

**NOTES OF MEETING OF THE BOARD OF MANAGEMENT HELD AT 4.30 PM ON  
13 DECEMBER 2017, THE BOARDROOM, LANGSIDE CAMPUS**

David Newall	Chair
Jon Vincent	Principal
Sandra Heidinger	Vice Chair (Until the end of Agenda Item 17.95)
Graeme Whiteford	Board Member
Gordon McGuinness	Board Member
Carolyn Davidson	Board Member
Fiona Godsman	Board Member
Mary Docherty	Board Member
Karolina Gasiorowska	Board Member
David Perez	Board Member
David Watt	Board Member

**IN ATTENDANCE:**

Brian Hughes	VP Curriculum and External Relations
Janet Thomson	VP Resources and College Development
Tracy Elliott	AP Finance and Infrastructure
Gill Ritchie	HMI, Education Scotland (for Agenda Item 17.89 only)
Gillian Murray	Clerk to the Board (Minute Taker)

**APOLOGIES:**

Clare Walker	Board Member
Stephen Henson	Board Member
Keith Rosser	Board Member
Robert Fraser	Board Member
Scott Cooley	Board Member

**17.85 WELCOME AND APOLOGIES**

The Chair welcomed everyone to the meeting. Apologies were noted from R Fraser, S Cooley, S Henson, K Rosser and C Walker.

**17.86 DECLARATIONS OF INTEREST**

F Godsman declared an interest in Agenda Item 17.107, being a trustee of the Glasgow Clyde Education Foundation. There were no other declarations of interest.

**17.87 DETERMINATION OF OTHER BUSINESS**

There were no other items of business.

**17.88 MINUTES OF THE BOARD MEETING ON 27 OCTOBER 2017**

The Minutes were approved as a true record of the meeting.

**17.89 MATTERS ARISING: ACTION GRID**

All updates on the Matters Arising Action Grid were noted. J Thomson advised that the action relating to 17.72 was addressed by item 17.97 on the Agenda. In relation to action 17.78, J Thomson advised that this had been addressed. G Murray circulated notes of the Open Forum discussion at the Board Development Event (action 17.80). B Hughes advised that he would report to a future meeting on action 17.81.

J Vincent provided an update on the SFC Strategic Dialogue event which was referred to in the Minute of the meeting of 27 October 2017. The event will take place on 20<sup>th</sup> March 2018 and may require some board member involvement. The three topics for discussion will be Governance and Financial Health, Community Learning and A Mentally Healthy College.

*G Ritchie joined the meeting.*

The Board had discussed and approved the College's Evaluative Report and Enhancement Plan at its October meeting. Gill Ritchie, HMI, Education Scotland was invited to provide a verbal update on Education Scotland's review of the Report and Plan. G Ritchie outlined the process which had been followed, including the endorsement meeting, where Education Scotland had confirmed their agreement with the contents of the Report and Plan. G Ritchie commended the College for the quality of its submission and for the evidence it provided of a strong commitment to continuous improvement of teaching. G Ritchie outlined the next stages in terms of publication of the Report and Implementation of the Plan. She advised the Board that the Plan would be a rolling Plan with not all actions being implemented within the first year.

The Board discussed the update on the Evaluative Report and Enhancement Plan and acknowledged the excellent work of E Brownlie and his team in progressing this work and preparing the Report. In response to a suggestion from a Board Member, J Vincent agreed to consider the Communication Strategy following publication of the Report.

JV

The Chair thanked G Ritchie for attending the meeting and providing an update on the process.

*G Ritchie left the meeting.*

## 17.90 **MINUTES FROM COMMITTEE MEETINGS**

### **17.90i Learning & Teaching 08.11.17**

G McGuinness provided an overview of the recent work of the Committee. The Board noted the Minute of the Learning & Teaching Committee Meeting of 08.11.17.

### **17.90ii Organisational Development 15.11.17**

S Heidinger provided an overview of the recent work of the Organisational Development Committee. S Heidinger informed the Board that the Staff Engagement Survey was being finalised and would go live in the New Year. The Board noted the Minute of the Organisational Development Committee Meeting of 15.11.17.

**17.90iii Audit 22.11.17**

D Watt provided an overview of the recent work of the Audit Committee. The Board noted the Minute of the Audit Committee Meeting of 22.11.17.

**17.90iv Finance & Resources 29.11.17**

In the absence of R Fraser, D Newall provided an overview of the recent work of the Finance & Resources Committee. He drew attention to the Committee's request that an updated Estates strategy document be prepared, to be considered at a future meeting of the Board alongside the Capital Masterplan. The Board noted the Minute of the Finance & Resources Committee Meeting of 29.11.17.

JT

**17.91 CHAIR'S REPORT**

The Chair provided a verbal update on the recent board member recruitment. The Board noted that the outcome of that recruitment exercise would be known following the GCRB Board Meeting on Monday 18<sup>th</sup> December. The Chair referred to G Murray's Governance Update (Agenda Item 17.105) and outlined the need to continue recruitment. The Board agreed to instruct the Nominations Committee to take forward recruitment following their first meeting in the New Year.

Nomis  
Com.

The Chair reflected on the success of the Board Development Event in October and the Board agreed to hold a similar event at the same time next year.

Chair/  
Clerk

The Chair invited the Board to consider the action points arising from the Open Forum session at the Board Development Event (circulated by G Murray under Matters Arising). The Board discussed the action points and agreed that items 1 and 2 were addressed by Agenda Item 17.100 – KPIs. Item 3 was endorsed, with the Board inviting the Senior Management Team to bring a paper to the March meeting discussing the importance and quality of the service provided by the Scottish Qualifications Authority. The Board agreed that steps were in hand to address Item 4, regarding issues affecting students and staff. In relation to item 5, the Board agreed to invite D McDougall to a future Board meeting to discuss Commercial Activity.

JV

DMcD

The Chair informed the Board that G Murray was stopping for Maternity Leave on 14 December and, following a successful

recruitment exercise, her maternity cover, Glenn Heritage, would be starting on 9<sup>th</sup> January 2018.

#### 17.92 **PRINCIPAL'S REPORT**

The Chair informed the Committee that he had invited the Principal to provide verbal updates to the Board rather than written reports. This was to ensure that the information was the most up to date.

The Principal informed the Board that the first meeting of the Staff Voice would be taking place on 14<sup>th</sup> December. An update was given on the Regional Outcome Agreement process with the Board noting the deadline for the submission of the final ROA as 30<sup>th</sup> April 2018. The Principal also provided an update on the Scottish Government Draft Budget which would be presented to Parliament on 14 December. The Board received an update on National Bargaining, noting that the Unions would be balloting their members in respect of the terms and conditions of service that had been negotiated nationally. In addition, the Board noted the position in relation to the job matching exercise for Existing Promoted Lecturing Posts, noting that the College has not reached agreement with the Unions on the grading and that the matter had been referred to an independent resolutions procedure through Colleges Scotland.

The Principal outlined various events which had taken place within the College or involving students or staff of the College. One Board Member advised that she had attended the recent College Theatre performance and commended the Staff and Students for their hard work in putting together an excellent performance.

In response to a query from a Board Member, the Principal acknowledged the extra cost pressures which would be placed on the College as a result of the recent Living Wage Accreditation.

The Chair thanked the Principal for his update.

#### 17.93 **STUDENT PRESIDENT'S REPORT**

The Student President had circulated a written report which was issued to Board Members along with the rest of the Board Papers and Agenda. K Gasiorowska took the Board through her Report.

The Board discussed the update, in particular the feedback received from the Class Representative Meetings. It was noted that students had raised a range of issues at these meetings

that GCCSA would draw to the attention of relevant staff in the College.

The Chair thanked K Gasiorowska for her update.

17.94 **2016-17 FINANCIAL STATEMENTS FOR THE TWELVE MONTH PERIOD ENDING 31 JULY 2017**

T Elliott was invited to speak to the Paper issued with the Agenda.

T Elliott took the Board through the paper, explaining that the Report had already been discussed in depth by the Audit Committee and the Finance & Resources Committee. T Elliott explained that the External Audit had been completed and that the College had received a clean, unqualified Audit Report. T Elliott highlighted that the underlying operating position for the year was in line with budget as shown in the paper. The outcome was a balanced operating position.

T Elliott tabled a few substitute pages which had been changed as a result of updated information on staff numbers.

The Board discussed the Financial Statements and a couple of requests were made for minor changes to the wording of certain parts of the Financial Statements.

JT/TE

The Chair thanked T Elliott for her update and thanked staff for the close management of resources which had resulted in a balanced operating position.

The Board approved the Glasgow Clyde College Financial Statements for the twelve month period ending 31 July 2017 and invited the Chair and the Principal to sign off the Financial Statements.

17.95 **2016-17 ANNUAL AUDIT REPORT FROM THE EXTERNAL AUDITOR AND LETTER OF REPRESENTATION**

D Newall advised that he had spoken to the External Auditors in advance of the meeting. They had advised that they would not be attending the meeting as they would generally only attend by exception. In this instance, they had nothing further to report to the Board.

The Board noted that the report contained an unqualified audit opinion, and also positive key messages regarding: Financial Sustainability; Financial management; Governance and Transparency; and Value for money. The Board agreed that a minor change should be made to the wording of the report and it was agreed that management would ask the External

JT

Auditors to make this change prior to submission to the Scottish Funding Council.

The Board discussed the Report and the Letter of Representation. The Board approved the Letter of Representation.

17.96 **ANNUAL REPORT FROM THE AUDIT COMMITTEE TO THE BOARD OF MANAGEMENT**

The Chair invited D Watt, Chair of the Audit Committee, to speak to the Report issued with the Agenda.

D Watt took the Board through the Report. The Board were satisfied with the Report and thanked the Committee and College Management for their work over the year.

The Board approved the Report for onward submission to the SFC.

17.97 **ESSENTIAL ESTATES IMPROVEMENT WORKS INCLUDING CAPITAL MASTERPLAN UPDATE**

J Thomson was invited to speak to the Report issued with the Agenda.

J Thomson took the Board through the Report highlighting the two essential estates improvement works being the Anniesland Fire Integrity Works and the Cladding at the Mary Stuart Building.

The Board discussed the Essential Improvement Works and agreed that the works should be carried out as soon as possible whilst noting the financial risks in doing so. The Board agreed to communicate by email should financial commitments require to be made in relation to these issues before the next meeting of the Board of Management.

In response to a query from a Board Member, J Thomson confirmed that the correct procurement rules had been followed in the instruction of lawyers to take forward the legal action.

In response to a query from a Board Member, J Vincent assured the Board that the fire evacuation procedures were up to date and reflected the recent findings. A recent fire evacuation at Anniesland had seen the full building evacuated within 5 minutes.

J Thomson took the Board through the Capital Masterplan highlighting the changes which were as a result of the two aforementioned essential works. The Board were invited to approve the updated Capital Masterplan.

The Student President requested that additional student space at Anniesland be put on the College' Capital Plan for the future. J Thomson agreed that this would be discussed at a future meeting at which K Gasiorowska would be present.

JT/KG

Having discussed the Essential Improvement Works the Board approved the updated Capital Masterplan.

17.98 **COLLEGE STRATEGIC RISK REGISTER**

J Thomson was invited to speak to the Report issued with the Agenda.

J Thomson took the Board through the Risk Register highlighting the key changes.

The Board discussed the Risk Register, considering in particular the Financial Risks and the possibility of them moving away from 'red' in light of the positive financial statements. Having discussed this, the Board agreed that, particularly in view of uncertainties regarding future years' funding, the risk should remain as 'red'. The Board also discussed whether or not the potential salary increases as a result of the job matching exercise for promoted posts should appear on the risk register. It was agreed that this should not be put on the Register.

The Board noted the update on the Risk Register.

17.99 **INTERNAL AUDIT REPORT ON CORPORATE GOVERNANCE**

In the absence of the Internal Auditors, J Thomson and D Watt were invited to speak to the Report issued with the Agenda. The conclusion of the report was that the College's corporate governance arrangements were satisfactory. The report contained seven recommendations with a view to complying more fully with the Code of Good Governance for Scotland's Colleges.

D Newall invited the Board to agree who should be responsible for taking forward each of the Recommendations. It was agreed that responsibility should be allocated as follows.

1. KPIs – The Board
2. Board Recruitment – Nominations Committee
3. Quality of the Student Experience - David Marshall and the GCCSA
4. Accountability – Clerk
5. Audit Committee Terms of Reference – Audit Committee
6. Remuneration Training – Remuneration Committee
7. Effectiveness - Chair

The Board noted the Report.

**17.100 KEY PERFORMANCE INDICATORS**

The Chair spoke to the Report issued with the Agenda.

The Board discussed the KPIs and their alignment with the College Development Plan. J Vincent informed the Board that he did not want to replace the existing College Development Plan at this stage but thought it would benefit from a refresh, including setting targets for the years ahead.

The Board also discussed the need to consider the Quality of Assessment in any discussion on the Quality of Learning & Teaching. In response to a suggestion from a board member, J Vincent agreed to bring a data set to the next meeting which would show what evidence is available to assess the quality of Learning & Teaching. JV

The Board agreed to the KPIs as outlined in the Report and invited the Committees to take forward the arrangements and monitoring of the KPIs falling within their area (as set out in the Report).

The Board agreed that at its next Development Event in October 2018 it should include a session on Performance Measurements with each Committee being required to prepare a report.

The Board agreed to discuss the four themes outlined in the report at future board meetings, starting with a discussion on the Quality of Learning, Teaching & Assessment at its March Board meeting.

**17.101 GCCSA – PRE-ELECTION REPORT**

The Chair invited the Board to discuss the Report issued with the Agenda.

The Board noted some inconsistency throughout the Report as to how voting was actually carried out (online or by paper vote). The Board asked that this be considered and consistency applied throughout the report. It was agreed that this Report need not come to the Board on an annual basis and that, instead, the Clerk should liaise with D Marshall going forward to ensure there is a satisfactory electoral process in place and it is being followed. The Board agreed that the outcome of the Election should still be reported to the Board. Clerk/DM

**17.102 RISK APPETITE**



J Thomson was invited to speak to the Report issued with the Agenda.

J Thomson took the Board through the Report outlining the rationale for the change in risk appetite under each section.

The Board discussed the Risk Appetite. The Board agreed that the overall Risk Appetite should be changed to Open. However, it agreed that the Risk Appetite relating to Compliance/Legal/Regulatory should remain at Cautious.

**17.103 FINANCIAL REPORT TO OCTOBER 2017 AND FORECAST OUTTURN TO JULY 2018**

The Board noted the Report, and that the College's income and expenditure to date were in line with budget.

**17.104 CREDITS PROJECTION 2017/18 AND FINAL AUDITED CREDITS 2016/17**

The Board noted that the Credits Delivery for 2016/17 had been 1.2% above target and that the Credits Projection for 2017/18 is currently 1.0% above target. The Board noted the Report.

**17.105 GOVERNANCE UPDATE**

The Board agreed that the Nominations Committee should review its remit and report to a future meeting of the Board. The Board noted the Report.

**17.106 REPORT ON FREEDOM OF INFORMATION REQUESTS 2016/17**

The Board noted the Report.

**17.107 GLASGOW CLYDE EDUCATION FOUNDATION UPDATE**

The Board noted the Report.

**17.108 PREPARATIONS FOR GDPR**

The Board noted the Report and that a further Report would be brought to the next Meeting. It was clear that additional resource would be required to ensure compliance with GDPR. JT

**17.109 PREPARATION FOR CYBER RESILIENCE STRATEGY FOR SCOTLAND PUBLIC SECTOR ACTION PLAN**

The Board noted the Report.

**17.110 STAFF GOVERNANCE STANDARD**

The Board noted the Report.

**17.111 EQUALITIES IMPACT ASSESSMENT ON DECISIONS MADE**

No decisions were taken that would have an equalities impact.

**17.112 REVIEW OF PAPERS (INCLUDING DISCLOSABLE STATUS)**

The status of Agenda Items 17.101 and 17.108 should be changed to disclosable. All other items remain as per the Reports.

**17.113 ANY OTHER BUSINESS**

No other business

**DATE OF NEXT MEETING**

The next meeting will be held on Wednesday 15 March 2018, Seminar Room 2, The Business Centre, Cardonald Campus