

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

**Minutes:** 15<sup>th</sup> April 2013

<b>Present:</b>	Mr Philip Rodney	Chair
	Ms Kerry Aylin	Support Staff Representative
	Ms Sharon Bamford	
	Ms Alison Lefroy Brooks	
	Mr Douglas Brown	
	Dr Janet Brown	
	Ms Roberta Doyle	
	Mr Bob Downes	
	Professor Linda Drew	Deputy Director
	Dr Simon Groom	
	Mrs Linda McTavish	
	Dr Ken Neil	Academic Council Representative
	Mr Nicholas Oddy	Academic Staff Representative
	Ms Christa Reekie	
	Professor Seona Reid	Director
	Sir Muir Russell	Vice-Chair
	Mr Sam De Santis	President, Students Association
	Professor Alison Yarrington	

<b>Attending:</b>	Mr Simon Fanshawe	Astar-Fanshawe (for item 3)
	Ms Jill Hammond	Head of Student Support (for item 3)
	Mr Eliot Leviten	Director of Finance and Resources
	Mr Scott Parsons	Director of Marketing, Communications and Strategic Planning (for item 11)
	Mr John Martin	Assistant Company Secretary

**1. Apologies for Absence**

Mr Daniel Ibbotson, Mr Douglas Kinnaird, Mr Ken Ross

**2. Declarations of Interest**

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

**3. Diversity and Equality**

The Board welcomed Simon Fanshawe, consultant (Astar-Fanshawe) and Jill Hammond, Head of Student Support, attending in her role as senior staff member responsible for Equity and Diversity development. Mr Fanshawe's company had been engaged by the School to assist in considering compliance with the Equality Act 2010 and its Scottish-specific duties, introduced in May 2012. All public bodies in Scotland were required to publish Equality Outcomes by 30<sup>th</sup> April 2013. A number of events and meetings had been held in the School, including a workshop for Governors in December 2012 and an all-staff event in February 2013, and Mr Fanshawe indicated that the commitment of the School to this process had been extensive and positive.

The above process had led to preparation of seven Equality Outcomes for the School, as contained in Paper A1. An Equality Lead Group, convened by the Director, would now oversee achievement of the Equality Outcomes. It was noted that the Equality Outcomes were primarily inward-looking, although one (Outcome 7) did emphasise the objective of securing increased student recruitment from UK-domiciled black and minority ethnic groups. It was also suggested that there might be more explicit reference within the outcomes to the impact of diversity and equality on the curriculum.

It was noted that the Governors' ultimate responsibility for complying with the legislation should be reflected in future in the remits of the Board and its committees.

Subject to amendments being made in response to Governors' comments, the Board approved the School's Equality Outcomes and the establishment of an Equality Lead Group to develop and implement these outcomes.

#### 4. Report from the Chairman

##### .1 Roberta Doyle

Roberta Doyle had completed the maximum term of office as a Governor and would therefore now be standing down. The Chairman paid tribute to Roberta, who had made a major contribution both to the Board and to GSA Enterprises, and presented her with a gift on behalf of the Board. Roberta recalled a number of the School's achievements during her time as a Governor and thanked the Chairs under whom she had served and the Director and other senior staff with whom she had worked, before extending her best wishes to the School for the future.

##### .2 Nominations Committee

The Nominations Committee had met and made two recommendations:

###### i) Appointment to the Board: Lesley Thomson

Conscious of the gap which would be left by the departure of Roberta Doyle, the Nominations Committee had recommended the appointment of Lesley Thomson, Managing Director of Liddell Thomson. In addition to her skills and experience in media strategy, Lesley Thomson also had extensive connections to the arts and had served on a number of boards and trusts. The Board resolved that Ms Lesley Thomson be appointed as a Governor of the School for an initial three-year term, from June 2013 to May 2016.

###### ii) Re-appointment as Governor: Christa Reekie

On the recommendation of the Committee, the Board resolved that Ms Christa Reekie be reappointed for a further three-year term of office as a Governor of the School.

##### .3 Donation: Fred Shedden

The Board noted with gratitude a gift to the School of shares in the Iomart Group (value approximately £4.6k) from Fred Shedden, former Governor and Vice-Chair.

.4 Institute of Directors (Scotland)

Congratulations were extended to the Director on being named Public Sector Director of the Year by the Institute of Directors (Scotland).

**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

There had still been no formal response to the School's appeal against the decision to withdraw eligibility for Federal Loan support to its US students. The US Consul in Scotland had, by coincidence, recently visited the School and had been made aware of the financial and emotional impact on students of the US Department of Education's decision and the delay in reaching a decision on the appeal.

.2 UK Borders Agency

It had been announced that the UK Borders Agency (UKBA) was to lose its status as a separate agency and its functions absorbed by the Home Office. The functions would also be separated into two distinct areas – an immigration and visa service and an immigration law enforcement function. The present Chief Executive of UKBA had indicated that this change should not impact significantly on the HE sector.

.3 Scottish Code on HE Governance

It was understood that a draft version of the Scottish Code on Good Higher Education Governance, commissioned by the Committee of Scottish Chairs, would be available shortly for consultation.

.4 Scottish Funding Council: Outcome Agreement and Investment Funds

Further to the discussion at the Board's previous meeting, the final version of the Outcome Agreement for 2013-14 had been submitted to the Scottish Funding Council. The School had subsequently received additional funds in support of Research Excellence (£161k in 2013-14 and in 2014-15). An addendum to the Agreement would now be required by the end of May 2013 to reflect this additional grant and it was agreed that the Chair be authorised to approve this addendum on behalf of the Board. (Please note also item 7 below).

.5 Mark Andrews

Mark Andrews, Director of the Pixar film Brave, was spending two weeks at the School, taking part in a full programme of workshops, lectures and other events.

.6 Higher Education Statistics Agency (HESA)

HESA had recently released some important performance indicators for 2011/12. The School continued to perform strongly in student retention (second among Scottish HEIs and fifteenth in the UK) and in the proportion of students in receipt of Disabled Student's Allowance (first in Scotland and fourth in the UK). GSA's percentage of students from state schools and colleges had increased, the School now outperforming the Scottish sector and just short of the UK sector average. The School continued to struggle, however, in its efforts to improve student recruitment

from socio-economic groups 4 – 7, from which the School's proportion of students was significantly lower than the Scottish and UK averages. It was noted that this measure was no longer being used by SFC as a key performance indicator for widening participation, having been replaced by the Scottish Index of Multiple Deprivation.

.7 Drawing Exhibition

The Fleming Collection gallery in London would host an exhibition of work by GSA staff and students in September 2013. Led by Professor Roger Wilson (Head of the School of Fine Art), the exhibition would focus on drawing. The Development Department would arrange a series of events to coincide with this prestigious exhibition.

.8 Research and Knowledge Exchange

Following the increase in the School's Research Excellence Grant, a number of research appointments had been made. The appointments were aligned with strategic areas of research and would strengthen the School's submission to the forthcoming Research Excellence Framework.

.9 Scottish Funding Council (SFC) Innovation Centres

Final funding details would be announced shortly for the SFC-funded Institute for Digital Health, in which the School of Design was a major partner. The School was also involved in discussions on possible involvement in four further bids for SFC Innovation Centres.

.10 Digital Design Studio

The First Minister would be launching the NHS-funded Head and Neck Anatomy project at DDS later in April 2013. Discussions with potential funders for future DDS projects were continuing, including a final presentation to the *(name withheld from website version of minutes for reasons of commercial confidentiality)* in mid-April 2013.

.11 Alumni Successes

Lu SiSi, a 2011 graduate in Communication Design, had won a £30k Sky Arts Ignition bursary, one of five recipients from a field of 800. Craig Kirk and Rory McIntyre, graduates from the DDS course in Sound for the Moving Image, had been nominated for BAFTA New Talent Awards.

**6. Report from the Students' Association**

The President of the Students' Association introduced his report to the Board (Paper A7). Implementation of the Association's constitutional changes was continuing and an application to the Office of the Scottish Charity Regulator (OSCR) had been submitted. It was envisaged that the Association's new company board would meet monthly in the first instance before moving to a bi-monthly pattern.

The Association's review of its student representation structure was complete and would be submitted to the School's Undergraduate and Postgraduate Committee for discussion. The Association was also maintaining its efforts to ensure an improved response rate in the National Student Survey.

## 7. Scottish Funding Council

### .1 Grant Funding 2013/14

The Board noted a paper from the Director of Finance and Resources, outlining the final details of the School's funding from the Scottish Funding Council for 2013/14 (Paper A8). In addition to the funds received directly from the Council, the figures presented also assumed that the number of RUK students (previously funded by the Council, but henceforth to come direct from students) would remain at least at their current level, which appeared a safe assumption in the light of healthy RUK applications.

### .2 Outcome Agreement 2013/14

Further to the discussion at its previous meeting, the Board noted the final version of the School's Outcome Agreement for 2013/14 (Paper B1).

## 8. Estates Development Update

The Board noted the Estates Development report and appendices (Paper A11).

### .1 Garnethill Phase One Development

Construction work was continuing to progress well. The present projected delay in completion was 4.5 weeks (in addition to the 5 weeks delay already accepted contractually). While the contractor still stated they would retrieve this lost time, the School's revised timetable for occupation of the new building could absorb a delay of up to 9 weeks in total beyond the contractual completion date.

The Funding Council had confirmed the release of £700k from that part of the project contingency budget under its control (£1.2m). The Business Committee had agreed that the School could, if necessary, commit the remaining £500k, given that it was highly likely that the Council would ultimately approve such expenditure and given that the School had sufficient reserves to bear the cost should the Council not give approval.

### .2 Mackintosh Conservation and Access Project (MCAP)

Remedial work on the Mackintosh Library windows would begin immediately after Degree Show 2013. There remained a small funding gap, but this could be met from the School's own resources if additional external funding was not forthcoming. A contractor had been appointed for installation of the fire mist suppression system in the Mackintosh Building. A draft Conservation Plan for the Mackintosh Building had been prepared by Page and Park and was now being costed.

## 9. SPSO Complaints Handling Procedure

The Scottish Public Services Ombudsman (SPSO) had introduced a model Complaints Handling Procedure, adoption of which was compulsory for all HE and FE institutions. Institutions therefore had to adapt their mechanisms for handling complaints to be consistent with the SPSO model, and were required to confirm compliance and implementation by August 2013. A revised Complaints Handling Procedure (Paper B2) for the School had been prepared in the light of the SPSO model and had been approved by the Executive Group and Academic Council. As was indicated in the procedure, 'complaints' in the context of this procedure were distinct from both academic appeals and Freedom of Information Requests, for which separate procedures were in place.

Having noted the requirement to comply with the SPSO model, the Board approved the School's revised Complaints Handling Procedure.

#### **10. Risk Assessment**

The Board noted an analysis by the Director (Paper A10) of three further potential risks from the 2012/13 Risk Register:

- Failure to increase the number of High Quality Research Outputs;
- Failure to produce a robust and compelling REF submission;
- Insufficient IT strategy, infrastructure and staff development.

The paper outlined the steps being taken to mitigate these risks. It was suggested that future versions of the Risk Register might place specific emphasis on the risks associated with the use of social media.

#### **11. GSA Strategic Plan and Risk Register 2013/14**

The Board welcomed Scott Parsons, Director of Marketing, Communications and Strategic Planning, who introduced the proposed Operational Plan for 2013/14, which was the second annual plan from the first GSA Milestone Plan 2012/15. The Operational Plan had been developed by the Senior Planning Group and, following its approval, departments would be asked to prepare corresponding plans at local level. Central and local plans would, in turn, inform the Annual Budget for 2013/14, which would be presented to the Business Committee in May 2013 and the Board in June 2013.

The Operational Plan was accompanied by the proposed Risk Register for 2013/14. There had been no major environmental changes which needed to be reflected in the Risk Register, although it was suggested that, along with the previously-discussed issue of risk associated with social media (see 10. above), there might be reference in the Register to the present debate on the Scottish Government's Post-16 Education (Scotland) Bill. The Board was reassured that any risk of inadequate progress in the implementation of GSA priority plans would be detected by the Executive Group's six-monthly strategic reviews, allied to scrutiny of local risk registers. A further suggestion was that the Risk Register might in future include assessment of risk both before and after mitigation actions had taken place, in order to provide assessment of the remaining risk and of the effectiveness of the mitigating actions being taken.

Subject to the above comments and suggestions, the Board approved the Operational Plan and Risk Register for 2013/14.

#### **12. Minutes of Previous Meeting**

The Minutes of the Board meeting held on 18<sup>th</sup> February 2013 (Paper B3) were approved.

#### **13. Action Points**

The Board noted its list of Action Points (Paper B4)

#### **14. Management Accounts to 28<sup>th</sup> February 2013**

The Board noted the Management Accounts for the period to 28<sup>th</sup> February 2013 (Paper B5).

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## 15. Reports from Academic Council and Board Committees

The Board noted the Minutes of the following meetings:

- Academic Council, 13<sup>th</sup> March 2013
- Audit Committee, 15<sup>th</sup> March 2013
- Business Committee, 20<sup>th</sup> March 2013
- Estates Committee, 20<sup>th</sup> March 2013
- Museum and Archive Committee, 25<sup>th</sup> March 2013
- Investment Committee, 15<sup>th</sup> March 2013

## 16. Report from the Human Resources Committee

The Board noted the report from the meeting of the HR Committee held on 6<sup>th</sup> March 2013 and resolved that the School's Disability Leave Policy and Procedure and Subscriptions and Professional Fees Policy both be approved with immediate effect.

## 17. Appointment of Director

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

Further to the report provided to the previous meeting, the Chairman reported that a final shortlist of six candidates for the Directorship had been identified. The candidates would meet selected groups of staff and students on 25<sup>th</sup>/26<sup>th</sup> April, prior to final interviews on 29<sup>th</sup> April. The Chair would also meet the candidates prior to the final interviews, and had discussed the shortlist in confidence with the Principal of the University of Glasgow. It was proposed that, following the selection of the preferred candidate, a recommended appointment be sent to all Board members, with 48 hours to be allowed for any comments. Assuming that no significant adverse comments were received, the appointment of the School's next Director would then be confirmed. The Board agreed this approach.

## 18. Appointment of Chair of the Board of Governors

As previously discussed by the Board, Alison Lefroy Brooks (Vice-Chair) would oversee the search for the Board's next Chair. She would shortly discuss the role of Chair with the present Chair, and would then form a small group to oversee the appointment process. Consultation with all Governors would be part of that process. As in the past, the post would be advertised.

## 19. Date of Next Meeting

Tuesday 11<sup>th</sup> June 2013 at 1.30 pm