

At Glasgow and via MS Teams of the Royal Conservatoire of Scotland on Friday 25 June 2021 at 10:00am being a meeting of the Board of Governors

PRESENT

Dr Jo Buckley (JB)	Ed Monaghan (EM)
Andrew Butcher (AB)	Professor Mark O'Thomas (MOT)
John Craig (JC) (President SU)	Professor Nacim Pak-Shiraz (NPS)
Professor Stuart Cross (SC)	Agnes Robson (AR)
Dr Lois Fitch (LF) (Assistant Principal)	Philip Rodney (PR)
Dr David Hare (DH)	Professor Matthew Rooke (MR)
Susan Lee Kidd (SLK)	Caroline Roxburgh (CR)
Professor Donald MacRae (DM)	Professor Jeffrey Sharkey (PJS) (Principal)
Sharon Mair (SM)	Dr John Taylor (JT)
Carol Main (CM)	
Professor Dorothy Miell (DXM) <i>until 11.15am</i>	

IN ATTENDANCE

Janette Harkess (JH)	(Director of External Relations)
Jackie Russell (JR)	(Director of Human Resources)
Alan Smith (AS)	(Director of Finance and Estates and Acting Secretary)
Professor Stephen Broad (SB)	(Director of Research and Knowledge Exchange)
Helen McVey (HM)	(Director of Business Development and Interim Director of Drama, Dance, Production and Film)
Dr Gordon Munro (GM)	(Director of Music)

IN THE CHAIR Nick Kuenssberg (NK)

1. WELCOME AND APOLOGIES FOR ABSENCE

The Chair opened the meeting by welcoming new Governors Jo Buckley, David Hare, Mark O'Thomas, Nacim Pak-Shiraz, Matthew Rooke and John Taylor to their first meeting of the Board.

Apologies were noted from Morag Campbell, Zweyla Mitchell Dos Santos and Jean Sangster.

The Chairman was pleased to record that the Conservatoire had been ranked #1 for arts, drama and music education in the UK Complete University Guide 2022 and had also won the Herald Scotland Award for supporting student well-being which was particularly pleasing given the increased importance of this issue during the pandemic.

2. DECLARATIONS OF INTEREST

There were no new declarations of interest reported.

3. CONFIRMATION OF THE MINUTE OF THE MEETING OF THE BOARD OF GOVERNORS HELD ON 23 APRIL 2021

The following appointment approvals should have been noted in the minute:

- Dorothy Miell - Vice-Chair
- Agnes Robson - Senior Independent Governor
- Stuart Cross – Nominations Committee
- Morag Campbell – Board Champion for equality, diversity and inclusion
- Andrew Butcher Convenor of the Finance and General Purposes Committee with effect

from 9 December 2021.

Subject to this amendment the minute of the previous meeting **was approved** as an accurate record.

All actions agreed at the last meeting had been actioned or were in hand.

4. MATTERS ARISING FROM THE MINUTE NOT ELSEWHERE ON THE AGENDA

There were no other matters arising not elsewhere on the agenda.

5. REPORT FROM THE PRINCIPAL

The report from the Principal was received and noted. The Principal highlighted:

- Staff meetings had been held virtually with over 100 in attendance. The Principal had used the opportunity to thank colleagues for their efforts and spirit of co-operation recognising that delivering blended learning is complex and requires extra effort.
- CUK had reported a drop in Juniors applications across the board which was a concern (although RCS had so far not seen such decline) – possibly a combination of the impact of the pandemic on pre-HE learning opportunities and the STEM focus of policy announcements.
- Learnings from the pandemic would be taken into the planning thinking and we would use opportunity of recruitment of several senior posts to align with the renewed strategic direction
- The 175th Anniversary coincides with the BBC's centenary and planning is underway for an event at the Fruitmarket themed on RCS's founding principles with Matthew Sharp in a co-ordinating role.
- Although the First Minister had announced the Scottish Government's intention to dispense with physical distancing from 9 August, there would still be constraints on activities due to remaining mitigating requirements. The Academic Continuity Group (ACG) is planning a cautious approach to the start of the new academic session to increase the level of certainty and continuity of provision. It was very much hoped that we could start to look forward to the return of live audiences.

The Vice Principal highlighted:

- Academic achievements over the year had exceeded expectations. RCS had had more in-person activity, proportionately, than any other Scottish HEI and it had been delivered safely.
- Use of the 175th Anniversary as a platform for the next curriculum review which will be structured more as an artistic process which also engages the students rather than a bureaucratic exercise.
- The huge amount of work that had gone into the REF submission.
- The RCS response to the SFC Review: Coherence and Sustainability: A Review of Tertiary Education and Research was included in the papers. The Phase 3 report would be published at the end of June. The headlines were: a more individualised accountability framework, more regionalised collaboration in delivery and in estate development, civic engagement and recovery and re-building post-Covid. A single quality system for HE and FE was also proposed which would increase pressure for joint provision which was a cause for concern for the sector.

It was recognised that it would be important to gain a thorough understanding of the SFC Review and identify the immediate priorities for RCS within the recommendations.

The Chairman referred to the marketing and communications section and noted the significant

benefits achieved in terms of increased reach and visibility of RCS.

6. REPORT FROM THE STUDENTS' UNION

The President of the Students' Union report was received and noted and he highlighted that:

- the pandemic had had a significant impact on the student body. The Home from Home Team had evolved into a much more important support mechanism than that originally envisaged and the SU had provided much practical support in addition to campaigning for additional SFC funding for students and social activities
- Freshers calendar of events, despite the pandemic, grew in size and scale into a free 3-week festival of events;
- the SU tackled major issues in January when the second lockdown was announced – providing daily updates for students, facilitating meetings and support for students impacted by COVID and providing positive student outcomes most notably the successful collegiate work to find solutions for our MMus Opera students;
- the Students' Union new ETCH festival highlighting climate change and sustainability goals has now launched. It will provide a mix of live and recorded performances which will be showcased during COP26 in Glasgow;
- the Anti-Racist Action Plan has been a focus for students and SU this year and thanks were due to the many staff members who have taken part in this large and difficult project and supported students to feed in and feedback.
- it would be a challenge to reconnect the student body with the campus next session;
- the SU is looking to open up some activity for Freshers Week 2021 in the building and it will follow a blended model as restrictions allow.

The Board congratulated Mr Craig on the pivotal role he had played during this most challenging of years both internally and as an advocate for RCS and thanked him for the role the SU had played in terms of practical support for the student body and for working in such a collegiate manner with the institution.

The importance of keeping multiple channels of communication open with the students at all times was noted as critical.

7. REPORT FROM THE ACADEMIC BOARD

The summary report of the meetings of 5 May and 16 June 2021 was received and noted.

8. REPORT FROM THE FINANCE AND GENERAL PURPOSES COMMITTEE

8.1 Summary report of the meetings held on 7 May and 11 June 2021

The summary report of the meetings held on 7 May and 11 June 2021 was received and noted. DM noted that Cyber Training completion rates were still low at 63% overall and the Committee continued to push for the rate to improve. A cyber workshop for senior management had been attended by several governors and DM reported that they had been reassured by the quality of the defences in place with further planned improvements imminent.

8.2 Provisional Budget 2021-22

The budget for 2021-22 was received and it was noted that, as with the current year, it was provisional at this stage as a number of material uncertainties remained which would become clearer by matriculation in September.

The provisional budget showed a deficit of £2.3M. The pandemic still has a large bearing on the

income and expenditure budgets for the year. Provision has been made for savings, some of which have already been identified through the cessation of the Scottish Drama Training Network. The pension service charge comprises £1.8M of the deficit and so there is only a modest reduction forecast in cash balances after capital equipment budgets have been factored in.

The Board **approved** the provisional budget.

8.3 Management Accounts to 30 April 2021

The management accounts as at 30 April 2021 were received and noted. DM reported that the latest forecast outturn was a deficit of £1.1M compared with a budget deficit of £2M. Additional in-year SFC grant support has been the main contributor to the improved forecast. The majority of the student drop out contingency remains and there will be positive cash generation for the year. A meeting will be held with the actuary shortly to review the range of assumptions for the year end actuarial report.

8.4 SFC forecast return

The Board received the financial forecast return which is required annually by SFC and noted that it for one year fewer than usual covering only the designated 'emergency years' up to 2022-23.

DM reported that the forecasts had been prepared in a time of unprecedented uncertainty. The key assumption for 2022-23 was that the disruption from the pandemic would have subsided. There was however still a substantial forecast loss for that year. Such losses were sustainable in the short term but not in the longer term and work is continuing on the transformation plan while also making the case for more grant support. Pension charges are volatile and the assumption in the forecasts is that these charges will rise year on year. The F&GP Committee is currently reviewing pension provision with the support of David Hare and/or John Taylor and is also formulating a cash management policy to provide a framework to make efficient use of surplus cash within the context of the challenging operating environment.

The Board **approved** the financial forecast return for submission to SFC.

9. REPORT FROM THE AUDIT AND RISK COMMITTEE

The summary report from the meeting of 11 June 2021 was received and noted.

CR drew attention to the situation regarding the piano leases. The latest information was that former directors of the company had submitted a bid to take over the assets and continue to run the business on a similar basis. There could be commercial consequences for RCS down the line in relation to the level of lease charges and it was noted that the budget and forecasts made some provision in this respect.

The Risk Event Action Plan had been introduced as a means of taking an integrated approach to managing the impacts of the pandemic across the institution.

ARC had reviewed the risk appetite descriptors for each of the main corporate risk areas and with some minor amendments was content that they were a fair reflection of the institution's current appetites.

An internal audit review of complaints handling had been undertaken. Action of several of the recommendations would fall to the new Heads of AAS and HR and so the Committee would follow these up in due course.

10. REPORT FROM THE HEALTH, SAFETY AND WELLBEING COMMITTEE

The summary report from the meeting of 9 June 2021 was received and noted.

CM encouraged all new Governors to undertake a health and safety tour of the Conservatoire

whenever this became possible. Dealing with Covid continued to dominate the agenda both in terms of the maintenance of a safe physical environment and the consideration of the provision of appropriate mental health support for students and staff.

11. REPORT FROM THE FAIR ACCESS COMMITTEE

The summary report from the meeting of 19 May 2021 was received and noted.

It was reported that the funding for Transitions and Focus West widening access programmes had been renewed at the existing level.

12. REPORT FROM THE DEVELOPMENT AND FUNDRAISING COMMITTEE

The summary report from the meeting held on 9 June 2021 was received and noted.

PR reported that the recommendations of the MORE report were in the process of being implemented. A specialist recruitment firm had been appointed to assist with identifying potential candidates as Strategic Director of Fundraising with the aim to appoint in September and the Committee was working to develop a set of reporting metrics.

The Committee was also aiming to work more closely with the International Advisory Board and would have a joint session annually. It was also hoped to make more impactful inroads in the capital and a number of meetings were forthcoming. Edinburgh-based Governors offered support when the time was right.

13. RESEARCH EXCELLENCE FRAMEWORK 2021

A post-submission review undertaken by the Director of Research and Knowledge Exchange was received.

SB reported that the 2021 submission was much larger than the 2014 one as all staff contracted to undertake research now had to be submitted. A SWOT analysis of the submission was presented together with a forecast of the possible outturn. The review concluded that the approach to the REF submission was effective with areas for improvement identified.

The Board congratulated SB and colleagues on their open reflection on the process, noted that HEIs with further developed research would recognise the development needs and endorsed the importance of starting now to prepare for the next cycle.

SB then reported that there was a currently a gap in innovation support for creative industries i.e. no innovation hub or innovation vouchers and that RCS was looking to establish such a hub. There was expertise in the team in the area of change in the performing arts environment and pilot projects using learnings from Covid were planned.

14. JACKIE RUSSELL

Jackie Russell would retire at the end of July after 16 years of service to RCS. The Chairman thanked Jackie for all the work she has done to professionalise the HR function and on behalf of the Board of Governors wished her well in her retirement.

15. DONALD MACRAE

The Chairman reported that he had written to Donald MacRae on behalf of and with the support of the Board to offer him a Fellowship of the Conservatoire and Mr MacRae had accepted. The Fellowship would be conferred at the graduation ceremony in October.

16. DATES OF FUTURE MEETINGS

Board of Governors

AY 2021/22:

29 October 2021

8 December 2021 (10.45am)

28 January 2022

22 April 2022

24 June 2022

AGM

Wednesday 8 December 2021

Graduations

Thursday 1 July 2021 online

Thursday 21 October 2021 (note changed date)

Thursday 7 July 2022

There being no further business the Chairman closed the meeting.

ACTIONS ARISING FROM THE BOARD OF GOVERNORS' MEETING OF 25 JUNE 2021

Item No.	Person(s)	Action	By/when
5	CSMT	Prepare response to SFC Review of Coherence and Sustainability identifying priority areas for RCS	October 2021
7	DFE	Submit Financial Forecast Return to SFC	30 June 2021