

THE GLASGOW SCHOOL OF ART

BOARD OF GOVERNORS

Minutes: 17th February 2014

Present:	Ms Muriel Gray	Chair
	Ms Alison Lefroy Brooks	Vice-Chair
	Mr Douglas Brown	
	Dr Janet Brown	
	Dr Simon Groom	
	Mr Daniel Ibbotson	
	Professor Tom Inns	Director
	Mr Douglas Kinnaird	
	Dr Ken Neil	Academic Council Representative
	Mr Nicholas Oddy	Academic Staff Representative
	Mr Ken Ross	
	Sir Muir Russell	Vice-Chair
	Mr Sam De Santis	President, Students Association
	Ms Lesley Thomson	
	Professor Alison Yarrington	
Attending:	Mr Eliot Leviten	Director of Finance and Resources
	Mr Craig Williamson	Registrar
	Mr John Martin	Assistant Company Secretary

1. Apologies for Absence

Ms Kerry Aylin, Professor Linda Drew, Mrs Linda McTavish, Ms Christa Reekie

2. Declarations of Interest

None.

3. Skills and Attributes Matrix

The Board noted a draft Skills and Attributes Matrix, as discussed by the Nominations Committee, which sought to define the skills and attributes of Lay Governors, such a framework being a requirement of the School's revised Statement of Corporate Governance and the Scottish Code of Good Higher Education Governance. This document would be discussed further during the Board's imminent strategic awayday meeting, with feedback then being considered further by the Nominations Committee.

4. Reappointment of Governors

The terms of office of three Lay Governors were about to expire, with all of the Governors in question being eligible for re-appointment. Given that discussions were taking place on the composition of the Board and the skills and attributes of Lay Governors, it was agreed that the three Governors in question be reappointed for a further year until these discussions were complete. The Board therefore resolved that Dr Janet Brown, Mr Daniel Ibbotson and Professor Alison Yarrington be reappointed as Governors for the period March 2014 – February 2015.

5. Board of Governors Committee Structure/Frequency and Timing of Meetings

As outlined in Paper A5, the Business Committee had discussed proposals in relation to the Estates and Business Committees and had recommended changes to the committee structure and the pattern of meeting dates. It had been suggested that, given the imminent completion of the Garnethill Phase One and Mackintosh Conservation and Access projects, there would soon be little operational business for the Estates Committee in its present form. It had also been noted that there was considerable duplication in the agendas and memberships of the Business and Estates Committees and that maintaining both committees would perhaps not be the most effective use of Governors' time. The Business Committee had also considered options relating to the timing of meetings of the Board's major committees, including the implications of the Board's decision to hold four conventional meetings and one awayday per annum.

The Board resolved that:

- i) the Business and Estates Committees be merged into a single Business and Estates Committee from 2014/15 onwards, membership to be determined at a later date;
- ii) the newly-formed Business and Estates Committee should meet four times per annum from 2014/15 in such a way that meetings would be suitably aligned to routine meetings of the Board of Governors;
- iii) meetings of the Board's other committees should also be aligned with the revised pattern of meeting dates of the Board of Governors.

6. GSA Trust: Appointment of Trustee

On the recommendation of the Director of Development, who had provided biographical details, the Board resolved that Ms Kelly Cooper Barr be appointed as a non-Governor Trustee of the GSA Development Trust.

(Minute 7 has been withheld from the website version of the minutes for reasons of commercial confidentiality).

8. Professor Seona Reid

The Board extended warm congratulations to Seona Reid, former Director, on the award of a damehood in the New Year's Honours List.

9. Board of Governors Awayday/Revised Strategic Plan

The Board was about to take part in a series of strategic 'awayday' discussions. The Director reported in this context that he was overseeing a series of strategic staff and student workshops, and that the Board's imminent discussions would add valuable further input into the report which would be presented to the Board meeting in April 2014.

10. Minutes of Previous Meeting

The Minutes of the Board meeting held on 12th December 2013 (Paper B1) were approved.

11. Action Points

The Board noted its list of Action Points (Paper B2).

12. Management Accounts to 31st December 2013

The Board noted the Management Accounts to 31st December 2013, as considered by the Business Committee (Paper B2). The covering paper provided a useful summary of variances against budget, including the impact of the student recruitment shortfall in the present year. In response to a query, it was confirmed that the management accounts included the School's activities in Singapore. Governors were also reminded that the Singaporean project did not involve major financial exposure for the School, given that there were no significant estate costs and staff numbers were not high. Care had also been taken to ensure that the School's courses in Singapore were fully consistent with academic quality assurance standards. The Board would be kept fully up to date with continuing progress in Singapore and with any future potential significant developments overseas.

13. Reports from Academic Council and Board Committees

The Board noted the Minutes of the following meetings:

- Academic Council, 11th December 2013
- Business Committee, 16th January 2014
- Estates Committee, 16th January 2014
- Museum and Archive Committee, 27th January 2014

14. Annual Report to the University of Glasgow

The Board noted the Annual Report to the University of Glasgow (Paper B5).

15. Glasgow School of Art Enterprises

It was suggested that there should be a more formal reporting mechanism to the Board from GSA Enterprises and this would be considered.

[Action: ESL/JM]

16. Dates of Remaining Meetings 2013/14

Friday 11th April 2014 at 1.30pm
Monday 16th June 2014 at 1.30pm

JM