations to the Board on Board appointments ensuring due process is followed, to consider matters of succession planning, and to consider processes in place for the induction, training and development of Board members.

1. Remit

- a. To manage the process for identifying individuals for nomination to membership of the Board of Management, using appropriate search and recruitment methods and following good practice, and to nominate such Board member appointments and extensions of appointments to the Board of Management, all in accordance with the guidance issued by the Scottish Ministers as amended or updated from time to time;
- b. To review and consider the composition and balance of the Board of Management in relation to equality of representation as well as particular skill sets;
- c. To make recommendations to the Board of Management regarding the appointment or reappointment of the Vice Chair of the Board of Management, the Senior Independent Member, as well as the Chairs and members, including co-opted members, of its standing committees;
- d. To develop and keep under review succession planning arrangements taking into account the challenges and opportunities facing the College and the impact these have on the skill and expertise required by the Board of Management;
- e. To develop and keep under review procedures for the induction, training, development and evaluation of Board members.
- f. To review the attendance of members of the Board of Management and its standing committees and to take follow up action as appropriate.
- g. To consider risk relating to the matters that fall within the Committee's remit and to agree what mitigating factors/actions are in place and what further action, if any, needs to be taken to address such matters of risk.

2. Frequency of Meetings

As required and should be at least annually.

3. Membership

The membership shall be:

- the Chair of the Board of Management

- the Vice Chair of the Board of Management
- the Chairs of the standing committees of the Board
- One Staff Member*
- The Student President

The Chair of the Board of Management will be Chair of the Committee.

Committee members will normally be appointed to serve a four- year term, or for the period of their term of office.

*The Staff members will serve for 2 years each (in succession), so that both the Teaching staff member and the Support staff member will have the opportunity to join this committee during their period of membership of the Board.

The Principal will not be a member of, nor attend meetings of the Nominations Committee.

4. Quorum

A quorum will be four Members of the Board of Management,

5. Secretariat

Secretary to the Board of Management.

Papers for the meeting will be sent out 7 days in advance of the meeting.

The Committee will report to the Board of Management as required

6. Review

The Remit will be subject to review by the Committee annually.

Nominations Composition (Para 3 of the Remit)

Category	Name
Chair of the Board of Management	Dr Waiyin Hatton (Chair)
Vice Chair of the Board of Management	Jacqueline Henry (and Chair of LTQ)
Chairs of the standing committees of the Board	Nick Allan – Estates Jim Hannigan – F&GP John McMillan - Audit Mark Newlands – HRCDC and Remuneration
One Staff Member	David Watson (1.04.18 – 31.03.20) Steven Cairney (1.04.20 – 31.03.22)
The Student President	Vanessa Thompson

In Attendance	Name
Secretary	Shirley Gordon

Quorum	Four Members of the Board of Management
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TITLE: BOARD - MEMBERSHIP AND SUCCESSION PLANNING

Background:

The current membership of the Board is attached at **Annex 1** for information along with information on the period of appointment of each of the Board members.

Recommendations:

1. Agree to allow the Chair to have discussions with Linda Johnston and John Leburn as outlined. This will then allow the Chair to recommend to the Board at its meeting scheduled for Monday 5 October 2020 that both Linda and John's period of membership may be extended for a further 4 years, i.e. from 1 January 2021 to 31 December 2024 if they so wish.
2. Recommend the approach and membership for a Selection Panel to appoint 2 new Board members to the Board at its next meeting scheduled for Monday 5 October 2020.
3. Note the continued Board membership of Vanessa Thompson until 31 July 2021 and Stefana Margarint as a new Students Association representative Board member until 31 July 2021.
4. Note that the Nominations Committee will require make a recommendation to the Board on a new Senior Independent Member after 31 January 2021 when John McMillan leaves.

Background 1:

Two Board members (Linda Johnstone and John Leburn – highlighted in **blue** below) have a 4-year tenure that expires on 31 December 2020. The Chair will discuss with Linda and John their intentions in relation to their Board membership, but both are eligible to be re-appointed for a further period of up to 4 years, without having to re-apply. Extensions to appointments or decisions to re-appoint must be based on evidence of satisfactory performance and subject to approval by the Board and Ministers. This is a requirement of the College Sector Board Appointments: 2014 Ministerial Guidance and the Code of Good Governance for Scotland's Colleges (compliance with this Code is a condition of funding). Satisfactory performance is normally based on attendance at and contributions to Board and Committee meetings, an interest and possible contribution to wider College events, attendance at induction, development and training events (as appropriate), and a willingness to continue as a Board member. Following discussions with Linda and John, and having regard to the above, the Chair may, thereafter, write to the Minister (via Paul Smart, Deputy Director of Colleges, Young Workforce and SFC Sponsorship Division, Scottish Government) to request approval of the extension of appointment of both. In advance of this, however and in accordance with the following paragraphs of the West College Scotland Articles of Governance:

2.8.3 The Board shall appoint a relevant committee to nominate Board member appointments and extensions of appointments to the Board of Management.

2.8.4 The Board shall determine the length (of up to 4 years) of a Board appointment or extension based on the needs of the Board, having regard to the desirability of avoiding a substantial number of Board appointments potentially ending around the same time.

2.8.5 Before the Board may appoint a non-executive Board member or extend a non-executive Board member's period of appointment, the Board must obtain the approval of both its Chair and the Scottish Ministers.

the Nominations Committee may wish to review the current membership of the Board to ensure that it has the skills and expertise that it needs both now and in the future **and, following this, agree to allow the Chair to have discussions with Linda and John as outlined above. This will then allow the Chair to recommend to the Board at its meeting scheduled for Monday 5 October 2020 that both Linda and John's period of membership may be extended for a further 4 years, i.e. from 1 January 2021 to 31 December 2024 if they so wish.** The Board would then consider this recommendation for approval at its meeting scheduled for Monday 5 October 2020 prior to the Chair writing to obtain the approval of Scottish Ministers.

Background 2:

Two members of the Board, Andrew Hetherington and John McMillan - highlighted in pink below have tenures that expire on 31 January 2021 (both having served two consecutive periods of 2 and 4 years respectively) and are not, therefore, eligible for re-appointment in accordance with Paragraph 3.5 of the College Sector Board Appointments: 2014 Ministerial Guidance. So, a recruitment process will need to be instituted to find two new members for the Board.

It is proposed that a Selection Panel be established and be delegated responsibility for the recruitment of two new Board members. The membership of this Selection Panel would be:

- Waiyin Hatton, Chair of the Board and Chair of the Selection Panel.
- Jacqueline Henry, Vice Chair of the Board
- Shirley Gordon, Secretary to the Board
- John McMillan, Senior Independent Member of the Board **(historically John, has sat on the Selection Panel but it may be more appropriate to select an alternative Board member, if one is required at all, given that John is demitting office at the end of January 2021. The Nominations Committee is asked to consider this and agree a way forward).**
- An independent person – required in accordance of Paragraph 3.25 of the College Sector Board Appointments: 2014 Ministerial Guidance **(the Nominations Committee is asked to consider this and agree a suitable person).**

If the Committee is satisfied with this proposal, then it is **asked to recommend this approach to the Board at its next meeting scheduled for Monday 5 October 2020.** The Committee may wish to consider any particular skills, expertise or experience that should be sought through this recruitment process.

Background 3:

The Students Association election 2020/21 has concluded and the results were as follows:

- President: Vanessa Thompson
- Vice President Clydebank: Stefana Margarint
- Vice President Greenock: Paul Sefton
- Vice President Paisley: Chris Bett.

As Vanessa has been re-elected as President, she will continue her Board membership for the period 1.08.20 to 31.07.21.

Stefana Margarint has replaced Priya Kaur (in yellow below) and will serve as a Board member for the period 1.08.20 to 31.07.21.

The Committee is asked to **note the continued Board membership of Vanessa until 31 July 2021 and Stefana Margarint as a new Students Association representative Board member until 31 July 2021.**

Background 4:

In accordance with Paragraph 1c of the Nominations Committee Remit (and given that John McMillan leaves on 31 January 2021), **the Committee will be asked thereafter** to make a recommendation to the Board of Management regarding the appointment of the Senior Independent Member. In accordance with Paragraph 2.4 of the Articles of Governance:

2.4 Appointment of Senior Independent Member

2.4.1 The Board will appoint any of its members who is not:

- (a) a student of the College,*
- (b) an employee of the College,*
- (c) the Principal,*

*to act as the Senior Independent Member (as defined in A14 of the Code of Good Governance for Scotland's Colleges * as shown below). This person may be the Vice Chair or may be another member of the Board as defined above.*

2.4.2 The Board shall determine the period of appointment of the Senior Independent Member (if one has been appointed) and may remove him/her from office.

*** A14 of the Code of Good Governance for Scotland's Colleges**

"The board must appoint one of the non-executive members to be the senior independent member to provide a sounding board for the chair and to serve as an intermediary for the principal, other board members and the board secretary when necessary (see Annex 1 for the definition of 'non-executive'). The senior independent member should also be available where contact through the normal channels of chair, principal or secretary has failed to resolve an issue or for which such contact is inappropriate. Further information

on the role of the senior independent member can be found in The Guide for Board Members in the College Sector” ** *as shown below.*

****The Guide for Board Members in the College Sector**

The Senior Independent Board Member on your board may also be able to assist you. This is an experienced fellow non-executive board member who will have been designated by you and your board colleagues and is expected, amongst other things, to act as an intermediary with the chair if it is ever required. If your board chooses to have a vice chair, they will sometimes be the same person.

The Nominations Committee is asked to note that this will require to be actioned after 31 January 2021 when John leaves.

Lead:

Waiyin Hatton, Chair, Board of Management and Nominations Committee

Status:

Open

**WEST COLLEGE SCOTLAND
BOARD OF MANAGEMENT**

Under the terms of the Further and Higher Education (Scotland) Act 1992, as amended by the Post-16 Education (Scotland) Act 2013, the membership of the Board of Management 'shall consist of no fewer than 15 nor more than 18 members. The current membership is:

Chair

Dr Waiyin Hatton

Vice Chair

Jacqueline Henry

Principal

Elizabeth Connolly (*ex officio*)

Teaching staff – 1 elected

David Watson

Non-Teaching staff – 1 elected

Steven Cairney

Students Association (2)

Vanessa Thompson

Priya Kaur

Non-Executive Members

Nick Allan

Jim Hannigan

Andrew Hetherington

Jenifer Johnston

Linda Johnston

John Leburn

John McMillan

Mark Newlands

Angela Wilson

Sabira Akram

Fiona McKerrell

In Attendance

Stephanie Graham, Vice-Principal Educational Leadership

David Alexander, Vice-Principal Operations

Shirley Gordon, Secretary to the Board

BOARD OF MANAGEMENT

PERIOD OF APPOINTMENT AND MEMBERSHIP OF COMMITTEES 2020/21

Name	Status	Period of appointment	Committee
Dr Waiyin Hatton	Chair	3.02.2020 – 02.03.24	Chair of Board and Nominations. Member of Remuneration. <i>Ex officio</i> – Estates, Finance & GP, LTQ HRCDC
Elizabeth Connolly	Principal	<i>Ex officio</i>	Board Estates Finance & GP LTQ HR&CD
Nick Allan	Non-Executive	4 + 4 years 1.02.15 – 31.01.19 1.02.19 – 31.01.23	Board Estates (Chair) Nominations Remuneration
Jim Hannigan	Non-Executive	3 +4 years 1.02.15 – 31.01.18 1.02.18 – 31.01.22	Board Finance & GP (Chair) HR&CD (Vice-Chair) Nominations Remuneration
Jacqueline Henry	Non-Executive	3 +4 years 1.02.15 – 31.01.18 1.02.18 – 31.01.22	Board Vice Chair LTQ (Chair) Nominations Remuneration
Andrew Hetherington	Non-Executive	2 + 4 years 1.02.15 – 31.01.17 1.02.17 – 31.01.21	Board Audit Estates (Vice Chair)
Jenifer Johnston	Non-Executive	4 + 4 years 1.02.15 – 31.01.19 1.02.19 – 31.01.23	Board Estates
Linda Johnston	Non-Executive	4 years 1.01.17 – 31.12.20	Board HR&CD
John Leburn	Non-Executive	4 years 1.01.17 – 31.12.20	Board Finance & GP
Fiona McKerrell	Non-Executive	4 years 1.12.19 – 30.11.23	Board LTQ
Sabira Akram	Non-Executive	4 years 1.12.19 – 30.11.23	Board HRCDC
John McMillan	Non-Executive	2 + 4 years 1.02.15 – 31.01.17 1.02.17 – 31.01.21	Board Audit (Chair) Estates

			Nominations Remuneration
Mark Newlands	Non-Executive	4 +4 years 1.02.15 – 31.01.19 1.02.19 – 31.01.23	Board HR&CD (Chair) Remuneration (Chair) Nominations
Angela Wilson	Non-Executive	4 years 1.09.17 – 31.08.21	Board Finance & GP
David Watson	Teaching Staff	4 years 13.09.17 – 12.09.21	Board LTQ Nominations (1.04.18 – 31.03.20)
Steven Cairney	Support Staff	4 year 18.09.19 – 17.09.23	Board LTQ Nominations (1.04.20 – 31.03.22)
Vanessa Thompson	Student President	1 year 1.08.19 – 31.07.20 Re-elected - 1.08.20 – 31.07.21	Board LTQ Nominations
Priya Kaur	Student rep	1 year 1.08.19 – 31.07.20	Board LTQ Nominations

CO-OPTED MEMBERS PERIOD OF APPOINTMENT AND MEMBERSHIP OF COMMITTEES 2020/21

Name	Status	Period of appointment	Committee
Ruth Binks	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	LTQ
Mark Hamilton	Co-opted	1 year 1.11.19 – 31.10.20	LTQ
Graeme Bold	Co-opted	1 year 1.07.17 – 30.06.19 1.07.19 – 30.06.20 1.07.20 – 30.06.21	Audit
Wai Wong	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	Audit
David Mark	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	HR&CD

TITLE: COMMITTEES - MEMBERSHIP AND SUCCESSION PLANNING

Background:

There are currently **7** Board Committees:

- Estates
- Finance and General Purposes
- Audit
- Learning Teaching and Quality
- HR and Corporate Development
- Nominations
- Remuneration

The membership of each of these Committees is as set out in **Appendix 1**. Each Board member is a member of at least 1 Committee, with some members being on 2 or more Committees. There are 18 members of the Board (as noted previously in an earlier agenda item) of which 12 are non-executive members (excluding the Chair). The remits of all the Committees specify the number of members required and the quorum for each Committee. This is noted below.

In addition to the Board members who are members of Committees, there are 5 co-opted members who bring a range of experience and different skills to the Committees as shown in **Appendix 2**.

Recommendations:

The Committee is invited to:

- Note the current membership of the 7 Committees, including that of the co-opted members and to consider if any changes are required;
- Consider extending the period of appointment of Mark Hamilton, co-opted member of LTQ Committee, for 1 further year to 31 October 2021 **and that this be recommended to the Board for approval at its meeting scheduled for Monday 5 October 2020.**
- Note that, as highlighted in the previous paper (Agenda Item No 7), some changes will take place for the Board and its Committees (given that John and Andrew leave at the end of January 2021). This, in particular, will impact the:
 - ❖ Audit Committee – both John and Andrew’s tenures expire at the end of January 2021. Both are Audit Committee members with John being the Chair of the Audit Committee. A new Audit Committee Chair will require to be appointed as well as a new member(s).
 - ❖ Estates Committee - both John and Andrew’s tenures expire at the end of January 2021. Both are Estates Committee members with Andrew

being the Vice Chair - a new Estates Committee Vice Chair will, therefore, require to be appointed as well as a new member.

- ❖ Remuneration Committee – John is a member of the Remuneration Committee by default of being Audit Committee Chair – the new Audit Committee Chair will, therefore, become a member of the Remuneration Committee.
- ❖ Nominations Committee - John is a member of the Nominations Committee by default of being Audit Committee Chair – the new Audit Committee Chair will, therefore, become a member of the Nominations Committee.

Lead:

Waiyin Hatton, Chair, Board of Management and Nominations Committee

Status:

Open

Appendix 1 - MEMBERSHIP OF COMMITTEES AND SUCCESSION PLANNING

Board and Committee Membership Breakdown

Board Composition (Para 2.1 of the Articles of Governance)

Category	Name
A person appointed by the Scottish Ministers to chair meetings of the Board.	Dr Waiyin Hatton
The Principal of the College.	Liz Connelly
2 members of staff: 1 elected by the teaching staff from among their own number; and 1 elected by the support staff from among their own number.	Teaching - David Watson Non-Teaching - Steven Cairney
2 students nominated by the Students Association	Vanessa Thompson Priya Kaur
Up to 12 non-executive members.	Sabira Akram Fiona McKerrell Nick Allan Jim Hannigan Jacqueline Henry (VC) Andrew Hetherington Jenifer Johnston Linda Johnston John Leburn John McMillan Mark Newlands Angela Wilson

In Attendance	Name
Vice Principal Operations	David Alexander
Vice Principal Educational Leadership	Stephanie Graham
Director of Finance and Estates	Alan Ritchie
Director Organisational Development & HR	David Gunn
Secretary	Shirley Gordon

Quorum	Not less than one third of the whole number of members, i.e. 6 members.
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Audit Composition (Para 2 of the Remit)

Category	Name
Four Members, at least two of whom shall be members of the Board of Management, one of whom will Chair. The Chair of the Committee shall be a member of the Board of Management.	John McMillan (Chair) Andrew Hetherington
The Committee is empowered to co-opt additional members, subject to approval by the Nominations Committee. Such members will normally be appointed for one year, will be subject to annual review, and may be re-appointed annually up to a maximum of 8 years.	Graeme Bold Wai Wong

In Attendance	Name
Principal	Liz Connolly
Vice Principal Operations	David Alexander
Director of Finance and Estates	Alan Ritchie
Secretary	Shirley Gordon
Internal Auditor	Graham Gillespie Stephen Pringle (Wylie Bissett)
External Auditor	Lucy Nutley Joanne Buchanan (Mazars)

Quorum	Two Members of the Committee, one of whom must be a member of the Board
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Estates Composition (Para 2 of the Remit)

Category	Name
The Principal and three members of the Board of Management, one of whom will Chair.	Liz Connolly, Principal Nick Allan, Chair Andrew Hetherington (VC) John McMillan Jenifer Johnston

In Attendance	Name
Vice Principal Operations	David Alexander
Vice Principal Educational Leadership	Stephanie Graham
Director of Finance and Estates	Alan Ritchie
Head of Estates	Peter Thorne
Secretary	Shirley Gordon

Quorum	Two members of the Board of Management
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F&GP Composition (Para 2 of the Remit)

Category	Name
Three members of the Board of Management, one of whom will Chair, and the Principal.	Jim Hannigan (Chair) John Leburn Angela Wilson Liz Connolly – Principal

In Attendance	Name
Vice Principal Operations	David Alexander
Director of Finance and Estates	Alan Ritchie
Head of Finance and Student Funding	Vivienne Mulholland
Secretary	Shirley Gordon
Internal Auditor	Graham Gillespie Stephen Pringle (Wylie Bissett)
External Auditor	Lucy Nutley Joanne Buchanan (Mazars)

Quorum	Two members of the Board of Management
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HRCDC Composition (Para 2 of the Remit)

Category	Name
The Principal	Liz Connolly
At least 3 members of the Board of Management	Mark Newlands (Chair) Linda Johnston Jim Hannigan (VC) Sabira Akram
1 Co-opted member	David Mark

In Attendance	Name
Vice Principal Educational Leadership	Stephanie Graham
Assistant Principal, Enterprise and Skills	Sara Rae
Director of Communications, Policy & Planning	Diarmid O'Hara
Director Organisational Development & HR	David Gunn
Secretary	Shirley Gordon

Quorum	Two members of the Board of Management
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LTQ Composition (Para 2 of the Remit)

Category	Name
The Principal, Student's Association President (or nominee), Teaching Staff Representative and two Members of the Board of Management (other than those noted), one of whom, will Chair. The non-teaching staff member may also become a member of this committee.	Liz Connolly – Principal Vanessa Thompson - Student President David Watson - Teaching Staff Jackie Henry – Chair Fiona McKerrell Steven Cairney - Support Staff
The Committee is empowered to co-opt additional members, subject to approval by the Nominations Committee	Ruth Binks Mark Hamilton

In Attendance	Name
Vice Principal Educational Leadership	Stephanie Graham
Assistant Principal, Performance and Skills	Cathy MacNab
Assistant Principal, Student Life and Skills	Iain Forster-Smith
Assistant Principal, Creative Industries	Angela Pignatelli
Secretary	Shirley Gordon

Quorum	Two Members of the Board of Management
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Remuneration Composition (Para 2 of the Remit)

Category	Name
The Chair of the Corporate Development Committee (Interim Chair of the Remuneration Committee)	Mark Newlands (Chair) (and chair of HRCDC and Remuneration)
The Vice Chair of the Board of Management	Jacqueline Henry (and chair of LTQ)
The Chair of the Board of Management	Dr Waiyin Hatton (and chair of Nominations)
The Chairs of the standing committees of the Board	Nick Allan – Estates Jim Hannigan – F&GP John McMillan – Audit

In Attendance	Name
Principal	Liz Connolly
Director of Organisational Development & HR	David Gunn
Secretary	Shirley Gordon

Quorum	Four Members
---------------	--------------

Nominations Composition (Para 3 of the Remit)

Category	Name
Chair of the Board of Management	Dr Waiyin Hatton (Chair)
Vice Chair of the Board of Management	Jacqueline Henry (and Chair of LTQ)
Chairs of the standing committees of the Board	Nick Allan – Estates Jim Hannigan – F&GP John McMillan - Audit Mark Newlands – HRCDC and Remuneration
One Staff Member	David Watson (1.04.18 – 31.03.20) Steven Cairney (1.04.20 – 31.03.22)
The Student President	Vanessa Thompson

In Attendance	Name
Secretary	Shirley Gordon

Quorum	Four Members of the Board of Management
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Appendix 2 - CO-OPTED MEMBERS PERIOD OF APPOINTMENT AND MEMBERSHIP OF COMMITTEES 2020/21

The co-opted members currently are:

Name	Status	Period of appointment	Committee
Ruth Binks	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	LTQ
Mark Hamilton	Co-opted	1 year 1.11.19 – 31.10.20	LTQ
Graeme Bold	Co-opted	1 year 1.07.17 – 30.06.19 1.07.19 – 30.06.20 1.07.20 – 30.06.21	Audit
Wai Wong	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	Audit
David Mark	Co-opted	1 year 1.03.19 – 29.02.20 1.03.20 – 29.02.21	HR&CD

Audit Committee – currently has 2 co-opted members:

- Graeme Bold – was originally co-opted to 30 June 2019. Graeme proved to be an excellent Committee member and his tenure was extended until 30 June 2020. At the Audit Committee meeting held on 21 May 2020, the Chair of the Committee requested that he be reappointed for a further one year (1 July 2020 to 30 June 2021) and agreed to ask the Chair of the Board to present this for approval to the Board meeting scheduled for Monday 15 June 2020. This was approved.
- Wai Wong - joined the Audit Committee in March 2019 and was appointed for 1 year from 1 March 2019 to 29 February 2020. At the Audit Committee meeting held on 12 December 2019, the Committee was made aware that Wai's term of office expired before their next meeting in March. It was agreed that the Chair of the Committee's request that Wai Wong be reappointed be communicated to the Chair of the Board who would present this to the Board of Management meeting on 3 February 2020. At the 3 February 2020 Board meeting, it was reported that the Chair had exercised a delegated action and had re-appointed Wai as a co-opted member of the Audit Committee until 29 February 2021. The Board duly homologated this action taken by the Chair.

Learning Teaching and Quality Committee – currently has 2 co-opted members:

- Ruth Binks – was originally appointed for the period 1 March 2019 to 29 February 2020. At the 3 February 2020 Board meeting, it was reported that the Chair had exercised a delegated action and had re-appointed Ruth as a

co-opted member of the LTQ Committee until 29 February 2021. The Board duly homologated this action taken by the Chair.

- Mark Hamilton – was invited to join the membership of the Learning, Teaching and Quality Committee in a co-opted position from 1 November 2019 – 31 October 2020 in the first instance. **As the next LTQC meeting is not until Wednesday 11 November 2020 (after Mark’s tenure expires), it is proposed that his appointment be extended for a further year to 31 October 2021 and that this be recommended to the Board for approval at its meeting scheduled for Monday 5 October 2020.**

Organisational Development and HR Committee – currently has 1 co-opted member:

- David Mark - joined the Committee on 1 March 2018 and his appointment was extended for a further year from 1 March 2019 to 29 February 2020. At the 3 February 2020 Board meeting, it was reported that the Chair had exercised a delegated action and had re-appointed David as a co-opted member of the HRCD Committee (as it went on to become) until 29 February 2021. The Board duly homologated this action taken by the Chair.

TITLE: BOARD MEMBER - ATTENDANCE INFORMATION
2019/20

Recommendation:

The Committee is invited to note the attached information.

Lead:

Shirley Gordon, Secretary to the Committee

ATTENDANCE AT BOARD MEETINGS 2019/20

	Oct 19	Dec 19	3 Feb 20	23 Mar 20 – by Skype	15 Jun 20	July 20	Possible	Actual
K McKellar (Chair) (demitted office 020320)	P	P	P				3	3
Dr Waiyin Hatton (Chair from 030320)				P	P		3	
L Connolly	P	P	P	P	P		6	
N Allan	P	P	P	P	P		6	
F McKerrell		P	P	P	P		5	
S Akram		P	P	P	P		5	
J Hannigan	P	P	P	P	P		6	
J Henry	P	P	X	P	P		6	
A Hetherington	P	X	X	X	P		6	
J Johnston	P	P	P	P	X		6	
L Johnston	P	P	P	P	P		6	
J Leburn	P	P	P	P	P		6	
J McMillan	P	P	P	P	P		6	
M Newlands	P	P	P	X	P		6	
A Wilson	X	P	P	X	X		6	
S Cairney	P	P	P	P	P		6	
D Watson	P	P	P	P	P		6	
V Thompson	P	P	X	P	P		6	
P Kaur	P	P	P	P	P		6	

Key: p = present; x = absent; n/a = not applicable (not a member at the time of the meeting)

Notes:

1. V Thompson and P Kaur were elected to serve as Student President and Vice Student President for the 2019/20 academic year.
2. S Cairney was elected to serve as the support staff representative on the Board for a four-year term after D Walls' resignation.
3. F McKerrell and S Akram joined the Board as non-executive members for a four-year term in December 2019.

ATTENDANCE AT BOARD COMMITTEES 2019/20

AUDIT COMMITTEE

	Sep 19	Nov 19 Joint mtg	Dec 19	12 Mar 20	21 May 20	Possible	Actual
J McMillan (Chair)	P	P	P	P	P	5	5
A Hetherington	P	P	X	P	P	5	4
G Bold (co-opted)	P	P	P	P	P	5	5
W Wong (co-opted)	P	P	P	P	P	5	5

Key: p = present; x = absent.

Note: there is a joint meeting of the Audit and Finance & General Purposes Committees held each year to consider the Financial Statements.

ESTATES COMMITTEE

	Sep 19	Dec 19	3 Mar 20	26 May 20	Possible	Actual
N Allan (Chair)	P	P	P	P	4	4
L Connolly	P	P	P	P	4	4
A Hetherington	P	X	P	P	4	3
J McMillan	P	P	P	P	4	4
J Johnston		P	P	P	3	3
K McKellar (Ex officio)	x	x			2	0
Dr Waiyin Hatton (ex officio)			x	P	2	1

Key: p = present; x = absent; n/a = not applicable (not a member at the time of the meeting)

FINANCE AND GENERAL PURPOSES COMMITTEE

	Sep 19	Nov 19	Nov 19 Joint mtg	10 Mar 20	2 June 20	July 20	Possible	Actual
J Hannigan (Chair)	P	P	P	P	P		5	5
L Connolly	P	P	P	P	P		5	5
J Leburn	P	P	P	X	P		5	4
A Wilson	X	P	P	P	P		5	4
K McKellar (Ex officio)	X	X	x				3	0
Dr Waiyin Hatton (ex officio)				X	P		2	1

Key: p = present; x = absent

Note: there is a joint meeting of the Audit and Finance & General Purposes Committees held each year to consider the Financial Statements

LEARNING, TEACHING AND QUALITY COMMITTEE

	Nov 19	26 Feb 20	20 May 20	Possible	Actual
L Connolly	X	P	P	3	2
J Henry (Chair)	P	P	P	3	3
S Cairney	X	P	P	3	2
D Watson	P	X	P	3	2
V Thompson}	X	X	P	3	1
P Kaur}	P obo Vanessa	X	X	1	1
R Binks (co-opted)	P	P	X	3	2
M Hamilton (co-opted)	P	P	P	3	3
F McKerrell		X	P	2	1
K McKellar (Ex officio)	X	X		2	0
Dr Waiyin Hatton (ex officio)			P	1	1

Key: p = present; x = absent

F McKerrell added 250220

NOMINATIONS COMMITTEE

	23 June 20	Possible	Actual
Dr Waiyin Hatton (Chair)		1	
N Allan		1	
J Hannigan		1	
J Henry		1	
J McMillan		1	
M Newlands		1	
D Watson		1	
V Thompson		1	

Key: p = present; x = absent

REMUNERATION COMMITTEE

	3 FEB 20	Possible	Actual
K McKellar	P	1	1
Dr Waiyin Hatton		1	1
N Allan	P	1	1
J Hannigan	P	1	1
J Henry	X	1	0
J McMillan	P	1	1
M Newlands (Chair)	P	1	1

Key: p = present; x = absent

HR AND CORPORATE DEVELOPMENT COMMITTEE

	JAN 20- SPECIAL MERGER MEETING	17 MARCH 2020 – cancelled due to CV – BUSINESS CONDUCTED BY EMAIL	May 20	Possible	Actual
M Newlands (Chair)	P	P	P	3	3
L Connolly	P	P	P	3	3
J Hannigan	X	P	P	3	2
L Johnston	P	P	P	3	3
D Mark (Co opt)	P	P	X	3	2
K McKellar (Ex officio)	X			1	0
Dr Waiyin Hatton (ex office)		P	P	2	2
S Akram		P	P	2	2

S Akram added 250220

Key: p = present; x = absent

**TITLE: BOARD MEMBER - DEVELOPMENT ACTIVITIES REPORT
2019/20**

Background:

Provided below is a summary of the various development and training activities that Board members have attended during session 2019/20. This comprises sessions organised in-house, those organised by College Development Network (CDN) and other providers (e.g. Scott Moncrieff) with good attendance from Board members.

Holding development sessions on the same day as Board meetings has proved to be a successful approach and may be considered again for next session.

In relation to future in-house development sessions the Committee may wish to:

- Make topical suggestions;
- Note that other training needs may be identified through the annual review of Board members conducted by the Chair later in the session.

Recommendation:

The Committee is invited to note this report and consider future development sessions.

Lead:

Shirley Gordon, Secretary to the Board

Status:

Open

BOARD MEMBER DEVELOPMENT ACTIVITIES 2019/20

Date	Event	Attended
19 June 2019	Cyber and Privacy Seminar (Scott-Moncrieff)	John McMillan
30 October 2019	CDN - College Board Induction Training 2019/20	Steven Cairney
13 November 2019	CDN - Staff Board Member Workshop	Steven Cairney
20 November 2019	Board Effectiveness Review Workshop (WCS / Candy Munro)	Steven Cairney Angela Wilson John McMillan
9 December 2019	Development Session: Risk Appetite Statement – facilitated by Elizabeth Young (Scott Moncrieff, Internal Auditor)	Keith McKellar Liz Connolly Nick Allan Steven Cairney Jim Hannigan Jacqueline Henry Jenifer Johnston Linda Johnston Priya Kaur John Leburn John McMillan Mark Newlands Vanessa Thompson David Watson Sabira Akram Fiona McKerrell
6 April 2020	CDN - Training Module: College Remuneration Committees	Nick Allan
	CDN - College Virtual Leadership and Governance Series: The 10-year lens – colleges in 2030:-	
27 April 2020	CDN - Technology as an Enabler in 2030 – Challenging Assumptions	Steven Cairney
28 April 2020	CDN - The 3 Horizons of Change	Steven Cairney
29 April 2020	CDN - Future-proofing Our Workforce and Creating a Resilient Organisation	Steven Cairney
30 April 2020	CDN - Creative Governance for an Innovative Sector	Steven Cairney
1 May 2020	CDN - Profits with Purpose and the Community – An Isle of Harris Story	Steven Cairney
28 April 2020	CDN - Virtual Induction Session 2: Student Engagement for Board Members and the Role of Colleges Scotland in the Sector	Steven Cairney
6 May 2020 repeated on 20 May 2020	CDN - College Board Induction Training 2019/20 - Virtual Session	Fiona McKerrell
11 June 2020	Digital Learning Expo	Linda Johnston

TITLE: RISK MANAGEMENT STRATEGY AND STRATEGIC RISK REGISTER

Background: The Committee considers risk in relation to the activities within its remit. Risk is considered by the Board and all the Board Committees at each of the meetings. This means that emerging risks are quickly identified and mitigating actions agreed. In relation to the risks pertinent to its remit, the Committee must be confident that these have been identified and mitigating actions agreed.

The latest update of the Strategic Risk Register was considered by the Board at its meeting held on 15 June 2020 and a copy of these Board papers are attached.

Action: The Committee is asked to review the current strategic risk register attached and propose any amendments and/or additions, or any re-phrasing, required to be made.

Lead: Waiyin Hatton, Chair, Board of Management and Nominations Committee

TITLE: RISK MANAGEMENT STRATEGY AND STRATEGIC RISK REGISTER

Background: Under the Corporate Governance Code, the College Board of Management is tasked with ensuring a framework of risk management and control is in place. This paper provides:

- an update on the actions taken by the College to develop the College Risk Management Strategy;
- the next steps in the development of the College Risk Management Strategy; and
- presents the current College Strategic Risk Register for the consideration of the Board of Management.

Action: The Board of Management is requested to:

- note the update on the actions taken to embed risk across the College;
- note the next steps in the development of the College Risk Management Strategy;
- approve the updated College Risk Management Strategy; and
- review and approve the College Strategic Risk Register and in doing so consider:
 - The risks included in the register;
 - The revised risk rating both pre and post mitigation;
 - Whether any other risks should be considered for removal; and
 - Whether any new risks should be considered for inclusion.

Lead: David Alexander, Vice Principal Operations

Status: Open

1. Risk Management Strategy

- 1.1 The West College Scotland Risk Management Strategy is approved by the Board of Management. The College Strategic Risk Register is subject to ongoing review by the Board of Management and all Board of Management Committees, with oversight being provided by the Audit Committee.
- 1.2 The current College Risk Management Strategy is provided along with this report (Appendix A). The Strategy contains tracked changes approved by the May 2020 Audit Committee reflecting the recent work undertaken by the Board of Management in developing the College risk management framework.

2. Development of the College Risk Management Strategy

- 2.1 The May 2020 Audit Committee received an update report on the progress the College had made in developing the College Risk Management Strategy and noted the following:
- The Risk Management Strategy has been updated to:
 - reflect the revisions made to the ten risk categories; and
 - incorporate the approved risk appetite categories and risk appetite statement.
 - Due to the requirement to focus resource on the challenges arising from the Covid-19 pandemic over the recent period - it has not been possible to progress the development of a revised format for the Strategic Risk Register as had been agreed with the Audit Committee – it is therefore intended to present this to the September 2020 Audit Committee meeting for consideration.
- 2.2 A tracked change version of the College Risk Management Strategy is included with this report (Appendix A) for Board of Management to consider – the proposed changes are intended to reflect the recent work undertaken with the Board of Management in developing the College's risk management framework.
- 2.3 The intention would now be to share a revised format for the Risk Register Report with Audit Committee in September 2020, in order that this may be considered and any further necessary changes to the Risk Management Strategy agreed at that time and then presented to the Board of Management for consideration.
- 2.4 Once the revised Risk Strategy and Risk Register reporting documents have been approved, they will be disseminated to the wider College.

3. College Strategic Risk Register Update

- 3.1 The Board of Management approved the current version the risk register at its meeting in March 2020.
- 3.2 Since that meeting the Senior Management Team (SMT) has continued to carry out a review of the College Strategic Risk Register. The mitigating controls have been updated to take account of items such as the ongoing interactions with the SFC, the outcomes of internal/external audit reports and any Scottish Government/Scottish Funding Council (SFC) announcements – however it is the impacts arising from the Covid-19 pandemic that have had the most significant impact over the recent period.

Covid-19 Risk Management

- 3.3 The Covid-19 outbreak is the most significant challenge the College has faced to date, and this has resulted in a level of uncertainty the organisation has not experienced before. In addressing the challenges, the College implemented its Business Continuity Planning arrangements and has formed a Covid-19 Response Team comprising of members of the Executive, SMT and other operational staff as required. The work of the Response Team has been wide ranging and has included the following:

Reviewing areas of potential exposure:

Initially the College undertook an overall assessment which considered potential sources of exposure as a result of the coronavirus including:

- employee health and well being
- health and safety
- business impacts and interruption to the provision of learning and teaching
- supply chain disruption
- rapidly changing government advice or regulation
- financial and cashflow impacts
- impacts and demands on IT and estate infrastructure

This allowed the College to understand the main scenarios that could most impact operations and to put in place appropriate control and response measures that reflect the exposure.

Reviewing Insurance Policy Cover

- The College insurers, Zurich Municipal, joining most insurers in declaring that the matter of Covid-19 was not a business interruption insurable loss.

Activating the College Business Continuity Management Plans

- The College has made a significant investment in its business continuity plans and this led to the managed closure of all College campuses by 23 March 2020.

- Covid-19 presents a potentially different threat event impacting the College in numerous concurrent ways and potentially limiting options around recovery if other businesses are also affected, or there are logistical limitations.
- The College continues to review and update business continuity plans as a phased response and consider:
 - what is required to limit the impact on the health and wellbeing of employees, students and the public;
 - how best to work with a range of key stakeholders in supporting them and all local communities, and ensuring the College retains a visibility to provide support where possible; and
 - business recovery and mobilisation, to enable the College to recover as quickly as possible based on appropriate Government, SFC and health and safety guidance

Considering Supply Chain Implications

- The College continues to gain an understanding of the potential impact on its supply chain from the coronavirus threat.
- Consideration has been given to not just in the availability of materials but in sourcing and logistics of supplies.
- The College continues to work with the sector procurement centre of excellence (APUC) in order to address these challenges.

Keeping Staff and Students Informed and Updated

- A critical part of any response plan is to keep all stakeholders informed of developments, especially during the extend period of home working.
- The use of the College website and social media has been key to ensuring that contact is maintained with staff and students. The College has created a staff newsletter "*Homeworking Times*" which has enabled staff participation and engagement, with a wide range of social media and the College intranet also used extensively. The College has continued to meet with the Students Association throughout the recent period in order to ensure contact on key issues – such as student funding – is maintained with students.

Creation of a Mobilisation Plan

- The next significant part of the College Business Continuity planning arrangements will be the return to work phase. At this time what that return to work will look like is largely unknown, as is the timing of the return.
- The College has established a Mobilisation Group which will look to advise the Executive of the steps which require to be taken in order to ensure a safe and orderly return to 'the new normal' way of working. This is likely to include:
 - Estate adaptations to buildings to accommodate social distancing;
 - Increased cleaning regimes;
 - Consideration of what learning and teaching will look like with the increased use of technology and distance learning to deliver course;

- Potential for increased hours of operation, including weekends, to accommodate lower class sizes spread out over longer periods of time.
- A review of social spaces and areas of congregation, such as canteen and refectory facilities.

3.3 The College Senior Management Team considers that the impacts of Covid-19 outbreak be recorded within the Strategic Risk Register as a significant part of the Business Continuity Risk which was already represented within the register. The primary risk has remained the same with an increased emphasis on the likely impacts of the Covid-19 outbreak:

Previous risk - Inadequate business continuity / cyber resilience planning leading to material interruptions to service delivery

Revised risk - Inadequate business continuity / cyber resilience planning leading to material interruptions to service delivery primarily resulting from Coronavirus epidemic.

The risk probability and impact has been scored at the highest level of 6 and 4 resulting in a pre and post mitigation score of 24.

- 3.4 Despite there being several mitigating controls in place the Senior Management Team believes that the level of uncertainty remains high around the actions that the College can take to influence the impact of the risk.
- 3.5 The Board of Management will be kept update by the Principal as to the continued actions that the College intends taking over the course of the coming months as it looks to mobilise the College operations. The risk will continue to be reviewed as further information and clarity of direction become available.
- 3.6 It should also be noted that the financial and cashflow implications arising from Covid-19 are expected to be significant for both 2019-20 and 2020-21, and these matters will require to be considered by the Finance and General Purposes Committee and Board of Management. The College is currently awaiting clarification and guidance from the SFC in relation to several significant financial, cashflow and governance matters in order to enable an informed financial strategy to be developed and implemented.
- 3.7 The risk register has been aligned to the new Corporate Strategy and this alignment continues to be refined over the course of 2019-20. A copy of the current College Strategic Risk Register is enclosed with this report (Appendix B).

4. Conclusion

4.1 The Board of Management is requested to:

- note the update on the actions taken to embed risk across the College;
- note the next steps in the development of the College Risk Management Strategy;
- approve the updated College Risk Management Strategy; and
- review and approve the College Strategic Risk Register and in doing so consider:
 - The risks included in the register;
 - The revised risk rating both pre and post mitigation;
 - Whether any other risks should be considered for removal; and
 - Whether any new risks should be considered for inclusion.



Risk Management Strategy

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Document control

Version	Date	Review	Summary of changes made
V1.0 Draft	01.09.15	A Ritchie	Initial strategy document for review
V1.2	12.09.15	A Ritchie	Final 2014-17 Strategy for approval
V2.0	04-12-17	A Ritchie	Strategy document review
V2.1	08-05-20	A Ritchie	Inclusion of risk appetite update

1 Introduction from Chair of Board of Management and the Principal

The Financial Memorandum with the Scottish Funding Council (SFC) requires that the governing body complies with the principles of good governance set out in the Code of Good Governance for Scotland's Colleges. The SFC also requires the governing body to ensure that:

- The College has an effective policy of risk management and risk management arrangements;
- Internal audit must provide the governing body and senior management of the College with an objective assessment of adequacy and effectiveness of risk management, internal control, governance and value-for- money; and
- The College undertakes careful appraisal of the risks before accepting any contingent liability.

The College must recognise the environment within which it operates as a non-departmental public body (NDPB). This environment includes compliance with the Scottish Public Finance Manual (SPFM) which requires that it is “...*necessary to develop a framework for assessing risks that evaluates both the likelihood of the risk being realised, and of the impact if the risk is realised. Risk assessment should be recorded in a way that demonstrates clearly the key stages of the process.*” This Strategy therefore takes account of the requirements of the SFC Financial Memorandum and SPFM as required.

In addition to the above requirements the internal auditor must produce an annual report for the governing body on their activities during the year. The report must include an opinion on the adequacy and effectiveness of the College's risk management, internal control and governance. The report must be presented to the College's Audit Committee and a copy provided to the SFC.

The College Strategy 2019-2025 Vision states that we will be 'Inspirational and Innovative' seek 'To make a difference', 'To be bold' and 'To be forward thinking' and achieve the Strategic Priority of being 'Agile and Adaptive' by improving our efficiency and ensuring the best use of all resources.' delivering '...a sustainable, effective and efficient service'. The Risk Management Strategy is a key link between the Vision and Strategic Priorities, ensuring the College is aware that some risks will always exist and will never be eliminated, however mitigation can be put in place to minimise the impacts and deliver the Vision.

The College recognises that it has a responsibility to manage risks and supports a structured and focused approach to managing them through application of the Risk Management Strategy. In this way the College will better achieve strategic priorities and enhance the value of services it provides to the community.

The approach of the Strategy is that it is owned and led by the Board of Management and it is intended to deliver a more dynamic and inclusive approach to risk management. The Strategy aims to ensure that the Strategic Risk Register ~~is~~will be informed by the College ~~Operational~~Planning processes and ~~from~~all Board of Management Committees, with a strategic focus which recognises the impact of the wider operating environment on College operations. ~~the objective of being outward facing and strategically focused.~~

The College's Risk Management Strategy objectives are to:

- 1) Integrate risk management into the culture of the College;
- 2) Manage risk in accordance with best practice;
- 3) Anticipate and respond to changing requirements;
- 4) Prevent injury, damage, losses and reduce the cost and negative impacts of risk; and
- 5) Raise awareness of the need for risk management by all those connected with delivering the College's Strategic Priorities.

These objectives will be achieved by:

- Establishing clear roles, responsibilities and reporting lines within the College for risk management;
- Providing opportunities for shared learning on risk management across the College;
- Reinforcing the importance of effective risk management as part of everyday work by offering training;
- Incorporating risk management considerations into the annual internal audit plan and any internal / external audit work carried out; and
- Monitoring arrangements on an on-going basis.

The Risk Management Strategy aligns with the Regional Outcome Agreement (ROA) and will be reviewed annually. In the event material amendments to the Strategy are required it will be presented to the Board of Management for approval.

The Board of Management and Senior Management Team are fully committed to the principles of Risk Management and the approach outline within this Strategy.

Approved by:

Dr Waiyin Hatton
Chair of the Board of Management

Liz Connelly
Principal

2 Risk Management Overview

2.1 Purpose

The purpose of the Risk Management Strategy is to:

- outline West College Scotland's approach to risk management; and
- describe the procedures for the management of risk within the College while detailing the roles and responsibilities of the key business areas.

2.2 Objectives

To ensure the effective delivery of the College Risk Management Strategy, the following objectives require to be progressed by the College Senior Management Team:

1. Undertaking an annual review of the College Risk Management Strategy. The review will ensure clear roles, responsibilities and a reporting framework for the managing of risk across the College is maintained and developed;
2. Development of operational planning guidance on risk identification and translation into strategic risk where appropriate;
3. Monitoring and reporting on risk management arrangements to the Board of Management Audit Committee;
4. Integrating risk management into the culture of the College on an ongoing basis, and raising awareness of the need to manage risk effectively throughout the College;
5. Complying with Corporate Governance and ensuring effective processes are in place to allow the Board to approve the annual Accountability Report, including the section on Risk Management and Internal Controls.

2.3 Definitions

The following represents the meaning of terminology that is used throughout this Strategy document.

- Risk: An uncertain event, which, should it occur, will have an effect on the achievement of objectives. Risks may have a negative effect, in which case they are recorded as threats, or a positive effect, denoted as opportunities.
- Issue: A certain event which is known and will impact upon the achievement of the College's objectives.
- Risk Appetite: ~~The level of risk which is deemed acceptable to the organisation in the pursuit of its objectives. This refers to the level of risk the College is willing to tolerate or accept in the pursuit of its objectives. When considering threats, risk appetite defines the acceptable level of exposure deemed tolerable or justifiable by the College; when considering opportunities, risk appetite defines how much the College is prepared to actively put at risk in order to realise potential or expected benefits.~~

- Risk Exposure: The calculated level of risk which the organisation is exposed to in pursuit of its objectives.

2.4 Roles and Responsibilities

To be effective, the risk process is recognised as the responsibility of all WCS employees and will integrate with the College operating requirements.

Owner	Role
<p><u>Board of Management</u></p> <ul style="list-style-type: none"> - <i>Has a fundamental role to play in the management of risk.</i> 	<ul style="list-style-type: none"> - Provide authority and responsibility for the establishment, maintenance, support and evaluation of the Risk Management Strategy - Set the tone and promote a positive risk culture within the College - Delegate the overall implementation of risk management to the SMT - Have knowledge of the significant risks facing the College
<p><u>Audit Committee</u></p> <ul style="list-style-type: none"> - <i>Has a fundamental role to play in the review and management of risk.</i> 	<ul style="list-style-type: none"> - To ensure compliance with corporate governance requirements - To review the Strategic Risk Register and approve for presentation to the Board - To review internal processes and systems and work closely with internal and external auditors to obtain reports on these
<p><u>Senior Management Team (SMT)</u></p> <ul style="list-style-type: none"> - <i>Support and implement policies approved by the Board of Management.</i> - <i>The Senior Management Team consists of the Principal, Vice Principals, Assistant Principals and Directors.</i> 	<ul style="list-style-type: none"> - Implementation of Risk Management Strategy - Overall co-ordination of risk management - Promotion of a holistic approach to risk management - To review the probability and impact assessments of risks on a regular basis - Ensure appropriate levels of awareness throughout the College
<p><u>College Management Teams</u></p> <ul style="list-style-type: none"> - <i>Encouraging and embedding good risk management practice within their area of activity.</i> - <i>The College Management Team consists of all those managers who are directly line managed by SMT.</i> 	<ul style="list-style-type: none"> - Co-ordinating and ensuring that the operational objectives are implemented in line with the Risk Management Strategy - Have an awareness and understanding of risks which fall into their area of responsibility, the impacts these may have, and monitor outcomes against the risks identified ensuring that response plans detail corrective action to minimise risk

Owner	Role
	<ul style="list-style-type: none"> - Report any new risks identified or failures of existing control measures to SMT - Report on current 'active' risks highlighting mitigating actions and effect towards risk reduction -
<p><u>College Staff</u></p> <ul style="list-style-type: none"> - <i>Encouraging and embedding good risk management practice within their area of activity</i> 	<ul style="list-style-type: none"> - Understand their accountability for individual risks - Understand how they can enable continuous improvement of risk management and risk awareness - Report systematically and promptly to a member of the College Management Team or Senior Management Team any perceived new risks or failures of existing control measures
<p><u>Internal/External Audit</u></p> <ul style="list-style-type: none"> - <i>Ensuring the effectiveness of organisational and financial control systems, including monitoring performance against quality assurance standards.</i> 	<ul style="list-style-type: none"> - To review risks and limitations of existing control measures - To review the adequacy of internal control systems designed to minimise risk - To make appropriate recommendations following on from any internal / external audit reports to the SMT, which will effectively improve systems of control

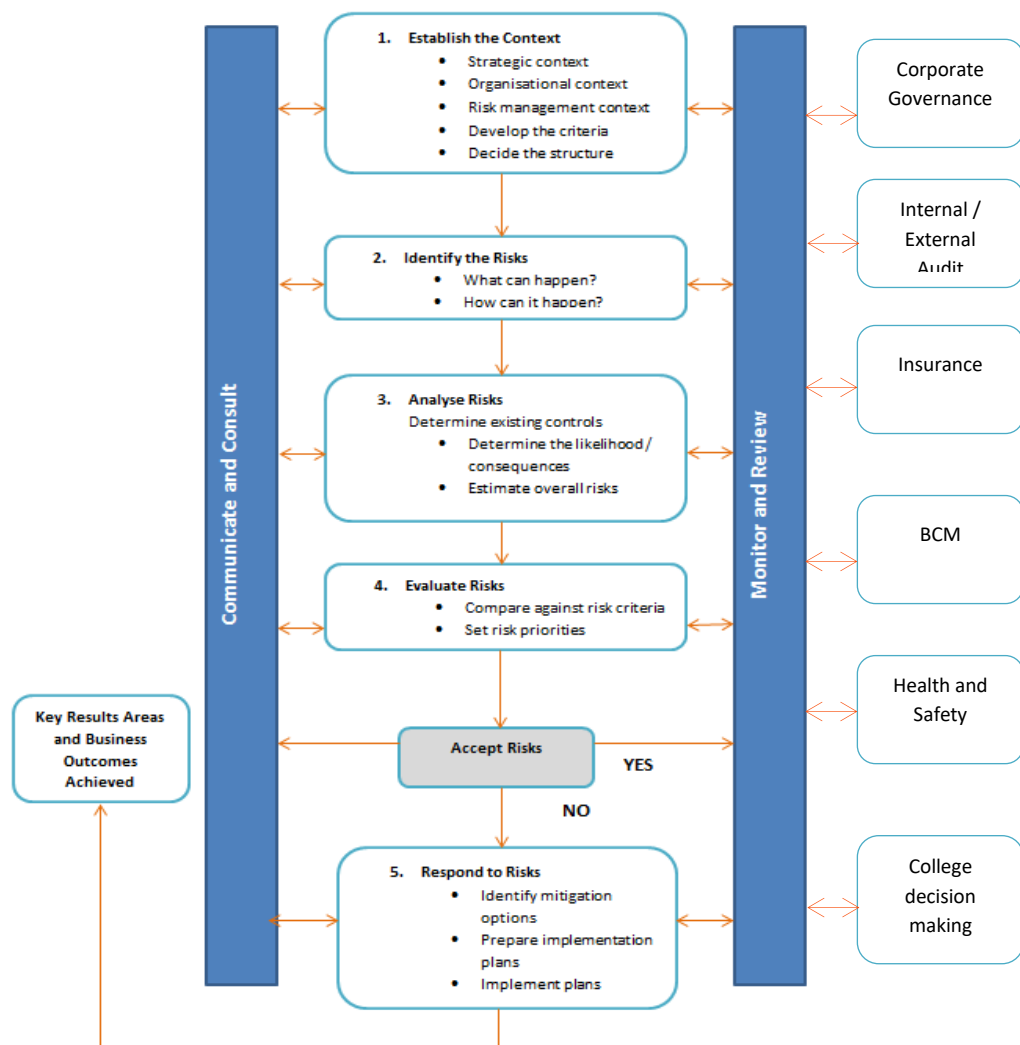
2.5 Partnership and Projects

For the College, it is important to ensure partnerships and projects are considered in a Risk Management context, as well as core services. Where the College is involved in strategic projects and partnerships, it will look to develop joint risk management practices with relevant partners as required.

3 Risk Management Framework

The overall responsibility for ensuring the College has effective Risk Management arrangements in place is with the Board of Management – however but this is implementimplementation ed and co-ordination ion of the risk management approach is led ed by the College SMT. Risk Management at the College is closely aligned to corporate governance, internal/external audit, business continuity management (BCM), insurance, health and safety and occupational health and safety arrangements. These different elements act as support mechanisms for the delivery of the Risk Management Strategy at the College. Internal and external audit also play a key role in scrutinising the mitigations and controls implemented by the College.

Figure 1 - WCS Risk Management Framework



3.1 Code of Corporate Governance

The Board of Management is ultimately responsible for the College's system of internal control and for reviewing its effectiveness. Such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board of Management has delegated the day-to-day responsibility to the Principal, as Chief Executive, for maintaining a sound system of internal control that supports the achievement of the College's policies, aims and objectives, whilst safeguarding the public funds and asset.

3.2 Internal / External Audit

Internal Audit will assess the effectiveness of the College's internal controls and review risk management as part of the corporate governance arrangements. Internal audit will use the information contained within the Strategic Risk Register to inform their annual audit plan.

External audit will annually undertake an overall review of the corporate governance arrangements and processes of internal control in place at the College. Based on their audit work and the findings made by the internal auditors they will form an opinion on adequacy of the systems in place to comply with corporate governance requirements.

3.3 Insurance

Insurance is one method the College uses to transfer risk. The implementation of an effective Risk Management Strategy will have an impact upon the premiums paid by the College. The prevalence of insurance claims will need to be monitored as these will have a bearing on the Strategic Risk Register.

3.4 Business Continuity Management (BCM)

Business Continuity underpins Risk Management and is concerned with how the College can overcome disruption in the event of an adverse incident or situation and continue to deliver key services at an agreed, pre-determined level. It is the low probability/high impact risks that if they occurred could result in the failure of key services or systems.

3.5 Health and Safety

There are clear and well-established links between College approach to Health and Safety and Risk Management. The College is committed to achieving best practice in health and safety management and is fully committed to controlling risk and preventing harm to people.

The College will use the guidance in Managing for Health and Safety (MFHS), which supports the model of managing health and safety with a 'Plan, Do, Check and Act' approach. This model helps to achieve a balance between the systems and behavioural aspects of management.

The Board of Management has a primary objective to ensure health and safety is integrated into the College's core business management activities and that suitably resourced health and safety management systems are implemented which are also influenced by risk management.

3.6 Risk Implications – Decision Making Process

Effective Risk Management is crucial to the achievement of the College's Vision and the success of the strategic operation and provision of services. It is important to recognise that there are risks associated with decisions taken in respect of the delivery of College business.

The nature, severity and likelihood of these risks will vary depending on a wide range of circumstances or potential outcomes.

4 Risk Management Process and Approach

Risk Management is a cyclical process – new risks emerging while old risks become obsolete. Below are listed the steps in the Risk Management process.

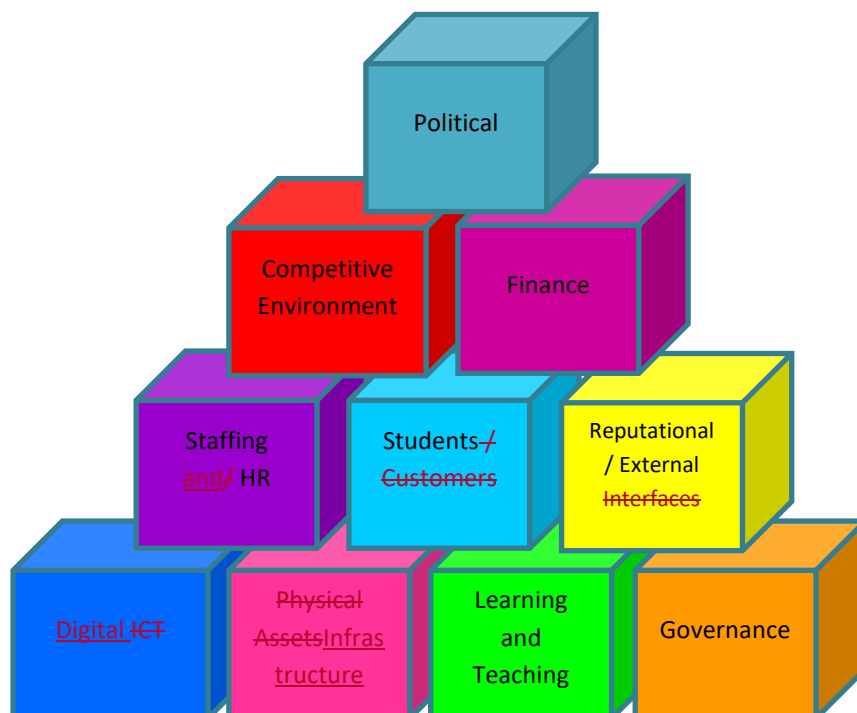
4.1 Risk Tolerance

The Risk Management Strategy is objective driven. The College's Strategic Priorities within the Corporate Plan are used as the basis for developing the Strategic Risk Register. The first step in the risk management cycle is to establish the tolerance level that the Board of Management is willing to accept. It may require to be expressed as more than one threshold depending on strategic priorities and objectives e.g. separately in respect of financial or reputational outcomes as well as for both the delivery of projects and "business as usual" activities.

4.24.1 Risk Categorisation

Risks shall be categorised to enable identification of risk trends and gap analysis. [A fuller definition of the risk categories can be found at Appendix 1.](#) Risk will be categorised according to:

Figure 2 –Risk Categories



4.34.2 Risk Identification

Risk identification is focussed on the key risks against the achievement of College Strategic Priorities. The risk categories, as per figure 2, above, ensure a holistic approach to risk identification is taken. However, this list is not exhaustive and acts as a prompt only. Not all risks will apply to each category and some may apply to more than one.

During risk identification, it is helpful to consider the drivers for each risk, causes of the risk, and potential negative (or positive if an opportunity) outcome should the risk arise.

Risks identified within Board Committee and other meetings; the operational planning cycle; dedicated risk workshops and other reviews will be recorded in such a manner as to allow easy identification and understanding of the risk. Each Risk Description will contain information on the three composite parts of a risk; the cause, the risk event and the impact on the College Strategic Priorities:

'As a result of <cause/statement of fact>, there is a risk that <uncertain event> may occur, which would result in <an effect on Strategic Priorities>.'

4.3 Risk Appetite

The next step in the risk management cycle is to establish the risk appetite level that the Board of Management is willing to accept in pursuit of its Strategic Priorities.

The College accepts that it must take risks, to some extent, in order to achieve its pPriorities and to realise expected benefits. The College is committed to ensuring that all risks taken will be proactively controlled and any exposure will be kept to an acceptable level where possible. The College acknowledges that the level of risk exposure carried by different activities will vary and theits threshold for accepting varying levels of risk will change depending on the risk area under consideration, the specific objectives involved, the subsequent activities undertaken and the projected benefits.

However, the College is clear that it will reject or closely manage any activity that has the potential to cause significant financial or reputation harm to the institution, most notably where thisese might endanger the College's ongoing viability, its ability to achieve its key strategic priorities and/or its ability to meet its regulatory and/or legal obligations.

The College defines Risk Appetite based on the following categories:

<u>Classification</u>	<u>Description</u>
<u>AVERSE</u>	<u>Avoidance of risk and uncertainty is a key organisational objective.</u>

<u>Classification</u>	<u>Description</u>
<u>MINIMALIST</u>	<u>Preference for ultra-safe business delivery options that have a low degree of inherent risk and only have a potential for limited reward.</u>
<u>CAUTIOUS</u>	<u>Preference for safe delivery options that have a low degree of residual risk and may only have limited potential for reward.</u>
<u>OPEN</u>	<u>Willing to consider all potential delivery options and choose the one that is most likely to result in successful delivery while also providing an acceptable level of reward (and value for money etc.)</u>
<u>HUNGRY</u>	<u>Eager to be innovative and to choose options offering potentially higher business rewards, despite greater inherent risk.</u>

Based on these categories, the College's institutional baseline Risk Appetite is defined as 'cautious to open'. This means that, while maintaining a level of prudence, the College is generally willing to consider all options and will accept moderate levels of risk in the pursuit of its pPriorities, albeit with a preference for options or activities that limit exposure, even if the rewards are likely to be similarly limited.

A full definition of the College risk appetite for each category of risk can be found at Appendix 2.

While a general appetite of cautious to open is in place, it is recognised that risk appetite will vary according to the pPriorities pursued and the linked activities undertaken. For example, the College would give consideration to options or activities which carry elevated levels of risk, where it can be shown that the anticipated outcomes are realistically achievable, and likely to deliver enhanced benefits. ; Acceptance of risk, irrespective of risk appetite, should always take account of the likely benefits an activity will deliver.

At strategic level, risk appetite is applied to the College's identified risk areas as follows:

	Averse	Minimalist	Cautious	Open	Hungry
Finance					
Political					
Governance					
Competitive Environment					
Staffing and HR					
Student					
Reputational / External					
Infrastructure					
Learning and Teaching					
Digital					

It should also be noted that risk appetite will likely vary according to context; for example, capital projects provide a different context and should be considered on individual merit, as projects are usually stand-alone, and fall out with the 'business as usual' activities of the College. Consequently,

the College may be prepared to accept higher levels of risk for a project that will feasibly deliver transformative change or bring significant rewards.

4.4 Risk Assessment

Risk Assessment will be undertaken in the first instance to prioritise risks (risk evaluation) using a standard 6 by 4 semi-quantitative scale (shown in Figure 3) for risk probability and impact.

This use of a standard scoring threshold promotes consistency in risk assessment.

Figure 3 - Risk Scoring Thresholds

Probability	Score	Impact	Score
Almost Certain	6	Catastrophic	4
Very Likely	5	Critical	3
Likely	4	Marginal	2
Possible	3	Negligible	1
Very Unlikely	2		
Remote Chance	1		

When assessing impact, it is important that a holistic analysis of the categories of risk be considered, in terms of how the issue would impact on the College (a partnership, a service or a specific project). The agreed approach to the assessment of risk at the College is undertaken based on existing control measures.

When assessing probability, a consideration of historical information, external drivers, trends and statistics can be useful in determining an appropriate level.

Risks identified within the Strategic and Operational Risk Register will be plotted on a probability impact grid, as shown in figure 4 below, to provide a pictorial representation of risk exposure. Risks which fall into the upper boundary (Red RAG status) will be considered as critical for management attention and as greater than the acceptable risk appetite. Efforts will be made to reduce risk

Probability Impact Score Grid

Almost Certain	6	6	12	18	24
Very Likely	5	5	10	15	20
Likely	4	4	8	12	16
Possible	3	3	6	9	12
Very Unlikely	2	2	4	6	8
Remote Chance	1	1	2	3	4
		1	2	3	4
		Negligible	Marginal	Critical	Catasrophic

exposure below the upper boundary.

Figure 4 - Risk Probability Impact Grid

Risks with low probability but high impact scores will be elevated for attention of the Board. Risk response plans will be developed which seek to reduce the potential impact of the risk.

4.5 Risk Owner

A risk owner is a member of the Senior Management Team that has been given the responsibility and authority to manage a risk/set of risks and is accountable for doing so.

4.6 Risk Mitigation

Risk mitigation is concerned with taking action to reduce the likelihood and / or severity of the risk.

Each risk shall have several mitigations which where appropriate will be backed up by control plan.

Control strategies / plans may align with the categories below:

Figure 5 – Risk Mitigation Measures

Risk Response	Commentary
Tolerate	The exposure may be tolerable without any further action being taken. It may be supplemented by contingency planning for handling the impacts that will arise if the risk is realised
Transfer	Transfers the risk to a third party. Be aware that the entirety of a risk is practically impossible to transfer
Terminate	Some risks are only treatable by terminating an activity. Alternative plans and/or processes will require developing
Treat	Action is taken to constrain the risk to an acceptable level. This includes reducing the probability of occurrence and/or the impact of the risk
Take	Implement actions to exploit the identified opportunity

Each action will have recorded against it a named owner for delivery of the risk response / mitigating action. Those with responsibility for the Risk Management Strategy, whether at partnership, strategic, directorate or project level must be satisfied that all controls are working effectively and can be evidenced for audit or scrutiny purposes.

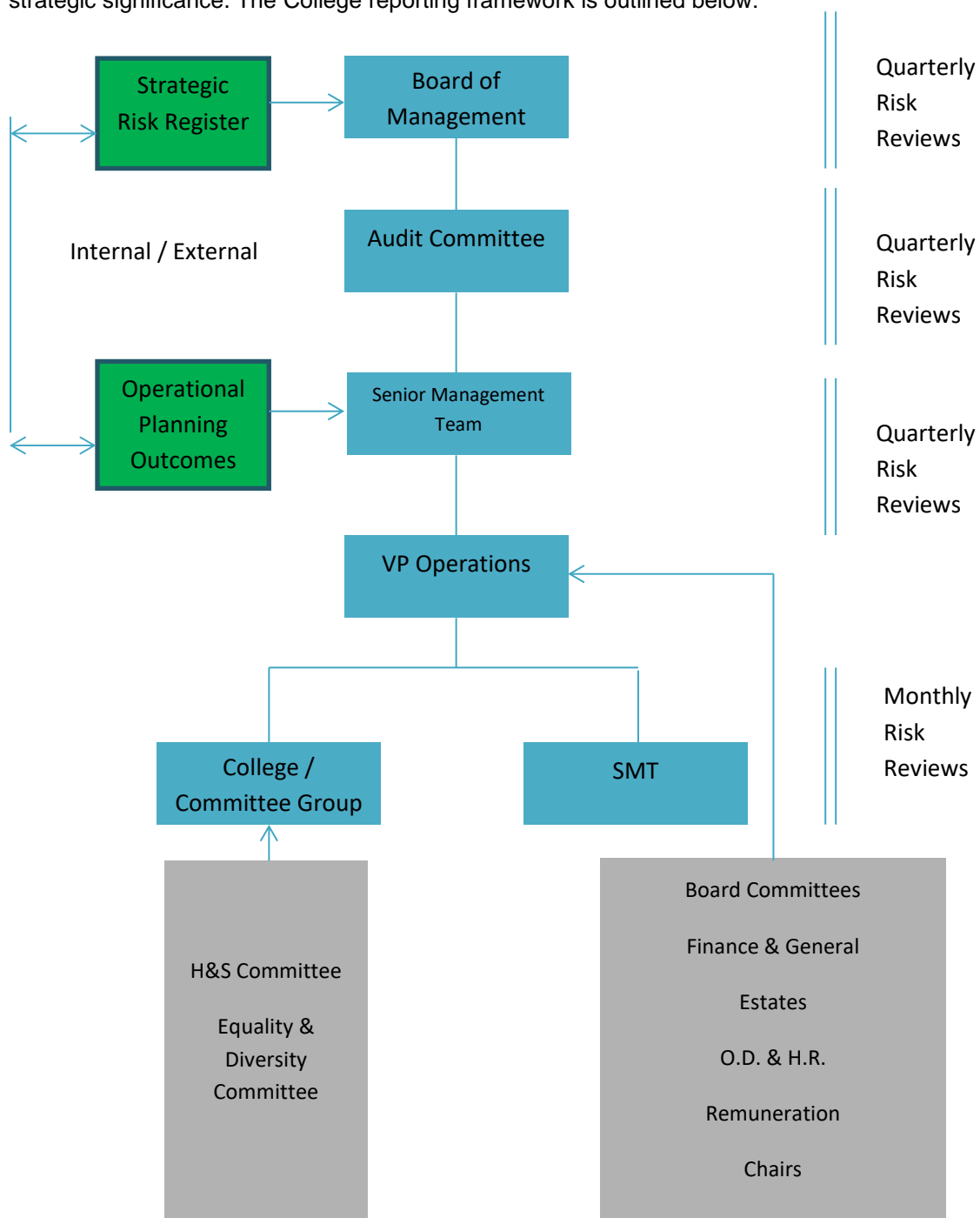
4.7 Risk Monitoring and Reporting

Successful implementation of the Risk Management Strategy rests upon the creation and development of an adequate monitoring framework and reporting structure.

It is important to assess the effectiveness of any control measures which have been implemented and these must be monitored and reviewed on a regular basis. It is also necessary to assess whether the nature of risk has changed over time.

At strategic and operational levels, the College approach is focussed on embedding a formal reporting structure for Risk Management which is outlined below.

It is the responsibility of the SMT to highlight risks within their Directorates that are considered to have strategic significance. The College reporting framework is outlined below:



Risk reporting is used to communicate risk across the College. Through Strategic Risk reviews, SMT members are likely to be requested to 'manage' those risks at Directorate or operational level that are not considered to be strategic in nature. This will ensure a steady flow of information and the management of risk at the correct level.

This approach will also ensure that Board members and appropriate levels of staff are made aware of the risks incurred through service provision and the achievement of objectives. Through this framework, ownership of risk will be retained at the appropriate level to best manage the risk successfully.

4.8 Risk Management Strategy Review

The effectiveness of the Risk Management Strategy and information within the College Strategic and Operational Risk Registers will be monitored and reported as outlined above.

5 Appendix

Appendix 1:- Categories of Risk

Category	Description of Risk
Political	Those affecting the College Strategic Priorities normally at a national political level.
Competitive Environment	Those affecting the competitiveness of the service (in terms of cost of quality) and / or its ability to deliver Best Value.
Finance	Those related to financial planning and control and the adequacy of insurance cover.
Staffing / HR	Those affecting the recruitment, retention and morale of staff.
Students / Customers	Those affecting the recruitment, retention and morale of students and attracting customers / partners to the College.
Reputational / External	Those affecting the reputation of the College and/or external partnerships / projects / community in which the College is involved.
ICT	Those affecting the College's ICT / communication systems which could have a negative effect on reputation / priorities.
Physical Assets	Those negatively affecting the assets of the College causing loss / damage.
Learning and Teaching	Those affecting the successful delivery of the College's curriculum.
Governance	Those that impose requirements on the College which could affect priorities / funding / reputation.

<u>Category</u>	<u>Description of Risk</u>
<u>1) Political</u>	<u>Those affecting the College Strategic Priorities normally at a national political level.</u>
<u>2) Competitive Environment</u>	<u>Those affecting the competitiveness of the College to deliver its services in terms of cost, quality, ability to deliver best value and to attract customers / partners to the College.</u>
<u>3) Finance</u>	<u>Those related to financial planning and control and the adequacy of insurance cover.</u>
<u>4) Staffing and HR</u>	<u>Those affecting the recruitment, retention and morale of staff.</u>

<u>5) Students</u>	<u>Those affecting the recruitment, retention, attainment and morale of students.</u>
<u>6) Reputational / External</u>	<u>Those affecting the reputation of the College and/or external partnerships / projects / community in which the College is involved.</u>
<u>7) Digital</u>	<u>Those affecting the ability of the College to deliver the objectives set out in its Digital Strategy.</u>
<u>8) Infrastructure</u>	<u>Those affecting the College's physical assets including buildings and IT systems.</u>
<u>9) Learning and Teaching</u>	<u>Those affecting the successful delivery of the College's curriculum including student experience, performance and associated ROA targets.</u>
<u>10) Governance</u>	<u>Those that impose requirements on the College which could affect priorities / funding / reputation.</u>

Appendix 2 – College Risk Appetite Statement

The College’s approach is to minimise its exposure to Finance, Political and Governance risks, whilst accepting and encouraging an increased degree of risk in pursuit of its mission and objectives. It recognises that its appetite for risk varies according to the activity undertaken, and that its acceptance of risk is subject always to ensuring that potential benefits and risks are fully understood before developments are authorised, and that sensible measures to mitigate risk are established.

The College’s appetite for risk across its activities is provided in the following statements:

(3) Finance

The College aims to maintain its long-term financial viability and its overall financial strength. Whilst targets for financial achievement will be challenging the College has a minimalist appetite for risk that puts in peril the long-term sustainability of the College.

(1) Political

The College aims to make a significant, sustainable, and socially responsible contribution to the West of Scotland and to Scotland through education, knowledge exchange and operational activities. It recognises that this should involve a cautious approach to political risk and is comfortable in accepting this risk subject always to ensuring that potential benefits and risks are fully understood before developments are authorised and that sensible measures to mitigate risk are established.

(10) Governance

The College places great importance on governance, and has no appetite for any breaches in statute, regulation, professional standards, bribery or fraud. It wishes to maintain accreditations related to courses or standards of operation and has cautious appetite for risk relating to actions that may put accreditations in jeopardy.

The above statements take priority over the statements of areas of risk appetite below.

(2) Competitive Environment

The College wishes to be amongst the leaders in transforming knowledge, ideas, skills and expertise into teaching, innovation and enterprise, thereby enriching our stakeholders and wider society. It recognises that developing this may involve an increased degree of risk and is comfortable in accepting this risk subject always to ensuring that potential benefits and risks are fully understood before developments are authorised and that sensible measures to mitigate risk are established.

(4) Staffing and HR

The College aims to value, support, develop and utilise the full potential of our staff to make the College a stimulating and safe place to work. It places importance on a culture of equality and diversity, dignity and respect, collegiality, annual reviews, the development of staff, and the health and safety of staff, students and visitors. It recognises that in fulfilling the potential of the College staff, this may involve an increased degree of risk and is comfortable in accepting this risk subject always to ensuring that potential benefits and risks are fully understood before any deviation from its standards in these areas are authorised and that sensible measures to mitigate risk are established.

(5) Student

The College aims to ensure that we recruit the correct student onto the correct course, retain those students and ensure that they have a productive time at College. It recognises that in order to compete with other institutions that it must accept an increased degree of risk in order to attract and retain those students. It is comfortable in accepting this risk subject to a) limitations imposed by ethical considerations, and b) ensuring that potential benefits and risks are fully understood before developments are authorised and that sensible measures to mitigate risk are established.

(6) Reputational / External

It is regarded as critical that the College preserves its high reputation whilst at the same time it is open to exploring new / innovative external partnerships. The College has an open appetite for risk in the conduct of any of its activities ~~which that puts its reputation in jeopardy~~, could lead to undue adverse publicity, or could lead to loss of confidence by the political establishment and funders of its activities.

(8) Infrastructure (including estate projects, IT and equipment)

Major change activities are required periodically to develop the College, and to adapt to changes in the regulatory and technological environment and in the nature and conduct of the College's activities. The College expects such changes to be managed according to best practice in project and change management but given the operating environment in which it operates has open appetite for investment in this area where the benefits can be shown to outweigh the costs.

(9) Learning and Teaching

The College wishes to stimulate students to develop a wish to engage in lifelong learning, encourage an independent attitude and an aspiration to achieve success. It recognises that this should involve an increased degree of risk in developing education and the student experience and is comfortable in accepting this risk subject always to ensuring that potential benefits and risks are fully understood before developments are authorised and that sensible measures to mitigate risk are established.

(7) Digital

The College wishes to be at the leading edge in the digital arena and wishes to grow its digital ambitions. It recognises that that this will involve an increased degree of risk in developing digital solutions and is comfortable in accepting this risk subject to a) limitations imposed by financial considerations, and b) ensuring that potential benefits and risks are fully understood before developments are authorised and that sensible measures to mitigate risk are established.



Strategic Risk Register

Strategic Risk Register Dashboard Report

Risk register review period:
Board / Committee review period:

May-20
May-20

Top 5 Risks Post Mitigation						
Ref	Risk	Movement since previous register	Probability	Impact	Score May 20	Score May 19
WCS 7 Reputational / External	Inadequate business continuity / cyber resilience planning leading to material interruptions to service delivery primarily resulting from Coronavirus epidemic.	↑	6	4	24	9
WCS 1 Finance	Inability to clearly forecast the volatility and impact of SFC funding and funding methodology changes in relation to core-grant-in-aid, credit activity model; reduction in European funding; student support funding and estates maintenance.	↔	6	4	24	24
WCS 3 Infrastructure	Failure to deliver Estate Strategy objectives due to business cases for development of estate being delayed, with this having a resultant negative impact on the ability of the College to recruit students, retain staff and address legislative requirements	↔	5	4	20	20
WCS 2 Infrastructure	Failure to secure adequate estates maintenance / capital funding for future investment or refurbishment of IT and physical infrastructure.	↔	4	4	16	16
WCS 16 Governance	Failure to prepare for the anticipated impact upon the College of Brexit including loss of European funding, loss of students / staff and access to exchange programme funding.	↔	5	3	15	15

Risk Score	May-20	Jan-20
24	2	1
20	1	1
16	1	1
15	1	1
12	4	4
9	1	2
6	4	4

The most significant risk faced by the College is now the business continuity challenges caused by the corona virus outbreak. The College has successfully closed down the physical campuses and transferred some activity to online learning. Guidance on ensuring the College students are correctly recognised for the work they have undertaken during the year is now in progress.

The next most significant risk is the financial volatility faced by the College. This was previously the most significant risk faced by the College and continues to have the same post mitigation score as Business Continuity Planning. The impact of Corona virus only heightens this risk as the conditions of funding and amount of SFC / SDS funding for 2020-21 remain unclear. The future College financial position is further challenged due to the potential loss of commercial income as the economy recovers from the impact of the outbreak.

WEST COLLEGE SCOTLAND STRATEGIC RISK REGISTER

Risk No.	Risk Reference / Category	Strategic Objective	Risk	Assessment pre mitigation			Mitigating Controls and Actions	Assessment post mitigation				Movement since last review	Executive Responsible
				Risk Probability	Risk Impact	Risk Score		Risk Probability	Risk Impact	Risk Score	Previous Score		
1	WCS 7 Reputational / External	1.2 3.4	Inadequate business continuity / cyber resilience planning leading to material interruptions to service delivery primarily resulting from Coronavirus epidemic.	6	4	24	1) Business Continuity Plans available to relevant staff along with associated documents to assist during any incident. 2) Training and scenario planning sessions undertaken on a quarterly basis with involvement from both teaching and support staff. Externally facilitates and lessons learned shared with staff. 3) Closure of College campus undertaken successfully in March and planning has commenced to enable remobilisation. 4) Good interaction with staff, unions and Student Associations with information being supplied to all parties on a timely basis. 5) Continued engagement with Scottish Funding Council, Skills Development Scotland and other funding bodies to gain clarity on future funding which is resulting in an inability to take effective decisions. 6) Staff planning for return to the 'new normal' way of working include: - the development of online materials; - estate adaptations including mobilisation for home working; - increased reliance on technology which will require funding; - monitoring of supply chains; - governance updates regarding implications of deficit budgets; and - consideration given to starting the 2020-21 academic year later to assist with the planning process. Students for 2019-20 will continue to receive teaching through us of on-line delivery methods 7) Financial and staffing implications not fully understood at the moment due to lack of clarity of information from central government and in a number of cases receipt of conflicting information.	6	4	24	9	↑	Principal
2	WCS 1 Finance	1.1 1.3 3.1 3.4	Inability to clearly forecast the volatility and impact of SFC funding and funding methodology changes in relation to core-grant-in-aid, credit activity model; reduction in European funding; student support funding and estates maintenance.	6	4	24	1) Detail of 2020-21 indicative SFC funding confirmed and shows a level of core funding which is not greater than in 2019-20; additional funding will be received for inflationary pressures, pension costs and estate maintenance. The College will continue to face a number of financial challenges arising from this settlement during 2020-21 and beyond. 2) 2020-21 budget currently being compiled for approval by College Board in conjunction with 5 year future financial scenario planning and detailed 3) Transformation Plan submitted to SFC in order to address future financial challenges. The College continues to engage with the SFC on the final agreement and implementation of the plan including review of curriculum delivery in Renfrewshire. 4) Robust financial forecasting including production and review of monthly management accounts. 5) Estates Strategy including objective to improve / rationalise the College estate utilising estate maintenance funding. 6) Financial modelling of next 5 years undertaken based upon SFC FFR assumptions. Allows the College to identify funding gap and to continue to take necessary steps to address the gap. 7) Commercial Development and Credits Group reporting to Corporate Development Committee with focus on maintaining and growing income including ESF activity. 8) Robust monitoring of current and future curriculum delivery plans (CMAP) including staffing requirements. 9) Active College representation and involvement in external SFC review groups - funding methodology, CDN Finance network; credit review; access and inclusion; rural and remoteness premium and student funding.	6	4	24	24	↔	VP Operations / VP Educational Leadership

Risk No.	Risk Reference / Category	Strategic Objective	Risk	Assessment pre mitigation			Mitigating Controls and Actions	Assessment post mitigation				Movement since last review	Executive Responsible
				Risk Probability	Risk Impact	Risk Score		Risk Probability	Risk Impact	Risk Score	Previous Score		
3	WCS 3 Infrastructure	1.2 3.1 3.3 3.4	Failure to deliver Estate Strategy objectives due to business cases for development of estate being delayed, with this having a resultant negative impact on the ability of the College to recruit students, retain staff and address legislative requirements	6	4	24	1) The College continues to engage with SFC, SFT, local councils and other key stakeholders re investment and in relation to implementation of national estate condition survey review and future direction of travel. 2) Approved Estate Strategy and annual implementation updates highlight required estate investment for consideration by SFC and Scottish Government. 3) Draft Outline Business Case for Paisley estate submitted to the SFC. Response received from SFC in regard to Paisley OBC and the College is currently engaging with partners in relation to the collaborative aspects of any proposals. 4) Outline Business Case for Greenock updated and submitted to the SFC in December 2018 following Board of Management approval. SFC have confirmed receipt and willingness to work with College to take forward OBC. 5) Inverclyde local development plan now finalised leading to potential restrictions on future College developments on preferred site. College continues to engage with partners to find suitable way forward. 6) Ongoing prioritisation of College estates funding in a way which links to priority projects, with update reports being provided to each meeting of the Board of Management Estates Committee. 7) Ongoing involvement in sector/SFC capital working group enables WCS input to ongoing discussions in relation to SFC estates maintenance allocation methodology and capital allocations. 8) Ongoing engagement with SFC	5	4	20	20	↔	VP Operations
4	WCS 2 Infrastructure	1.1 1.2 2.3 4.1	Failure to secure adequate estates maintenance / capital funding for future investment or refurbishment of IT and physical infrastructure.	5	4	20	1) College Estate Strategy submitted to SFC, reviewed by internal audit and subject to annual review on implementation and progress by Board of Management Estates Committee. 2) 2019-20 SFC funding for estates has seen a reduction in lifecycle maintenance and priority maintenance funding. The continued reduction in lifecycle maintenance does present an operational challenge. There is also a need to understand the basis of estates maintenance funding allocation beyond 2019-20. 3) WCS participation in SFC/sector Capital Working Group and wider consultation exercises where possible. 4) Outline Business Case for Greenock updated and submitted to the SFC in December 2018 following Board of Management approval. SFC have confirmed receipt and willingness to work with College to take forward OBC. College currently undertaking curriculum horizon scanning exercise in responding to SFC information request in relation to Greenock OBC. Implications of published Inverclyde local development plan being actioned and College is engaging with partners in relation to this. 5) Outline Business Case for Paisley submitted to the SFC in October 2017 and feedback received from the SFC. Discussion with partner organisations remains ongoing in relation to the collaborative aspects of the proposals, and an updated OBC for Paisley will require to be submitted to SFC once these have been concluded. 6) The College has updated the estate condition work undertaken in 2015. This provides robust data showing the level of investment required as at 2019 in order to get the College estate up to Condition B and maintain this..	4	4	16	16	↔	VP Operations
5	WCS 16 Governance	1.3 2.2 3.1 3.4	Failure to prepare for the anticipated impact upon the College of Brexit including loss of European funding, loss of students / staff and access to exchange programme funding.	5	3	15	1) College has considered possible impacts of Brexit on operations and continues to keep this under review. Output has been discussed at senior management level and with relevant Board Committees. It is anticipated there may be an impact on EU funded programmes (such as Modern and Foundation Apprentices). 2) The College is a member of a sector working group on Brexit allowing access to latest intelligence specific to the College sector. 3) Close liaison with SFC on future funding arrangements post 2021 when current ESF funding is due to end.	5	3	15	15	↔	Principal

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6	WCS 4 Learning and Teaching	1.2 2.1 3.2 3.4	Failure to deliver SFC Regional Outcome Agreement targets at a time of limited resource results in future credit and/or funding adjustments.	5	4	20	1) Positive engagement with SFC in relation to ROA development and monitoring for current and future years. Internal audit of ROA process indicated robust planning arrangements in place regarding development of ROA. 2) Effective internal monitoring and reporting procedures in place, including operational planning process, and monitoring through the Board of Management and all Committees. 3) Good working relationships with local authorities and schools in order to access attainment funding in support of College activities in this area. 4) Detailed curriculum development planning and review process which has been subject to positive review by internal audit. 5) Blended approach to delivery of teaching and learning including online learning allowing College to address changes in recruitment and delivery. 6) Curriculum offering is reviewed to ensure employer and student needs are met and appropriate courses delivered. 7) The Board of Management to consider the College ROA during February 2020 meeting. The draft ROA will then be submitted to the SFC for initial consideration.	4	3	12	12	↔	Principal
7	WCS 5 Staffing and HR	1.1 1.2 1.3 3.4	Impact and outcome of National Pay Bargaining for both teaching and support staff.	6	3	18	1) WCS representation and involvement in national college Employers Association and national joint negotiating committee (NJNC). 2) Financial impact assessment / planning scenarios on the impacts of National Bargaining ongoing. National Bargaining funding distribution for 2019-20 agreed with Colleges Scotland and the Scottish Funding Council. 3) Business Continuity Planning considers impact of industrial action, with specific plans in place. 4) Local trade union consultation and negotiating committees for support and teaching staff continuing to meet on an ongoing basis in order to maintain positive College industrial relations. 5) Robust college sector and WCS communications plan including liaison with Student Association on impact on students. 6) Local workforce planning arrangements subject to positive internal audit review (June 2018). Workforce planning being carried out at departmental level based on agreed template 7) Support and teaching staff pay award until September 2020 in place.	6	2	12	12	↔	Principal
8	WCS 6 Digital	1.1 2.1 3.3 4.2	Failure to maintain or acquire and use IT systems and infrastructure to support the digital ambitions of the College.	4	4	16	1) IT Strategy, Policies / Procedures and system access processes in place. The Finance and General Purposes Committee review progress achieved in delivering the IT Strategy on an annual basis and are satisfied with progress given the level of resource available to the College - although recognise that the College digital ambitions are being constrained by the level of SFC funding. Strategic dialogue with Colleges Scotland and the SFC is ongoing in an effort to secure the required level of funding in order to deliver College digital ambitions. 2) Staff and student feedback and evaluation procedures in place. 3) IT Contingency Plan in place with regular review. 4) College has renewed its Cyber Essentials Plus accreditation as required. Work commencing on updating the Scottish Government Cyber Resilience Framework. 5) College Digital Strategy which sets out digital ambitions for the College, presented and approved by the Board of Management. 6) Discussions remain ongoing with the SFC on IT condition survey and College offered to be model for future sector wide survey. 7) College HR department providing support to staff undertaking national support staff job evaluation.	4	3	12	12	↔	VP Operations

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9	WCS 15 Governance	1.1 2.1 3.4 4.3	Failure to deliver the financial and/or non-financial objectives outlined in the College Transformation Plan "Future Proofing Our College".	4	4	16	1) Transformation Plan has been developed by the College and discussed in detail with the SFC. 2) Board of Management have approved the Plan and financial objectives are monitored through the F&GP Committee. Board of Management monitor overall plan achievement. 3) Projects have been initiated in line with the plan and are directed by a specific member of SMT. 4) Detailed delivery plan has been created to allow milestones to be set and monitoring to take place. 5) College has a plan in place to meet financial objectives during 2019-20. However future years remain challenging and the plan will require to be further reviewed/updated. SFC indicative funding figures have been published and have crystallised the financial challenges faced by the College. No guidance on future years.	3	4	12	12	↔	Principal
10	WCS 9 Staffing and HR	1.2 1.3 3.4	Inability to maintain positive staff relations	4	3	12	1) Approved Workforce Plan in place to address Audit Scotland recommendations and implementation reviewed by the Board CDC and HR Committee. 2) Internal audit on internal communications reported that that the College had effective internal communication channels to staff and students 3) Clear procedures for communication and engagement with Trade Unions and College staff. 4) Staff engagement sessions and staff surveys undertaken on regular basis allowing matters to be raised and issues to be addressed early. 5) Local trade union consultation and negotiation committees in place for teaching and support staff. 6) College is supportive of staff involvement in national job evaluation scheme and has open dialogue with Unions as to how staff can be supported.	3	3	9	9	↔	Principal
11	WCS 11 Competitive Environment	1.1 2.3 3.1 3.2	Ability to generate consistent levels of alternative income or to grow alternative income streams.	4	3	12	1) Alternative Income Strategy currently under development in response to requirements of College Transformation Plan objectives. Strategy will be subject to review by Corporate Development Committee. 2) Annual financial budget agreed and monitored by the Corporate Development Committee. 3) Strong partnerships with local employers and stakeholders. 4) Operation planning process used to identify potential opportunities for income growth. 5) Adaption of course portfolio to meet student / employer needs. 6) Financial strategy and planning in place to address resource needs and redirect as required. 6) Review of resources required within Curriculum Development Planning procedure. 7) Commercial Development Group meets bi-monthly to review and address challenges of delivering alternative income.	3	3	9	9	↔	VP Educational Leadership
12	WCS 10 Staffing and HR	1.3 2.3	Failure to embed Workforce Plan resulting in lack of appropriate resources and skills being developed to achieve College strategic objectives and outcomes	4	3	12	1) College Workforce Plan and associated reporting requirements approved by the Board of Management. 2) Detailed teaching resource planning through use of curriculum mapping tool (CMAP). 3) Resourcing of support staff structures reviewed on an ongoing basis by Executive Management Team to ensure alignment with operational and strategic priorities. 4) Itrent HR and payroll software developed to provide staff data and reports including an establishment report. 5) Professional Development Policies are aligned to strategic priorities. 6) Roll out of College CPD review process is ongoing and supports succession planning, leadership development and assists in mitigating the impact of the loss of key staff. 7) Internal audit reviewed workforce planning as part of 2018-19 audit plan. All recommendations made by internal auditors fulfilled and OD&HR Committee updated on progress. 8) Initial results from staff skills survey being used to allow the College to identify and address future skills gaps.	3	2	6	6	↔	Principal

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13	WCS 13 Governance	3.4 4.1	Inability to ensure a holistic response to data and information governance, including compliance with the General Data Protection Regulations (GDPR).	3	3	9	1) Data Protection Officer (DPO) appointed in compliance with legislative requirement. DPO is part of shared services agreement allowing the College to work collaboratively with other institutions. 2) DPO is undertaking review of departmental compliance with data legislation and addressing issues as required. Reports provided to working group on progress and issues identified / rectified. 3) College has a working group covering GDPR and data management issues with involvement from senior staff. The Group has oversight of the information risk assessment process. 4) Data Protection concepts and principles embedded within the operations of the College.	3	2	6	6	↔	Principal
14	WCS 14 Learning and Teaching	1.2 3.4	Normal business activities are unduly affected due to the complexity of sequencing estates investment works	4	2	8	1) Detailed resource planning involving all relevant parties at stage to address any issues in advance of project start date. 2) Staff resource increased during 2018-19 to address the significant increase in level of expenditure and complexity of projects being undertaken. 3) Well embedded project / estate team with knowledge base that allows issues to be identified and addressed. 4) use of external professional advisors to provide oversight and critical review of proposed activities / plans.	3	2	6	6	↔	VP Operations

Corporate Strategy 2019-2025

Priorities		Objectives	
(1) Personalisation	We will deliver the skills solutions that employers are looking for and the learning outcomes that students want,	1.1	Developing Bespoke solutions, Fast
		1.2	Raising Aspirations and Enabling Students to achieve outcomes
		1.3	Recruiting and Retaining Talented People
(2) Collaboration	We will build the immersive relationships and make the connections that enhance value for	2.1	Creating Learning Pathways
		2.2	Immersive Partnerships
		2.3	Delivering Inclusive Growth
(3) Agile and Adaptive	We will develop the capability to respond to shifts in demand and seize new opportunities quickly' putting in place specialist delivery capabilities.	3.1	Developing new income opportunities
		3.2	Developing the Market
		3.3	Utilising Specialist Capabilities
		3.4	Managing for Resilience
(4) Digital	We will ensure that the College has the digital capacity and capabilities to deliver in a modern economy.	4.1	Using Data
		4.2	Inspirational Learning
		4.3	Developing the skills base

Tolerance Matrix and Scoring Grid

Probability	Score	Impact	Score
Almost Certain	6	Catastrophic	4
Very Likely	5	Critical	3
Likely	4	Marginal	2
Possible	3	Negligible	1
Very Unlikely	2		
Remote Chance	1		

Risks - Probability x Impact Score Grid

Almost Certain 6	6	12	18	24
Very Likely 5	5	10	15	20
Likely 4	4	8	12	16
Possible 3	3	6	9	12
Very Unlikely 2	2	4	6	8
Remote Chance 1	1	2	3	4
	Negligible 1	Marginal 2	Critical 3	Catastrophic 4

Risk Score - Direction of Travel

- ↔ Post mitigation risk score after review has remained static compared to the last time the register was reviewed.
- ↑ Post mitigation risk score after review has increased compared to the last time the register was reviewed.
- ↓ Post mitigation risk score after review has reduced compared to the last time the register was reviewed.