

NOTES OF THE MEETING OF THE BOARD OF MANAGEMENT HELD ON 13 DECEMBER 2023 AT 4.30pm.

The meeting was held at Langside Campus.

PRESENT:

David Newall	Chair
Fergus Brown	Board Member (via teams)
Paula Dixon	Board Member
Sandra Heidinger	Board Member
Andrew Jack	Board Member
Rena McAdam	Board Member
Runa McNamara	Board Member
Ros Micklem	Board Member
Alan O'Donnell	Board Member
Lindsey Paterson	Board Member
Michael Payne	Board Member
Stuart Porteous	Board Member
Kathleen Sweeney	Board Member (via teams from 5pm)
Margaret Swiderska	Board Member
Martina Tuskova	Board Member
Jon Vincent	Board Member
David Watt	Board Member (from 5:30 onwards)

IN ATTENDANCE:

Tracy Elliott	Interim Vice Principal, Resources & College Development (via teams)
John Rafferty	Deputy and Vice Principal, Curriculum and Quality Enhancement
Lorraine McGaw	Assistant Principal, Human Resources (items 23.68 and 23.71 only)
David Marshall	Assistant Principal, Student Experience (item 23.68 only)
Kirsty Mavor	Clerk to the Board (Minute Taker)

23.60 WELCOME AND APOLOGIES

The Chair welcomed everyone and apologies were noted from M McKenna. P Dixon was joining her first Board meeting and a particular welcome was extended to her.

23.61 DECLARATIONS OF INTEREST

No declarations of interest were received. For the sake of transparency, D Watt advised the Clerk that he is a member of the Advisory Audit Board at the Ethical Standards Commission (relevant to paragraph 3.3, item 23.85).

23.62 DETERMINATION OF OTHER BUSINESS

There was no other business intimated.

23.63 MINUTES OF PREVIOUS MEETING: 11 OCTOBER 2023

The minutes were approved as an accurate record of the October meeting.

23.64 MATTER ARISING: ACTION GRID

The Board noted that all of the actions were either complete or on the Agenda.

ITEMS FOR DISCUSSION/APPROVAL

23.65 ANNUAL REPORT BY AUDIT COMMITTEE TO BOARD OF MANAGEMENT

This item was discussed under item 23.78. D Watt provided an overview of the Audit Committee's Annual Report to the Board. The report summarises the business covered by the Audit Committee from 1 August 2022 up until the most recent Audit Committee meeting (22 November 2023).

The Board noted that the Internal Auditors' opinion (Henderson Loggie) was that the College has adequate and effective arrangements for risk management, control and governance and that proper arrangements are in place to promote and secure value for money. The overall conclusion from the External Auditors (Audit Scotland) was an unqualified opinion on the financial statements, on the regularity of expenditure and income and other requirements.

D Watt drew the Board's attention to the valuation for the College's share of the assets and liabilities in Strathclyde Pension Fund and the approach taken to remove the restatement adjustment for 2021/22. The Audit Committee reached this view that the criteria for an adjustment had not been met.

It was noted that T Elliott will be making a slight change to the section of the report in relation to the risk register to ensure consistency with the updated risk register.

The Board thanked D Watt and the Audit Committee for the Report which was noted. It was further noted that a copy of the Report will be sent to GCRB and the Scottish Funding Council along with the final financial statements. The Board also thanked T Elliott and the finance team for all their work.

23.66 ANNUAL REPORT AND FINANCIAL STATEMENT FOR Y/E 31 JULY 2023

J Vincent provided an overview of the Performance Report contained within the Annual Report. This was the first full year when everybody was back on campus but other challenges arose during the year such as RAAC and the concerns with the windows at Anniesland campus. The College also continues to face financial challenges. Despite this J Vincent was pleased to confirm a very positive report from Education Scotland after their annual visit.

Regarding the performance indicators targets, these were set in 2019 when the College was on an upward trajectory in relation to performance. This was impacted by Covid and, while the position has improved, the same performance levels have not yet been reached. There has been an increase in absence due to sickness but J Vincent assured the Board that the Organisational Development Committee was monitoring this closely. The Board noted the section on climate change and requested that a report be provided to the Board at the next meeting.

KM/TE

T Elliott spoke to the financial statements for the year to 31 July 2023, with the Board being asked to approve the final version of the Annual Report and Financial Statements.

The Board noted that, for the period from August 2022 to July 2023, the College is reporting a deficit of £964k. There was an unrealised surplus of £5,108k on Revaluation of Land and Buildings. In addition, the Board noted that there was an asset impairment of £4,394k recognised in the financial statements in respect of the Anniesland campus windows and the RAAC identified at Cardonald Campus. Actuarial losses on defined benefit pension plans for the period were £16,419k therefore the total comprehensive income for the period is reported as negative £16,669k. After adjusting for non-cash items outwith the control of the College, such as pensions and net depreciation, the adjusting operating position for 2022/23 is a deficit of £496k. This is an improved position to the forecast deficit of £1,830k at August 2023 due to some significant favourable movements.

The Board discussed the pension position and whether there was any direct impact on the College. Strathclyde Pension Fund has formally confirmed that the College's employer contributions will be reduced in future years but the position regarding teaching staff's pension fund is more uncertain. It was agreed that the Board would benefit from a paper on the pension position and associated risks at a future meeting.

KM/TE

Subject to some minor adjustments, many of which had been provided to T Elliott prior to the meeting, the Board approved all of the sections of the Annual Report and Financial Statements for 2022/23. The Board thanked T Elliott and the rest of the team for their continued great work.

23.67 2022-23 ANNUAL AUDIT REPORT FROM THE EXTERNAL AUDITOR AND LETTER OF REPRESENTATION

T Elliott spoke to the Annual Audit Report, which was the first one prepared by Audit Scotland, the external auditors. It was noted that it contained an unqualified audit opinion on the 2022/23 financial statements, an unqualified opinion on regularity and an unqualified opinion on other prescribed matters.

The Board discussed the distinction between reporting on the College as a going concern, which is in the short term, and reporting on the College's overall financial sustainability. It noted that financial sustainability remains a concern for the College, the overall College sector and the public sector in general.

It was noted that paragraph 44 of the Report focused narrowly on one aspect of the employment tribunal case even though the College provided full details of what the case involved. It was agreed that a copy of this section of the minute should be shared with Audit Scotland to highlight this.

TE

Subject to an amendment being made to clarify there were no uncorrected misstatements, the Board agreed that the Principal should sign the letter of representation on its behalf and noted that the Annual Audit Report is submitted to the Auditor General for Scotland for publication.

23.68 EQUALITY, DIVERSITY AND INCLUSION

D Marshall and L McGaw joined the meeting and gave a presentation on the strengths, weaknesses, opportunities and threats in relation to the College's approach to EDI. One concern that the Board and the College would like to address is that the profile of the College's staff does not reflect the diversity of the student population or the communities that the campuses are based in.

Small group discussion was set up to discuss two main areas (i) how can the College secure a more diverse workforce that is better representative of the local community and (ii) how can the College best develop and promote an inclusive curriculum for learners?

Each group reported back and the ideas provided will be passed on to the respective areas for steps to be taken. The Board was assured that both Organisational Development Committee and Learning and Teaching Committee will continue to monitor progression in relation to EDI closely.

23.69 CREDITS PROJECTION

J Rafferty spoke to this paper and advised that the current forecast is a best-case credit position of +2.8% and worst-case position of +2.5%. Of the credits accrued 94.3% are currently 'safe' as they have passed the census date. The FA (Foundation Apprenticeship) credit position, being at 33.7% of target, is of concern but is being discussed at a regional level. However, SFC has confirmed that FA credits are now funded from the global core credit pot.

The Board was pleased to note that early withdrawal levels were at the lowest they had been for five years and withdrawal due to course related reasons is lower than previous years.

J Rafferty confirmed that the risk of failing to meet this year's credit target is extremely low and, if anything, there is a risk of over-delivery which has cost implications. There is no indication of the credit targets for 2024/25 but scenario planning has been taking place to identify any possible portfolio reductions if the credit target is reduced. This is necessary because the College's website will open for 2024/25 applications in less than two months.

The Board thanked J Rafferty for the positive report.

23.70 COST REDUCTION UPDATE

J Vincent provided a verbal update on the steps that have been taken by the College to reduce costs. The third phase of the VS Scheme remains open and overall, there have been 74 exits over the last year through VS. Utilisation of teaching staff remains a priority and, where appropriate, teaching staff have been redeployed. This has resulted in a favourable shift with commercial work being delivered mainly by permanent rather than temporary staff. Regarding support staff, various areas have been restructured to find a way of reducing costs including a restructure of SLT.

S Heidinger confirmed that, acting on delegated authority from the Board, the Remuneration Committee had met on 15 November 2023 to discuss the position. J Rafferty, L McGaw, T Elliott and J Vincent provided an update on key areas and it was agreed that the following steps should be taken i) further updates to be provided to Finance and Resources Committee by the end

of this calendar year (2) scenario planning should take place as to how a balanced budget would be achieved if there is a flat cash settlement and a three year unfunded pay award (3) Remuneration Committee will meet again in Spring 2024 unless there is a need to meet earlier.

The Chair thanked both J Vincent and S Heidinger for the update and agreed with the approach suggested by Remuneration Committee.

23.71 UPDATE ON NATIONAL PAY NEGOTIATIONS

The Chair introduced this agenda item and confirmed that at a recent Remuneration Committee meeting concern was raised about the time being taken in relation to national pay negotiations and the financial challenges College staff may be facing. Neither Remuneration Committee or the Board wished to interfere in the national pay negotiations but there was a view that the College had a responsibility to try and assist employees, where possible.

L McGaw presented her papers setting out three options: -

- (1) Make advance payments to staff – it was noted that this involved risk and would be contrary to legal advice.
- (2) Write to College Employers Scotland expressing the Board's concern with the delay in reaching a national pay award, and the long period during which staff have received no pay uplift.
- (3) Delay action and await further information from national bargaining.

The Board noted that one of the Unions had requested a similar approach to (1) above and it was agreed that a letter should be sent to College Employers Scotland expressing both concern about the financial challenges facing College staff and support of the recent request by Unite for an approach that would allow a pay increase to be made at an early stage.

JV/LM

Standing Items

23.72 STUDENT PRESIDENT'S REPORT

M Tuskova provided an update on the work GCCSA has been involved in since the last Board meeting. Events have taken place across all three campuses for Halloween and Christmas. Support was also provided to the Careers Team with hosting three Higher Education events in October. GCCSA continues to obtain feedback from students from all areas and, for the first time, GCCSA has been working closely with the Schools Liaison Department.

Details were provided of upcoming events and steps being taken to plan for 2023/25 events.

The Board thanked M Tuskova for the helpful update and asked her to pass on thanks to GCCSA for all the work undertaken.

23.73 PRINCIPAL'S REPORT

J Vincent presented his report updating the Board on developments since the October meeting and highlighting the following: -

- The progress that has been made on the Anniesland windows project which has been partially funded by a grant from SFC.
- Steps being taken to recruit a Chief Operating Officer.
- Details of the current restructure of SLT and the shift from 4 faculties to 3. It was agreed that J Vincent will check the timings of this update against the consultation process and will also provide a diagram setting out the proposed new structure.

JV

The Board thanked the Principal for his update which was noted.

23.74 CHAIR'S REPORT

The Chair updated the Board on the following: -

- The extension of term of the Chair of GCRB and the steps GCRB are taking to recruit a new Chair for Glasgow Clyde.
- Nominations Committee will be meeting early in the New Year to progress the recruitment of a further two Board members in 2024. The Chair encouraged current Board members to share both the Chair and other Board member adverts, once published, with their own network.
- Acknowledged the assistance of GCEF with the College's financial sustainability while recognising that the College remains committed to delivering on the learning spaces project which has been deferred.

Committee Meetings

23.75 NOMINATIONS COMMITTEE – 8 NOVEMBER 2023

The Board noted the draft minute and the update provided on recruitment during the Chair's report. S Heidinger confirmed that she chaired the meeting in D Newall's absence and there was a full discussion about the upcoming Chair recruitment. Nominations Committee will meet again in January to discuss the way forward for recruiting the non-Chair Board member positions.

KM

23.76 REMUNERATION COMMITTEE- 15 NOVEMBER 2023

The Board noted the draft minute and further details of the meeting had been discussed under item 23.70.

23.77 LEARNING AND TEACHING COMMITTEE – 15 NOVEMBER 2023

The Board noted the draft minute.

23.78 AUDIT COMMITTEE – 22 NOVEMBER 2023

D Watt presented the Audit Committee's Annual Report to the Board and confirmed that both GCRB and SFC are provided with a copy of the report. The remainder of the draft minutes were noted by the Board.

23.79 FINANCE AND RESOURCES COMMITTEE – 29 NOVEMBER 2023

The Board noted the draft minute.

ITEMS FOR NOTING/FORMAL APPROVAL

23.80 2023/24 FINANCIAL POSITION – FINANCIAL REPORT TO OCTOBER AND FORECAST OUTTURN

The Board noted the financial report to October and that the 2023/24 forecast outturn position has improved against the budgeted position.

23.81 ESTATES, CAPITAL EXPENDITURE AND MASTERPLAN UPDATE

The Board noted the two major projects for 2023/24 relating to Anniesland windows and RAAC at Cardonald campus and further that the learning spaces project has been deferred. The Board approved the updated capital masterplan.

23.82 MODERN SLAVERY STATEMENT

The Board noted the statement which had been approved by the Chair on behalf of the Board.

23.83 STRATEGIC RISK REGISTER UPDATE

The Board noted the updated risk register which invited further discussion on the additional risks identified at the October Board meeting. This discussion will take place at a future Audit Committee meeting with an update being provided to the Board.

KM

23.84 GLASGOW CLYDE EDUCATION FOUNDATION UPDATE

J Vincent provided a verbal update and referred to the Chair confirming in his report that funding to assist with the College's sustainability has been formally approved by GCEF. J Vincent acknowledged that the College was grateful for GCEF's assistance with this, the Delta project and the College's commercial work. Although the start of the learning spaces project has been deferred, the College remains committed to delivering on this.

23.85 GOVERNANCE UPDATE

K Mavor asked the Board to approve the changes to Committee membership with P Dixon joining Learning and Teaching Committee. The Board approved the Committee membership

and also approved the changes required to the Articles of Association to enable two Trade Union nominated members to join the Board in late January 2024.

K Mavor also asked each Board member to pay particular attention to the guidance produced by the Standards Commission which sets out what is expected of individual Board members when considering whether they may have a conflict of interest.

23.86 ANY OTHER BUSINESS

There was no other business.

DATE OF NEXT MEETINGS

20 March 2024 – Board meeting