

**THE GLASGOW SCHOOL OF ART**  
**BOARD OF GOVERNORS**

**Minutes:** 6<sup>th</sup> October 2014

<b>Present:</b>	Ms Muriel Gray	Chair
	Ms Kerry Aylin	Support Staff Representative
	Ms Alison Lefroy Brooks	Vice-Chair
	Dr Janet Brown	
	Professor Linda Drew	Deputy Director
	Dr Simon Groom	
	Professor Tom Inns	Director
	Mr Will Judge	President, Students' Association
	Ms Eleanor McAllister	
	Professor Ken Neil	Academic Council Representative
	Mr Ken Ross	
	Sir Muir Russell	Vice-Chair
	Ms Lesley Thomson	
	Professor Alison Yarrington	
<b>Attending:</b>	Mr Eliot Leviten	Director of Finance and Resources
	Mr Scott Parsons	Director of Marketing, Communications and Strategic Planning (for item 9)
	Dr Craig Williamson	Registrar
	Mr John Martin	Assistant Company Secretary

**1. Apologies for Absence**

Mr Douglas Brown, Mr Douglas Kinnaird, Mrs Linda McTavish, Mr Nicholas Oddy, Ms Christa Reekie.

**2. Declarations of Interest**

None.

**3. Minutes**

The Minutes of the meeting held on 16<sup>th</sup> June 2014 were approved.

**4. Welcome and Chair's Report**

The Chair welcomed members to the first Board meeting of the 2014/15 year and expressed thanks to Board members who had taken part in various GSA events during the summer. The Chair also reported several matters of interest:

.1 Nominations Committee and Re-appointment of Governors

A meeting of the Nominations Committee had been postponed because of unforeseen circumstances. Among other matters, this meeting was to have considered the position of Governors whose present terms of office were about to expire. It was therefore agreed that the terms of office of Mrs Linda McTavish and

Mr Ken Ross be extended up to (and including) the February 2015 meeting of the Board of Governors, by which time the Nominations Committee would have considered the Board's membership. A similar extension would not be necessary in the case of Mr Daniel Ibbotson, who had entered voluntary suspension from Board membership on health grounds.

.2 Professor Linda Drew

Warm congratulations were extended to Linda Drew, Deputy Director, who would leave GSA in early 2015 to take up the post of Director of Ravensbourne College.

.3 December Meeting: change of location

It was agreed that the Board's December meeting would take place at the Tontine Building, the decant location for many of the staff and students who would normally be based in the Mackintosh Building.

.4 Great Scottish Run

Congratulations were extended to the GSA staff who had taken part in the recent Great Scottish Run, some of whom had raised sponsorship monies towards the Mackintosh Building restoration.

**5. Report from the Director**

The Director introduced his report (Paper A6) and outlined a number of matters of interest:

.1 Financial Stability and Sustainability

*This minute has been withheld from the website version of the Minutes on the grounds of commercial confidentiality.*

.2 Mackintosh Building and Estates

Discussions regarding the estate continued to be dominated by the Mackintosh Building fire and its aftermath. The decant location for most Fine Art activities was the Tontine Building near Tollcross and this had been fitted out in time for the beginning of the new academic year, thanks to a major effort by the Estates department. The temporary roof over the damaged part of the Mackintosh Building would shortly be in place and the Mackintosh Restoration Committee was overseeing the restoration timetable. Liz Davidson, formerly of Glasgow City Council, had been appointed as Senior Project Manager. In addition to detailed planning of the building's restoration, the School was engaged in a number of related activities, including a forthcoming symposium at the Venice Architecture Biennale on the future of the Mackintosh Library, research activities and the installation of a Mackintosh furniture exhibit in the Reid Building. A summary of funding received from various sources was included in the Director's report. (See also items 7,8 and 11 below for further discussions on the Mackintosh Building).

Page and Park had been engaged to prepare an overarching Campus Review for the School, which would include consideration of the future position of the Mackintosh Building, and the activities housed within it, in relation to the campus as a whole. Other ongoing Estates initiatives included the student accommodation development at Blythswood House and the HIE-funded initiative in Forres. It was suggested in discussion that the Board would welcome the opportunity to discuss this initiative further and that the Head of the School of Design be invited to attend the Board's next meeting.

### .3 Reputation and Robustness

In addition to lessons learned in the aftermath of the Mackintosh fire, the School was examining its broad approach to Health and Safety matters (see also item 7 below). Among recent measures taken had been changes to the opening hours of buildings. This change had proved controversial with the student body and the School's initial proposals had been modified, but the School could not guarantee full security and safety cover for the previous open hours, which included one building being open on a 24 hours basis. Staff and students were also being issued with identification cards and lanyards in an effort to monitor more closely the identity of persons on campus.

The School's performance as defined by the National Student Survey (NSS) had marginally dropped and remained disappointing in terms of the School's position in the NSS standings. (A summary of the NSS 2014 outcome had been circulated as Paper B7). There remained some concern that the NSS methodology did not favour specialist, practice-based institutions and the School continued to perform well in other (non-NSS) reputational indicators such as student retention. The positive outcome of the recent major ELIR exercise was also a significant indicator. The newly-appointed Head of Learning and Teaching was considering steps which could be taken to address some valid shortcomings identified through NSS, progress on which would be reported to the Board, although it was possible that future changes to the curriculum might produce an initial negative response before benefits were reflected in improved student feedback. This said, some of the major shortcomings identified through NSS concerned academic administration rather than the curriculum.

## 6. Governance

### .1 Statement of Corporate Governance 2014/15

A proposed update of the School's Statement of Corporate Governance had been circulated (Paper A7.1). This document had been extensively modified in the previous year in response to publication of the Scottish Code of Good HE governance, and there was only one significant change for 2014/15, namely the transfer of responsibility for governance matters to the Registrar. The Board approved the School's Statement of Corporate Governance for 2014/15.

### .2 Academic Council and Board Committees: Remits, Memberships and Procedures 2014/15

The Board approved the remits, memberships and procedures for the Academic Council and the Board's committees for the 2014/15 academic year, as contained in Paper A7.2.

### .3 Scottish Funding Council: Good Practice in HE Governance

The Board noted a Guidance Note from the Scottish Funding Council (SFC) on Good Practice in Higher Education Governance (Paper A7.3). This document questioned a clause in the Scottish Code of Good Governance which stated that Small Specialist Institutions might be seen as special cases in implementation of the Code, but eventual removal of this clause was not seen as a threat to the School, given that the School did not see its SSI status as a difficulty in complying with the Code. The Chair reported that discussions were taking place between the SFC and the Committee of University Chairs (Scotland) on the precise mechanism by which HEIs would report to the Council their compliance (or otherwise) with the Code.

## **7. Risk Management/Incident Management/Health and Safety**

The Registrar reported developments in the School's approach to Incident Management/Business Continuity and Health and Safety, activities which were now part of his area of responsibility. The School's approach to Incident Management had naturally been examined in the aftermath of the Mackintosh Building fire and the Board noted a report on the School's immediate response to the fire carried out by Jermyn Consulting (Paper A8.2). This report was broadly favourable in terms of the School's response to the outbreak of the fire, but there were some useful points made which would be reflected in future revision of the School's Incident Management and Business Continuity procedures, which would be presented to the Audit Committee and thus reported to the Board. Among the lessons learned were the questions of senior staff availability at any given time and advance identification of skills which were likely to be required in the event of an emergency. The Jermyn report had noted that senior GSA staff had taken part in training exercises on incident management and it would be important for such training to continue on a regular basis.

With regard to Health and Safety, it was felt that the School's Health and Safety Committee should be strengthened in terms of the seniority of staff present and should have a more direct reporting line to the Board. A revised approach and updated policies would shortly be recommended to the Board, and there would be increased reporting to the Board of significant health and safety matters. As with incident management, staff and student awareness and training was vital in relation to an appropriate Health and Safety culture. In response to a query regarding Governors' corporate and personal liability, members were reminded that the School had circulated legal guidance on liability matters to the Board's meeting in April 2014.

## **8. Estates Development**

The Board noted the Estates Development report (Paper A9). Further to the points reported by the Director in relation to restoration of the Mackintosh Building (5.2 above), it was noted that Kirkdale Archaeology had been engaged (as approved by the Mackintosh Restoration Committee and with the approval of Historic Scotland) to carry out investigation work on debris, principally from the Mackintosh Library.

All Funding Council grant monies towards the construction of the Reid Building (£49.7m) had now been received by the School.

## **9. McLellan Galleries**

The School was about to make a bid to the City Council to take on a long-term tenancy of the McLellan Galleries and a draft of the bid document had been circulated (Paper A12). The deadline for submission of bids was imminent, but an earlier draft of the proposal had already been considered by the Business and Estates Committee and members of that committee had made subsequent contributions to the proposal. The School's approach, prepared in collaboration with Page and Park, was felt to be strong and imaginative, and also to be consistent with the City's plans for the surrounding area. The Director of Marketing, Communications and Strategic Planning had met with representatives from the City's Planning Department and had received a positive response. The School's proposal did not specify which academic areas of activity might be housed in the McLellan Galleries, this being an aspect which would be considered in the context of the Campus Review (see 5.2 above). Preliminary cost considerations indicated a potential cost of £20m, half of which could be readily identified, e.g. from the sale of buildings and land which would become surplus to requirements if the Galleries were secured by the School. The remaining cost would be raised through fundraising and the School would notify the Development Trust at an early stage if its bid for the Galleries found favour with the City Council, a decision on which should be announced during December 2104.

The Board approved submission of the School's proposal document to Glasgow City Council.

**10. Report from the President of the Students' Association**

The President of the Students' Association introduced his report (Paper A10). The new sabbatical office-holders and their support team had been addressing a number of issues, including identification of sports facilities for the student body. Detailed budgetary information had been discussed at the Business and Estates Committee. The Association had recently held a successful series of Fresher's Week events and the Board congratulated the President and his team on their efforts thus far in 2014/15.

**11. Mackintosh Fire: Insurance Update/Valuation of Mackintosh Building**

*This minute has been withheld from the website version of the Minutes on the grounds of commercial confidentiality.*

**12. Human Resources Committee**

The HR Committee had not yet met in 2014/15, given changes in personnel and reporting structure, but meetings would resume shortly.

**13. Director: AHRC Council Membership**

The Director had been invited to join the Council of the Arts and Humanities Research Council for a four-year term of office. This appointment would involve a commitment of around 20 days per annum and Professor Inns assured the Board that his membership of AHRC would not affect his duties as Director. Given that this regular interaction with AHRC at the highest level would provide clear benefit to the School, the Board was pleased to endorse the Director's acceptance of the Council's invitation.

**14. Action Points**

The Board noted its list of Action Points (Paper B1).

**15. Enhancement-Led Institutional Review (ELIR) Final Report**

The Board noted the full Outcome Report from the 2014 Enhancement-Led Institutional Review (ELIR).

**16. Annual report to SFC on Institution-led Review of Quality and Governing Body Statement of Assurance**

The Board endorsed the Annual Report to the Scottish Funding Council on Institution-Led Review of Quality and Governing Body Statement of Assurance (Paper B3).

**17. National Student Survey (NSS)**

The Board noted a summary of the outcome of the 2014 National Student Survey. (See also item 5.3 above).

**18. Annual Accounts 2013/14**

The Board noted a letter from the School's External Auditors (Scott Moncrieff), confirming details of the audit of the School's Annual Accounts for 2013/14, together with a draft Income and Expenditure Account for the year to July 2014 (Papers B4.1 and B4.2).

**19. Reports from Board Committees**

The Board noted the Minutes of the following meetings:

- Audit Committee, 3<sup>rd</sup> September 2014
- Business and Estates Committee, 3<sup>rd</sup> September 2014
- Mackintosh Restoration Committee, 10<sup>th</sup> September 2014
- Museum and Archive Committee, 12<sup>th</sup> September 2014
- Investment Committee, 3<sup>rd</sup> September 2014

**20. Dates of Board and Committee Meetings 2014/15**

The Board noted a revised list of dates of its meetings in 2014/15, together with the meeting dates of the Board's committees (Paper B6).

**21. Date of Next Meeting**

Monday 8<sup>th</sup> December 2014 at 1.30pm at the Tontine Building.

JM