

**In the Board Room of the Royal  
Conservatoire of Scotland on Friday 26  
April 2024 at 10:00am being a meeting  
of the Board of Governors**

**PRESENT**

Jo Buckley (JB)  
Andrew Butcher (AB)  
Ruth Calder (RC)  
Morag Campbell (MC)  
Stuart Cross (SC)  
William English (WE)  
Ken Fairbrother (KF) (SUP)  
Dr Lois Fitch (LF) (Dep Principal)  
Dr David Hare (DH)  
Elizabeth Jenkinson (EJ)

Dr Robert Laidlow (RL)  
Xander Lee (XL)  
Sharon Mair (SM) *via Teams*  
Philip Rodney (PR)  
Prof Matthew Rooke (MR)  
Caroline Roxburgh (CR)  
Prof Jeffrey Sharkey (PJS) (Principal)  
Ulysse Tonnele-Verjus (UTV)

**IN ATTENDANCE**

Prof Stephen Broad (SB)  
Lydia Demaison (LD)  
Prof Vicky Gunn (VG)  
Janette Harkess (JXH)  
Helen McVey (HM)  
Prof Aaron Shorr (AS)  
Dr Marc Silberschatz (MS)  
Alan Smith (AS) (DFE)

(Director RKE)  
(Director of Human Resources)  
(Academic Registrar/ Board Secretary)  
(Director of External Relations)  
(Director of Business Development)  
(Director of Music)  
(Director of DDPF)  
(Director of Finance and Estates)

**IN THE CHAIR**

Prof Dorothy Miell (DM) (Chair)

<b>1.</b>	<p><b>Welcome, Introductions, Apologies for absence and Declarations of Interest</b> The Chair welcomed everyone both attending in person and online. Apologies were recorded from Prof Nacim Pak-Shiraz, Jean Sangster, John Taylor, and Ed Monaghan.</p> <p>There were three new declarations of interest submitted:</p> <ul style="list-style-type: none"> <li>- Morag Campbell – NYCOS Interim Chief Executive</li> <li>- Philip Rodney – Commission on Future of Glasgow sponsored by the Labour Party</li> <li>- Lois Fitch - VP Royal Music Association</li> </ul>
<b>2.</b>	<p><b>Confirmation of the minutes of the meeting of the Board of Governors held on 26 January 2024</b> The minutes of the previous meeting were <b>APPROVED</b> as an accurate record.</p>
<b>3.</b>	<p><b>Actions Log and Matters Arising not elsewhere on the agenda</b> The Board reviewed the rolling action plan, recognising that the circulated version had not been updated.</p>
<b>4.</b>	<p><b>Chair's Update</b> The Chair noted:</p> <ul style="list-style-type: none"> <li>- The success of yesterday's Strategy Day and the useful discussions and positive tone of the day.</li> <li>- The need to progress developing the case for expansion into 55 Renfrew Street following yesterday's outline agreement at the Strategy Day. To achieve this the Infrastructure</li> </ul>

	<p>Committee on Friday 3 May 2024 was directed to agree a budget to cover the preparatory stages required prior to a formal commitment to progress with 55; to map out the timetable and steps needed. The Convenor of F&amp;GP agreed to be in attendance at that Infrastructure Meeting to support the discussions.</p> <p><b>ACTION:</b> Infrastructure Committee to report back to June Board regarding the project plan.</p>
5.	<p><b>Discussion Topic: The Digital in the Performing Arts:</b> <i>substitution, enhancement, incorporation</i></p> <p>Governor Rob Laidlow introduced and led the discussion on the topic of digital in the performing arts, the key points of which covered:</p> <ul style="list-style-type: none"> <li>- Importance of developing Conservatoire experienced leadership in technological innovation in performing arts. The establishment of Prism (RNCM) was used as to demonstrate one approach [<a href="https://www.rncm.ac.uk/research/research-activity/research-centres-rncm/prism/">https://www.rncm.ac.uk/research/research-activity/research-centres-rncm/prism/</a>] emphasising that opportunities for RCS were clear</li> <li>- Influence of technologies being translated from video gaming into arts virtual production technology</li> <li>- AI is both a disruptive and a creative force for the performing arts</li> <li>- The interface between AI and practice-based research is lively and necessary at the moment with funding body interest and entrepreneurial spin offs growing</li> <li>- Need for Conservatoire-sized institutions to identify resources through opportunistic/vested interest partnerships (whilst navigating reputational and creative ecosystem concerns)</li> <li>- Recognise potential for increasing accessibility (practical and equalities) of music production [<a href="https://drakemusicscotland.org/">https://drakemusicscotland.org/</a>]</li> <li>- Policy demands are increasing</li> <li>- The complexities of managing copyright in a world of ubiquitous streaming are profound</li> <li>- Equipping students to function in emerging digital/AI contexts is a pedagogical issue as well as a research and an infrastructure one</li> <li>- Articulating the evolving nature of performing arts technologies in the past (eg microphones) to demystify the potential of new technologies and also make explicit the influence of artistic innovation in pushing the creation of new technologies</li> <li>- Reflecting on possible approaches in the light of reviewing RCS digital strategy activity</li> </ul>
6.	<p><b>Report from CSMT</b></p> <p>The CMST report was received and noted. The Principal expressed his thanks to CSMT colleagues for their contributions to the report and drew the Board's attention particularly to RCS's full engagement in the elevation of Glasgow City as well as building relationships in Edinburgh.</p>
7.	<p><b>Strategic Plan</b> <b>KPI Summary Dashboard</b></p> <p>The Board received and noted formal receipt of the summary dashboard presented at the Strategy Board meeting held the previous day, where ways of developing it further were discussed.</p>
8.	<p><b>Student Recruitment</b></p> <p>The Board received and noted formal receipt of the paper presented at the previous day's Strategy Board event which summarised the institutional in-cycle higher education student recruitment progress against student recruitment targets from the Strategic Plan.</p>
9.	<p><b>Report from the Students' Union</b></p> <p>The report from the Students' Union was received and noted. The SUP highlighted in particular the outcome of the SU Elections for its officers in academic session 2024-25:</p> <ul style="list-style-type: none"> <li>- Ulysse Tonnelé-Verjus was elected unopposed as the new President</li> <li>- Dale Thrupp was elected as the new Vice President</li> </ul>

	The SU President requested that the SU June report be a two year overview to reflect his period in office. This was agreed.
<b>10.</b>	<p><b>Approval requests:</b></p> <p><b>10.1 From the Audit and Risk Committee</b>  The Board received and considered the Committee's recommendation to appoint internal and external auditors to commence in financial year ending 31 July 2025. Following review of the incumbent external and internal auditors, AAB was identified as a possible alternative to CT as our external auditors whereas Azets were deemed the preferred option for internal auditing.</p> <p>Board <b>APPROVED</b>:</p> <ul style="list-style-type: none"> <li>the appointment of AAB as external auditor, subject to satisfactory performance, for an initial three-year period commencing in 2024-25.</li> <li>the re-appointment of Azets as internal auditor, subject to satisfactory performance, for an initial three-year period commencing in 2024-25.</li> </ul> <p>It was noted that Azets have been providing a degree of assurance regarding data security, but RCS needs to remain vigilant that this continues.</p> <p><b>10.2 From the Remuneration Committee</b>  The Board received and considered the Committee's request for approval of operational updates to the Policy and Procedure for Determining Senior Salaries. This reviewed policy reflects requirements of 2022 revised <u>Scottish Code of Good Higher Education Governance</u> and thereby provide increased clarity over decision-making processes and authorities.</p> <p>The Board <b>APPROVED</b> the reviewed policy and asked for the relevant TOR to be updated.</p> <p><b>ACTION:</b>  Secretary to update the Remuneration Committee TOR in light of the new policy.</p>
<b>11.</b>	<p><b>Report from the Finance and General Purposes Committee</b></p> <p><b>11.1 Summary report of the meeting held on 15 March 2024</b>  The summary report of the meeting held on 15 March 2024 was received.</p> <p><b>11.2 Management Accounts</b>  The management accounts to end January 2024 were received.</p> <p><b>11.3 CiAnywhere Status Report</b>  The Board received and noted challenges to progress to date. Board were reassured regarding possible contingencies whilst recognising the risks in skill-set capacity related to a specific area of data migration. The proposal of a review of a difference of opinion between the project manager and project team regarding potential schedule changing needs, and possible impact on and management of the project go-live date was also noted. Board asked that they be kept abreast of any further delays or risks that emerged from the current situation.</p> <p><b>11.4 SFC Financial Forecast Update Return 2023-24</b>  The Board received and noted an update to the SFC Financial Forecast Return for 2023-24. Reconciliation of cash forecasting was queried and the query resolved.</p>
<b>12.</b>	<p><b>Report from the Audit and Risk Committee</b></p> <p><b>12.1 Summary report of the meeting of 15 March 2024</b>  The summary report of the meeting held on 15 March was received and noted.</p> <p><b>12.2 Strategic Risk Register</b>  The Strategic Risk Register was received and noted.</p>

13.	<b>Report from the Academic Board</b> <b>13.1 Summary report of the meeting of 6 March 2024</b> The Board received and noted the summary report of the meeting held on 6 March 2024.
14.	<b>Report from the Infrastructure Committee</b> <b>14.1 Summary report of the meeting of 15 March 2024</b> The summary report of the meeting held on 15 March 2024 was received and noted.  <b>14.2 Solar PV Project</b> The Director of Finance and Estates provided an oral update on progression of the project and associated lead times.
15.	<b>Report from the People and Culture Committee</b> The Board received and noted the Committee's summary report of the meeting held on 10 April 2024. The committee's convenor highlighted: <ul style="list-style-type: none"> <li>- the progression of the workload planning and allocation model;</li> <li>- the staff survey launch on 1 May 2024 (survey closes 20 May; reporting to P&amp;CC at beginning of June);</li> <li>- the launch of the student-led teaching awards (received 51 nominations to date);</li> <li>- a well received research policy presentation by the DRKE.</li> </ul>
16.	<b>Report from the Fundraising Committee</b> The summary report of the meeting held on 5 March 2024 was received and noted. The committee convenor noted that a consistent method of reporting numbers between Fundraising and F&GP had been agreed.
17.	<b>Report from the Nominations Committee</b> <ul style="list-style-type: none"> <li>• <b>Extension of current terms of office</b>  The Board supported the Committee's recommendation and <b>APPROVED</b> the nomination of Jo Buckley, David Hare, Nacim Pak-Shiraz, Matthew Rooke and John Taylor for a second term of office.</li> <li>• <b>Revisions to Committee memberships</b>  The Committee's recommendations on memberships changes were <b>APPROVED</b> as follows: <ul style="list-style-type: none"> <li>- Robert Laidlow to become a member of the Infrastructure Committee</li> <li>- Andy Outram to become a co-opted member of the Infrastructure Committee for a period of three years</li> <li>- John Taylor to be retired from Fundraising Committee</li> </ul> </li> <li>• <b>Fair Access Committee</b>  The Board <b>APPROVED</b> the recommendation to wind down this committee in order to align with internal changes in the Executive structure of the RCS regarding Fair Access.</li> </ul>
18.	<b>Report from the Convenors' Group</b> The summary report of the meeting held on 9 April 2024 was received and noted.
19.	<b>Governance and Statutory Instruments</b> The Board was given an oral outline of the Quinquennial Governance Review schedule by the Senior Independent Governor.
20.	<b>Any other business:</b>

	<p>20.1 A request regarding the next ask to the Trust was raised and it was noted that this would be further discussed at the June Board.</p> <p>20.2 Governors were asked to hold the whole day for the October Board meeting, given the weight of material likely to be required to be addressed at that meeting.</p> <p>There being no other business, the Chair brought the meeting to a close.</p>
<b>21</b>	<p><b>Dates of future meetings:</b></p> <p>Next meeting: 21 June 2024</p> <p><b>Graduations:</b> Thursday 4 July 2024 Thursday 31 October 2024</p> <p><b>Academic Year 2024/25:</b></p> <p><b>Board:</b> 25 October 2024: <b>Note: Please hold whole day</b> 31 January 2025 AGM: tbc 24 April 2025 (Strategy Planning Day) 25 April 2025 27 June 2025</p> <p><b>Graduations:</b> Thursday 3 July 2025 Thursday 30 October 2025</p>
<b>22</b>	<p><b>Paper for Information:</b></p>
<b>22.1</b>	<p><b>Schedule of Board and Committee meeting dates for AY2024-25</b> The paper was received for information.</p>