

THE GLASGOW SCHOOL OF ART
BOARD OF GOVERNORS

Minutes: 17th December 2012

Present:	Mr Philip Rodney	Chair
	Mr Douglas Brown	
	Dr Janet Brown	
	Mr Bob Downes	
	Professor Linda Drew	Deputy Director
	Mr Douglas Kinnaird	
	Mrs Linda McTavish	
	Dr Ken Neil	Academic Council Representative
	Ms Christa Reekie	
	Professor Seona Reid	Director
	Mr Ken Ross	
	Sir Muir Russell	Vice-Chair
	Mr Sam De Santis	President, Students Association
Professor Alison Yarrington		

Attending:	Mr David Barnes	Grant Thornton (External Auditor)
	Mr Eliot Leviten	Director of Finance and Resources
	Professor Chris Platt	Head of the School of Architecture (for item 3)
	Mr Scott Parsons	Director, Marketing & Communications (for items 6 and 7)
	Mr Craig Williamson	Head of Academic and Student Services
	Mr John Martin	Assistant Company Secretary

1. Apologies for Absence

Ms Kerry Aylin, Ms Sharon Bamford, Ms Alison Lefroy Brooks, Ms Roberta Doyle, Dr Simon Groom, Mr Daniel Ibbotson, Mr Nicholas Oddy

2. Declarations of Interest

The Director declared her position as Chair of the Heritage Lottery Fund's Committee for Scotland.

3. Presentation by the Head of the Mackintosh School of Architecture

The Board welcomed Professor Chris Platt, Head of the Mackintosh School of Architecture, who gave a presentation on the work of the School. Professor Platt outlined the School's undergraduate and postgraduate teaching activities and also its research activities, e.g. those carried out by the Mackintosh Environmental Architecture Research Unit (MEARU) and Glasgow Urban Lab. New taught courses were under consideration, and recent strategic discussions had led to the aim of bringing the School closer to the profession and such other key stakeholders as major building firms and the City of Glasgow.

Employment opportunities for alumni of the Mackintosh School were healthy, providing that graduates were prepared to travel to take advantage of opportunities. The School was keen to encourage entrepreneurship skills on the part of students and alumni. The profile of the School's student population had not yet changed noticeably in response to such factors as changing student fee regimes, and the School was already attracting students from a wide spread of countries.

The Board thanked Professor Platt for a stimulating and informative presentation.

4. Report from the Chairman

.1 Consultation on Scottish Code of Good Practice for Governance

The School had recently hosted a visit by Dr Peter West, former Secretary of the University of Strathclyde, one of the consultants appointed by Universities Scotland to assist the Committee of University Chairs in formulation of a Scottish Code of Good Practice for Governance in Higher Education. This Code was being drawn up as part of the Scottish HE sector's response to the Scottish Government's Review of Higher Education Governance (the Von Prondzynski Report). Dr West had met with various groups of staff and students and also with a group of Governors, who had welcomed the opportunity to comment on a number of the recommendations in the Review.

.2 Workshop on Diversity and Equality

The recent Workshop on Diversity and Equality, run for the Board and the Executive Group by Simon Fanshawe, had been a success, although the number of Governors able to attend had been disappointing. Further work with GSA was being carried out by Simon Fanshawe and a further report would be made to the Board.

5. Report from the Director

The Director introduced her report (Paper A6), drawing attention to the following items:

.1 U.S. Department of Education: Federal Student Loans

The School was still awaiting a response on its appeal against the withdrawal by the US Department of Education of loans for GSA students. Lawyers representing the School had received positive signs, but the appeals process seemed frustratingly slow. The School was continuing to support US students affected by this situation.

.2 UKBA

Further to previous discussions, the School had recently been granted two further approvals, namely renewal of its Sponsor Licence until November 2016 and a further renewal until September 2013 of 'Highly Trusted Sponsor' status. This success resulted from a considerable effort by Academic and Student Services and academic programme leaders.

.3 University Title/Degree Awarding Powers

The Westminster Government had introduced a significant change to the criteria by which English HEIs could apply to use the title of 'university', namely that institutions need only have student populations of 1,000 or more to be eligible to apply for such status. This change had led to a number of small, specialist institutions in England being awarded university status, including some in art and design. The Director had asked the Director of Marketing, Communications and Strategic Planning to

undertake a study of any negative impact this might have on GSA's competitiveness, particularly in international markets, in which case the School could approach the Scottish Funding Council to suggest that a similar change in eligibility be introduced in Scotland.

The School would also need to acquire taught degree awarding powers in order to gain university status. While the School was largely content with its accreditation relationship with the University of Glasgow, and recognised the benefits which accrued from this relationship, the above changes elsewhere in the UK, together with such developments as the withdrawal of eligibility for US Federal Loan support (which had resulted from the School not having degree-awarding powers), meant that consideration of future status must be borne in mind. This was not to say that the School would lose the internationally recognised and respected name of 'Glasgow School of Art' but that an additional name or 'strapline', which made clear the School's university status, could be possible. The Head of Academic and Student Services had been tasked with an analysis of the pros and cons of seeking degree awarding powers. Should the School agree to pursue them, the process would start after the next Enhancement-Led Institutional Review (ELIR) in 2014.

.4 Scottish Funding Council Outcome Agreement and Investment Funds

The development of 2013/14 Outcome Agreements for Scottish HEIs was underway, and the Scottish Funding Council (SFC) had included as part of this process an invitation to institutions to bid for a range of Investment Funds. The School had submitted applications under all available headings and had been successful in those categories in which decisions had already been announced, including extra funded student places in relation to Widening Participation, extra undergraduate places linked to employability and a grant to employ a member of staff to develop more extensive articulation arrangements with colleges. Decisions on additional postgraduate places and projects to reduce carbon, were yet to be decided by SFC.

The gains from the Investment Funds initiative, however, had to be set against a 2% "assumed efficiency" cut in the Council's Teaching grants to institutions, despite earlier assurances from the Council that these grants would increase in line with inflation in 2013/14 and 2014/15. The School's indicative grant from SFC for 2013/14 would be published shortly and an analysis would be provided to the Business Committee in January 2013 and to the Board in February 2013.

.5 Innovation Centre in Digital Health Care

The School had learned (in confidence) that it had been successful in its collaborative bid to host a Scottish Funding Council Innovation Centre in Digital Health Care. The main partners in this project were the University of Edinburgh (School of Informatics and College of Medicine) and NHS24, together with several other HEIs and industrial partners. This was a major project and had been secured thanks to effective collaboration between the Head of the School of Design, the Design Innovation team and the Knowledge Exchange Manager.

.6 Learner Journey and Teaching Excellence

The School was undertaking a project which would use innovation design processes in the context of course articulation, widening access, admissions and student progression.

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.7 Research and Knowledge Exchange Appointments

The School was making strategic research and knowledge exchange appointments in preparation for the Research Excellence Framework submission in late October 2013. These included Research Fellows in Heritage Visualisation, Fashion and Textiles, Curatorial Practice and Design Innovation and an additional member of staff in Knowledge Exchange

.8 Fulbright Visiting Professors

The UK Fulbright Commission was proposing an extension of three years to the successful Fulbright Visiting Professor Programme at the School which enabled two US Visiting Professors to spend 6 months in the Architecture School with the Glasgow Urban Lab and at Digital Design Studio.

.9 Mackintosh School of Architecture

The MSA had recently attracted significant media coverage for the results of its EPSRC-funded project on "The Environmental Impact of Domestic Laundering", and the School was also a partner in a successful consortium bid to the European Union to create a training network for early career researchers in practice based research.

.10 School of Design

The Design School's new Institute of Design Innovation would be formally launched in January 2013 by the Cabinet Secretary for Finance, Employment and Sustainable Growth (John Swinney).

.11 Digital Design Studio (DDS)

Among several recent successes for DDS had been the announcement by the Cabinet Secretary for Cultural and External Affairs (Fiona Hyslop) that the next major building to be digitally modelled under the 'Scottish Ten' project would be the Sydney Opera House.

.12 Honorary Degrees

The University of Glasgow had approved the conferment of honorary degrees on Muriel Gray and Jonathan Saunders at the 2013 GSA graduation.

.13 Deputy Appointments

The increased core funding secured from the Scottish Funding Council had made possible the appointment of three deputies, namely the Deputy Head of the Mackintosh School of Architecture (Sally Stewart), the Deputy Head of the School of Design (Barbara Ridley), and the Deputy Director of Finance and Resources (Sandi Galbraith). These important appointments would allow the Heads of Schools and the Director of Finance and Resources to focus more on strategic and developmental issues rather than day to day management.

.14 James Dyson International Student Award

Dan Watson, a recent graduate in Product Design Engineering, had won the prestigious James Dyson International Student Award for his final year project, Safety Net, a sustainable approach to fishing.

.15 UK City of Culture

The Board congratulated the Director on her appointment as a member of the Independent Advisory Panel responsible for selection of the UK City of Culture for 2017.

6. **Department of Marketing and Communications: Annual Report**

The Board welcomed Scott Parsons, Director of Marketing and Communications, who introduced his annual report (Paper A11). Investment in the School's new website had been a major activity during the past year, with a successful outcome in terms of increased usage. The extension of the website had allowed a reduction in the amount printed material, although tailored printed publications remained important and the School's publications continued to win awards. It was suggested that the significant level of activity associated with the School's exhibitions should be borne in mind in the context of the Schools' submission to the Research Excellence Framework.

The overall level and quality of the department's work continued to be impressive, particularly in view of the small staff complement, and congratulations were extended to Scott Parsons and his team.

7. **Student Recruitment 2012/13**

An extensive analysis of student recruitment in 2012/13 had been prepared (Paper A10), which sought to provide the higher level of detail requested by Governors at the Board's previous meeting. The home and international recruitment environments continued to be volatile, given such factors as changing policies on tuition fees and the possible negative impact on international recruitment of UKBA policy. As was shown in a table within the report, a number of HEIs in the UK had suffered significant decreases in applications for 2012/13, whereas the School could report a small increase (1.5%). It was noted that specialist art institutions in Norwich and Bournemouth had recorded large increases and the reasons for this would be considered, as would the possible benefit for such institutions of their newly-acquired university status (see item 5.3 above). Another area for continued attention would be the conversion rate for international applications.

In financial terms, some areas (e.g. Home/EU/RUK undergraduate students) were above-budget, whereas others (e.g. international) were below budget, with the overall position being an affordable shortfall of around 5%. It was suggested that a further breakdown of the financial impact of over-recruitment or under-recruitment on a course-by-course basis would be of interest and the Director of Marketing and Communications indicated that his department would be seeking to refine further the analysis of recruitment trends in future.

8. **Students' Association**

The President of the Students' Association introduced his report to the Board (Paper A7). There had been a welcome improvement in commercial performance, alongside a range of representative activities. Implementation of the restructuring of the Association was progressing and would lead to some constitutional changes in due course. Allowance would be made for the possible future creation of a third sabbatical post within the Association. Interviews had recently taken place for the vacant post of General Manager (with the Director of Finance and Resources in attendance) and it was hoped that an appointment would be made imminently. Care would be taken to ensure that employment terms and conditions were consistent with the Association's new status.

Further discussions with the University of Glasgow were still being sought on the University's restriction on GSA students' use of sports facilities and participation in the University's clubs and societies. Access to alternative sports facilities for GSA students had been arranged by the School at the University of Strathclyde and Glasgow

Caledonian University, but the President and Director were both active in seeking to restore a strong relationship between the student bodies at GSA and the University which would allow GSA student membership of GU clubs and societies.

9. GSA in Singapore

As discussed at previous meetings, the School had launched in 2012/13 a collaboration with the Singapore Institute of Technology (SIT), whereby the final two years of two GSA undergraduate degree programmes (Communications Design and Interior Design) would be taught in Singapore. Recruitment to the Programmes had been successful (103 students in the first year) and they were now well underway. Specialist staff had been employed in Singapore and steps taken to ensure that the School's ethos was replicated in Singapore, including regular visits to Singapore by Programme Leaders and other Glasgow-based staff. Students on the Singapore-based courses would visit Glasgow for a three-week summer immersion course in June. Governors viewed a film on GSA Singapore, made by students from the two courses.

10. Annual Report and Accounts 2011/12

The Board welcomed David Barnes from Grant Thornton, the School's External Auditors. The Annual Report and Accounts for 2011/12 had been circulated (Paper A9), having already been scrutinised by the Audit and Business Committees. The draft Key Issues Memorandum from Grant Thornton had also been circulated to Governors. The Director of Finance and Resources commented that 2011/12 had been a good year financially for the School, with a £277k operating surplus having been achieved (prior to exceptional items).

The Board approved the Annual Report and Accounts for the Year ended 31 July 2012 and recommended their acceptance by the Annual General Meeting.

11. Strategic Plan 2008-12 and Key Performance Indicators

The Board considered the progress report for 2011/12 on the Strategic Plan and, given that 2011/12 was the final year of the Strategic Plan 2008-12, also considered a summary report which covered the whole four-year period (Paper A12.1). As outlined in the covering paper, the report outlined a number of significant achievements, while also drawing attention to some areas where objectives had not been fully achieved and where further work was therefore being carried out. Among these latter areas was student recruitment from under-represented groups, which remained a Government priority and which had recently generated negative media attention for some other HEIs. As discussed earlier in the meeting (item 5.4 above), Widening Participation (WP) would now form part of HEIs' Outcome Agreements with the Funding Council and the School would continue to place emphasis on its various WP activities and to seek to strengthen articulation with the College sector. It was important that all widening participation activities should be meaningful: for example, the School would seek to recruit additional students from under-represented areas only if it was confident of student retention and academic progression. To enrol students who were unlikely to progress would be both unfair to the students and damaging to the School's excellent retention record.

The Board had also been provided with a summary report on performance in relation to the 12 Key Performance Indicators for 2011/12 (Paper A12.2), which was noted.

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12. Risk Assessment

As held over from the previous meeting, the Director had prepared an updated analysis of three current potential risks, namely the forthcoming referendum on Scottish independence, the policies and procedures presently being pursued by UKBA, and the uncertainty presently associated with the Scottish Funding Council's Outcome Agreements (Paper A13).

The uncertainty surrounding the independence referendum was difficult to address at present beyond continued monitoring of implications, in that this was a risk factor largely outwith the School's control. Universities Scotland had prepared a useful summary of implications for the Scottish HE sector, which was available on the Universities Scotland website. The Director of Development had indicated that, thus far, no negative responses had been signalled by potential donors.

A member asked if the risks notified to the Board's previous meeting in relation to the Garnethill Phase One loan agreement had now been mitigated. The Director of Finance and Resources indicated that the risks identified in relation to the loan agreement were now considerably lower, e.g. it had now been agreed by the lender (Barclays Bank) that advance notice would be provided in the (extremely unlikely) event of a default being called against the School in relation to the loan; this would allow the School the opportunity to seek to ensure that the bank did not call such a default, which would be neither in their nor the School's best interest. It was agreed that the loan agreement should nevertheless be added to the School's Risk Register. (See also item 16 below).

[Action: ESL]

13. Estates Development Update

The Board noted the Estates Development report and appendices (Paper A14). Construction of the new Garnethill Phase One building was progressing well. The principal architect, Steven Holl, had recently visited the site and was pleased with progress. The Estates Committee was closely monitoring both the project timetable and contingency expenditure. The main contractor, Sir Robert McAlpine, remained confident that only the five weeks lost to unforeseen asbestos and piling difficulties could not be recovered. The School, having committed to remain in the decant location at Skypark until the end of Term 1 of academic year 2013-14, was able to retain some flexibility in the plans to fit out and occupy the building by making adjustments to the academic timetable. A decision on that timetable needed to be made no later than March 2013.

With regard to the contingency budget, the School had expended, or expected to expend, a significant proportion of the contingency under its control and was in dialogue with the Funding Council's project monitor for permission to expend, initially, £700k of the £1.2m contingency element which required Funding Council authorisation.

The Estates Committee was also monitoring the final additional works which had arisen towards the end of the Mackintosh Conservation and Access Project. There remained a shortfall in the funds required to repair the Mackintosh Library windows, although this might be met through a surplus in the monies raised towards the sprinkler system for the Mackintosh Building, the cost of which might now be lower than originally anticipated.

14. Minutes of Previous Meeting

The Minutes of the Board meeting held on 11th October 2012 (Paper B1) were approved.

15. Action Points

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

16. Garnethill Phase One Loan Agreement

The Board noted the Minutes of the two meetings of the sub-committee set up at its previous meeting to consider the details of the Garnethill Phase One loan agreement (see also item 12 above).

17. Management Accounts to 31st October 2012

The Board noted the Management Accounts for the period to 31st October 2012 (Paper B4).

18. Health and Safety: Annual Report

The Board noted the Annual Report on Health and Safety (Paper B5)

19. Audit Committee: Annual Report

The Board noted the Annual Report from the Audit Committee (Paper B6)

20. Reports from Academic Council and Board Committees

The Board noted the Minutes of the following meetings:

- Business Committee, 19th November 2012
- Estates Committee, 19th November 2012
- Audit Committee, 16th November 2012
- Museum and Archive Committee, 26th November 2012

21. Report from the Human Resources Committee and Approval of Policies

The Board noted the Minutes of the meeting of the Human Resources Committee held on 14th November 2012 and, as recommended by that committee, approved the following policies:

- Job Grading Review Policy and Procedure
- Grading Appeals Policy and Procedure
- Redundancy Policy and Procedure

22. Dates of Remaining Meetings 2012/13

Monday 18 February 2013 at 1.30 pm

Monday 15 April 2013 at 12.30 pm (please note early starting time)

Tuesday 11 June 2013 at 1.30 pm

23. Annual General Meeting

The meeting of the Board was followed by the Annual General Meeting of Glasgow School of Art, with the same sederunt, at which the Annual Report and Accounts for 2011/12 and re-appointment of the External Auditors (Grant Thornton) for 2012/13 were approved. It was also noted that the School was likely to tender for both external and internal audit services from 2013/14.

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24. Appointment of Director

(Note: the Director, Deputy Director and Director of Finance and Resources left the meeting prior to discussion of this item).

Further to the notification at the previous meeting of the Director's retirement in August 2013, the Chairman gave a progress report on the work of the Search Committee. An executive search firm (Saxton Bampfylde) had been appointed. The post of Director had also been advertised, supported by excellent supporting materials prepared by the Department of Marketing and Communications. The closing date for applications was 21st January 2013, following which the Search Committee and headhunters would proceed to longlisting, shortlisting and final interviews. It was hoped that the appointment would be announced at the end of April 2013. Depending on the period of notice to be worked by the successful candidate, it might be necessary to make interim management arrangements for the period between the departure of the Director and the arrival of her successor.

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