

**At Glasgow and within the Board
Room of the Royal Conservatoire
of Scotland on Friday 30 June 2017
at 10.00am**

**Being a meeting of the Board of
Governors**

PRESENT

Mrs Fiona Ballantyne	Ms Sharon Mair
Professor Norman Gillies	Mr Mark Paris (by telephone)
Mrs Catherine Jackson	Mrs Agnes Robson
Ms Tari Lang	Professor Jeffrey Sharkey
Dr Shonaig Macpherson	Professor Norman Sharp
Mr Donald MacRae	Ms Maria Taylor
Ms Carol Main	

IN ATTENDANCE

Mr Ewan Hainey
Mrs Janette Harkess
Mr Hugh Hodgart
Dr Gordon Munro
Mrs Jackie Russell
Mr Alan Smith

IN THE CHAIR Mr John Hylands

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Professor Kuenssberg, Dr Bissell, Ms Chen, Mr Leishman, Dr Lorne Gillies, Sir Jonathan Mills, Mr Monaghan, Mr Reid, Ms Sangster, Mr Stringer and Ms Toomey.

In Professor Kuenssberg's absence, Mr Hylands, Vice Chair, assumed the Chair.

2. CONFIRMATION OF THE MINUTE OF THE MEETING HELD ON 28 APRIL 2017

The minute of the previous meeting was approved as an accurate record.

3. MATTERS ARISING NOT ELSEWHERE ON THE AGENDA

There were no matters arising from the minute not elsewhere on the agenda.

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

It was noted that the Conservatoire would be hosting a cultural convention at the National Gallery during the Edinburgh Festivals, to which Governors would be invited.

4. REPORT FROM THE PRINCIPAL

The Principal's report was received.

The Principal reported on the outcome of his very recent meeting with the Deputy First Minister and the Cabinet Secretary for Culture, Tourism and External Affairs. That meeting had been positive in tone, and dialogue would be continued through engagement with Scottish Government officials.

It was agreed that the Conservatoire should also establish a dialogue with the Scotland Office.

Having very recently taken over as the Chair of the CUK's Juniors' Forum, the Principal reported that the Conservatoire's efforts to integrate all forms of pre-HE activity with degree level activity were sector leading.

Governors recorded their congratulations to Catriona Morison, a graduate of the Conservatoire, who had very recently won the accolade of Cardiff Singer of the Year. Two other Conservatoire graduates had also featured in the final stages of the competition.

5. REPORT FROM THE STUDENTS' UNION

The President's report was received. In his absence, Governors congratulated Mr Stringer on his re-election as President.

The President's report referred to proposed changes to the constitution of the Students' Union, which would be circulated to Governors for approval when available.

6. RECOMMENDATIONS ARISING FROM THE BOARD'S AWAY-DAYS

The Senior Management Team's response to recommendations arising from the Board's most recent away-days was received.

It was agreed that that response should be developed to indicate priority attached to each recommendation, further indicating whether the recommendation was considered to be strategic or operational; timescales for action and responsible/accountable staff member. Governors noted that recommendations in respect of mental health would be given particular attention during the Senior Management Team's summer planning days.

The Principal would discuss potential offered through working with the BBC in the development of partnerships with Ms Mair.

The timing and structure of the Board's next away-days would be given further consideration by the Chairman. Governors' wish to maintain that event on an annual basis was noted.

7. HIGHER EDUCATION GOVERNANCE (SCOTLAND) ACT 2016

A draft letter to the Deputy First Minister seeking an exemption for the Conservatoire from the Higher Education Governance (Scotland) Act 2016 was received. **It was agreed** that further consideration needed to be given to the timing of such a request, and to the arguments made in support of it.

The Chairman would be requested to convene the short-life working group set up to consider the Conservatoire's approach to the Act, which would subsequently recommend a way forward to the Board.

8. REVIEW OF THE SCOTTISH CODE OF GOOD HIGHER EDUCATION GOVERNANCE

A comparison of the draft of a revised Scottish Code of Good Higher Education Governance with the current Code, together with an assessment of where the Conservatoire currently stood in terms of compliance with the draft Code was received.

The Board's submission to the consultation exercise about the draft Code **was approved**, subject to minor amendment and subsequent final approval by the Vice Chair and Dr Macpherson.

9. REPORT FROM THE ACADEMIC BOARD

A report from the meeting of the Academic Board of 21 June 2017 was received.

9.1 Guardian League Tables

A short-life working group had been set up to consider the Conservatoire's ranking in the 2017 Guardian League Tables. The scope of that work would include an assessment of the effectiveness of the Conservatoire's response to the NSS. A report would be made to the next meeting of the Board.

9.2 Code of Procedure for Appeals to the Academic Board Appeal Committee and the Governors Appeal Panel

A revised Code of Procedure for Appeals **was approved**, subject to the inclusion of a clause requiring a Convenor of a Board of Examiners to report a multiple error made by the Board of Examiners to the Convenor of the Academic Board. It was noted that the formal code would be accompanied by an abridged and accessible description of its key elements and a flowchart.

9.3 Evaluation of the Undergraduate Review Process

An evaluation of the current undergraduate review process by Dr Francis Quinault, the external appointed by Academic Board to undertake that exercise, was received. Dr Quinault's report confirmed that the review process was progressing satisfactorily.

9.4 SFC Outcome Agreement: 2016/17

Satisfactory progress in respect of the Conservatoire's 2016/17 Outcome Agreement was noted.

10. REPORT FROM THE FAIR ACCESS COMMITTEE

A report from the Fair Access Committee's meeting of 12 May 2017 was received. Governors noted that this new committee would add value to the Conservatoire's efforts to promote fair access.

11. REPORT FROM THE FINANCE AND GENERAL PURPOSES COMMITTEE

Reports from the meetings of the Finance and General Purposes Committee of 12 May and 21 June 2017 were received.

11.1 Strategic Plan Forecast 2016/17 to 2019/20

The Strategic Plan Forecast 2016/17 to 2019/20 was **approved** for submission to the Scottish Funding Council, subject to the correction of minor typographical errors.

11.2 Budget 2017/18

The budget for 2017/18 **was approved**.

The importance of achieving forecast student numbers was emphasised,

and Governors noted with approval current efforts in respect of student recruitment. A student number schedule for the next five years would be submitted to the Board at its next meeting.

It was noted that income generated (or anticipated to be generated) through the efforts of the International Advisory Board did not appear in the forecast budget.

11.3 Management Accounts

Management accounts as at April 2017 were noted.

12. REPORT FROM THE AUDIT COMMITTEE

12.1 A report from the Audit Committee's meeting of 9 June 2017 was received.

Governors noted that a new committee would be set up to oversee IT throughout the Conservatoire, and that a back-up server was being installed at Wallace Studios.

12.2 Strategic Risk Register

The Strategic Risk Register was noted.

13. REPORT FROM THE HEALTH, SAFETY AND WELLBEING COMMITTEE

A report from the Health, Safety and Wellbeing Committee's meeting of 7 June 2017 was received.

The positive impact of the recently appointed Health, Safety and Wellbeing Manager was noted.

The report from the recent, and very productive, mental health symposium that had been organised and led by the Conservatoire would be circulated to Governors.

Staff were requested to confirm arrangements for the assessment of external venues and outreach centres from a health and safety perspective.

14. REPORT FROM THE BUILDINGS COMMITTEE

A report from the Building Committee's meeting of 7 June 2017 was received.

It was agreed that Governors should be circulated with the recently commissioned Fire Risk Assessment and associated action plan no later than 31 July 2017. The scope of that assessment should be extended to include student residencies, external venues and outreach centres (Item 13 above also refers).

15. REPORT FROM THE INTERNATIONAL ADVISORY BOARD

A report on the work of the International Advisory Board was received.

In respect of the agreement with Mulhenberg College, it was noted that Mr Paris's wife was a Trustee of that College.

Progress in respect of engagement with the Edinburgh Festivals was noted, as were initiatives to raise the profile of the Conservatoire in London.

A progress report would be made to the next meeting of the Board in respect of financial protocols for the IAB (and the receipt of donations more generally).

16. REPORT FROM THE NOMINATIONS COMMITTEE

16.1 A report from the Nominations Committee's meeting of 12 May 2017 was received.

It was agreed that the Nominations Committee should consider nominations received for the award of Fellowship, and subsequently make recommendations to the Board. The Secretary would draft an appropriate process. The Board **also agreed** that the award of Companion Emeritus should no longer be conferred.

The Vice Chair reminded Governors that they should pass any nominations for the award of Fellowship to be conferred in October 2017 to the Secretary.

On the recommendation of the Nominations Committee, the following **was agreed** in respect of Board and committee membership:

- John Hylands was re-appointed as a Governor for a third and final term i.e. from 28/11/17 to 28/10/20. **It was also agreed** that Mr Hylands should be re-appointed as Vice Chair and as Senior Independent Governor.
- Carol Main should be re-appointed as a Governor for a second term i.e. from 26/04/17 to 26/04/20.
- Anne Lorne Gillies should be appointed to the Fair Access Committee.
- Sharon Mair should be appointed to the Buildings Committee.
- Maria Taylor should demit from the Audit Committee, maintain her membership of the Finance and General Purposes Committee and join the Fair Access Committee.

- Coleen Toomey should be appointed to the International Advisory Board.
- Norman Sharp's final period of appointment should be extended by one year i.e. to 29/10/19.

The Nomination Committee's recommendation that the Board continue with its policy of not publishing the attendance record of Governors **was approved**. However, attendance records would be maintained and kept under review by the Nominations Committee. In taking that decision, the Board was aware of the requirements of the Scottish Code of Good Higher Education Governance and was content to adopt a 'comply or explain' approach.

17. DATE OF THE NEXT MEETING

The next meeting would take place on Friday 27 October 2017 at 10.00 am.

18. ANY OTHER COMPETENT BUSINESS

There was no other competent business.

ACTIONS ARISING FROM THE BOARD OF GOVERNORS' MEETING OF 30 JUNE 2017

Item No.	Person(s)	Action	By/when
4	Principal	Establish a dialogue with the Scotland Office.	Beginning now.
5	President of SU	Pass proposed amendments to the SU constitution to the Secretary for circulation to Governors.	Now.
6	Principal	Develop the CSMT's response to away-day recommendations to indicate priority attached to each recommendation, further indicating whether considered strategic or operational, timescales for action and responsible/accountable staff member.	To report to the Board's next meeting.
6	Principal	Ensure that recommendations in respect of mental health would be given particular attention during the Senior Management Team's summer planning days	In the course of CSMT planning days.
6	Principal	Discuss the potential offered through working with the BBC in the development of partnerships with Ms Mair.	When mutually convenient.
6	Chairman	Consider the timing and structure of the Board's next away-days, noting Governors' wish to maintain that event on an annual basis.	To report to the Board's next meeting.
7	Chairman/Secretary	Convene the short-life working group set up to consider the Conservatoire's approach to the HE Governance Act to recommend a way forward to the Board.	To report to the Board's next meeting.
8	Secretary	Submit approved response to the Scottish Code of Good HE Governance.	Immediately (subject to final approval by Vice Chair and Dr Macpherson).
9.2	Secretary	Include a clause requiring a Convenor of a Board of	Immediately.

		Examiners to report a multiple error made by the Board of Examiners to the Convenor of the Academic Board in the otherwise approved Code of Appeal.	
11.1	Director of Finance and Estates	Submit the Strategic Plan Forecast 2016/17 to 2019/20 to the Scottish Funding Council, subject to the correction of minor typographical errors	Immediately.
11.2	Principal	Submit a student number schedule for the next five years to the next meeting of the Board.	To report to the Board's next meeting.
13	Director of HR	Circulate the report from the recent mental health that had been led by the Conservatoire to Governors.	Immediately.
13/14	Director of HR/ Director of Finance and Estates	Confirm arrangements for the assessment of external venues and outreach centres from a health and safety perspective. Circulate the recently commissioned Fire Risk Assessment and associated action plan to Governors no later than July 31 2017. The scope of that assessment should be extended to include student residencies, external venues and outreach centres.	By 31 July 2017.
15	Director of Finance and Estates	Develop financial protocols for the IAB and for the receipt of donations more generally.	To report to the Board's next meeting.
16	All Governors	Pass any nominations for the award of Fellowship to be conferred in October 2017 to the Secretary.	Immediately.