

## Board of Management

### Meeting of the Board of Management

MINUTE OF 6<sup>th</sup> MEETING HELD ON WEDNESDAY 3 JUNE 2020 AT 1600 HRS (BoM6)

Present	
Alisdair Barron (AB) (Chair)	Karen Kelly (KK)
David Cullen (DC)	Robyn Lambert (RL)
Dylan Duff (DD)	Paul Little (PL)
David Eaton (DE)	May Miller (MM) (Co-optee)
Sarah Erskine (SE)	Graham Mitchell (GM)
Jim Gallacher (JG)	Stuart Patrick (SP)
George Galloway (GG)	Ronnie Quinn (RQ)
Lorna Hamilton (LH)	Audrey Sullivan (AS)
Paul Hillard (PH)	Lesley Woolfries (LW)
In attendance	
Paul Clark (PC)	Ann Butcher (Minute)
Apologies for absence	
Rebekah Widdowfield (RW)	

Item BoM6-1	Apologies for Absence	
Paper No:	Lead: Chair	Action requested: Note
Decision/Noted	Apologies for absence were received from RW.	

Item BoM6-2	Declarations of Interest	
Paper No:	Lead: Chair	Action requested: Note
Decision/Noted	None.	

Item BoM6-3.1	Minute of the Previous Board of Management Meeting held on Wednesday 11 March 2020	
Paper No: BoM6-A	Lead: Chair	Action requested: Approve
Decision/Noted	That the minute be approved. There were no Matters Arising.	

Item BoM6-3.2	Committee Terms of Reference Review	
Paper No: BoM6-B	Lead: P Clark	Action requested: Approve
Discussion/ Matters Arising	PC informed that each Board Committee has reviewed their Terms of Reference. The agreed amendments were submitted for review.	
Decision/Noted	That the Committee Terms of Reference be approved.	

Item BoM6-3.3		Strategic Risk Review	
Paper No: BoM6-C	Lead: P Clark	Action requested: Approve	
Discussion/ Matters Arising	<p>PC presented the risk register and Risk MAPs for the highest scoring risks which are RAG-rated RED. The known and potential impacts of the Covid-19 are continually analysed, in particular the significant potential risk to business continuity. PC advised that due to the continued work to secure commercial and international programmes, the likelihood Score of Risk 12 '<i>Failure of Business Continuity</i>' was reviewed by the AAC and a revised Risk Score of 12 (AMBER) was agreed.</p> <p>A new risk, Risk 27 '<i>Failure to manage acute threats relating to coronavirus outbreak</i>' has also been agreed for inclusion with a Risk Score of 12 (AMBER).</p> <p>AB sought reassurance that in relation to the Covid-19 pandemic, a list of challenges and resolutions met has been maintained. This would offer a learning experience should a similar scenario occur. PL advised that senior managers are documenting reflective journals. These will be used to produce case studies and more importantly, will ensure that all challenges and mitigations are proactively addressed.</p>		
Decision/Noted	<ul style="list-style-type: none"> <li>To approve the College Risk Register, and Risk MAPs for high scoring risks.</li> <li>To note the ongoing review of strategic risks and the increase in risk scores reflecting the current Covid-19 crisis and associated impacts upon the College operations.</li> </ul>		

Item BoM6-3.4		Strategic Plan Revision	
Paper No: BoM6-D	Lead: P Clark	Action requested: Approve	
Discussion/ Matters Arising	<p>PC presented a draft strategic context paper to help inform the revision of the College's Strategic Plan. Significant strategic reviews were undertaken at the Board Planning days held during October 2019 and February 2020 and Board member input has now been reflected within the draft summary strategic analysis. Following publication of the Cumberford-Little Report and the current Coronavirus crisis, CoGC is now at the forefront of a public re-evaluation of the tertiary sector and the College sector's role in economic recovery. Recognising that the draft Plan is a work in progress, it currently provides an overall assessment of needs, priorities and strategic intent.</p> <p>SP endorsed the need to reassess the College strategy and highlighted the need to consider a range of future situations which should include planned timeframes for action ie a short and long-term Strategic Plan.</p> <p>AB considered that a period of dynamic change, driven by economic impacts of Covid-19 was approaching. PL agreed that both structural and system changes were imminent and the College must prepare for this new dynamic process of change. ELT are currently focussed on 5 different categories of scenario planning. The Depute Principal is currently focussing on new College operations with students likely to return during</p>		

September. The relevant VPs are focussing on a new Blended Learning and Teaching model, financial sustainability models and, reskilling and upskilling of employees within small and medium enterprises. Considerations for medium and long-term issues on what the College might start/stop/keep doing and what should be invested in are also being investigated.

KK agreed that whilst the Plan sets out the needs, priorities and intent of the College, some form of SWOT analysis should also be undertaken. She further suggested that terms within some of the strategic DEEEPLIST themes should be made more clear. PC provided further clarification on the points raised, and agreed to clarify these points in the narrative.

AB agreed that remedial action to improve any weaknesses must be considered and that key strengths could be set out however he reminded of the intention to keep the document brief.

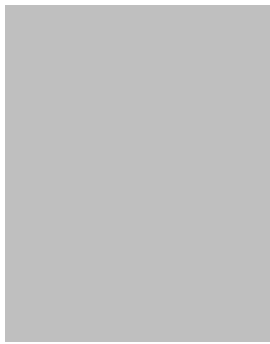
RQ suggested that the Environmental theme should be further expanded to include renewable energy and that the Ethical theme should be revised to ensure that the College strategic approach would be to 'positively' challenge poverty. This was agreed. Relevance on specific identification of 'acute industry needs' was also raised. The current turbulent position was recognised and PC confirmed that the referred industries were relevant at the time of production. This would be subject to ongoing review. AS added that welfare industries should be included. PL confirmed that 5 industry categories have been identified for support which includes Care and Health.

AB stated that the College must be adaptive and pioneering in this period of dynamic change. In part, cost effective reskilling and redeployment training for SMEs would be a priority. Members agreed that the College must maintain an ethos of agility and flexibility in order to prepare and adapt to significant changes in delivery and respond to new opportunities.

LW recognised the strengths created from diversification of income particularly via commercial and international activity, however also raised some concern with regard to the increased negative impact for the College in relation to the high level of non-SFC income. DE agreed that the College may be exposed to the financial implications involved in the generation of income out with government sources. AB reminded that this has been a College strength and a different approach in delivery would now need to be considered particularly during a period of likely austerity. PL stressed that the College must be entrepreneurial in the delivery of courses both in the UK and overseas. ELT are actively reviewing this situation.

JG recognised the huge commitment required by all staff to ensure that the College would be technologically advanced and enable a new learning and teaching approach. Members were assured that staff will be fully supported in this process of change with the Learning and Teaching Academy at the centre of the response to upskill and reskill of staff.

MM questioned the proposal to update the Student Experience Strategy to include 'Academic'. DC added that the proposed revision specifically relates to academic guidance as opposed to pastoral guidance and would unify Faculty teams with Student Services and combat the existence of



possible silos within the College. It was recognised that this revision could be misinterpreted and the term ‘Vocational’ should be considered. This is a work in progress and will be further reviewed.

The PNC will continue to meet on a monthly basis for the foreseeable future. This will provide a platform for further review. PC added that the Plan provides context for ELT and SMT to develop the 5 supporting strategies including more detailed aims. Whilst the overarching strategic priorities remain unchanged, the modes of delivery will be altered.

**Decision/Noted**

To agree the draft Strategic Plan in principle subject to suggested amendments.

<b>Item BoM6-4.1</b>		<b>Financial Plan 2019-20</b>	
<b>Paper No: BoM6-E</b>	Lead: Principal	Action requested: Discuss	
<b>Discussion/ Matters Arising</b>	<p>The financial plan for 1 August 2019 to 31 July 2020 was submitted. PL highlighted the updated forecast made during April following the impact of the Covid-19 crisis which forecast a deficit of £4.011k. ELT have continually worked to reduce this deficit by providing a higher proportion of courses online which has increased the projected fee income and by joining the government Coronavirus Job Retention Scheme with 202 staff now on furlough. This has produced a new forecast during May which projects a smaller deficit of £1.44k to 31 July 2020.</p> <p>Executives continue to work with the sector to mitigate the impact of the crisis and investigate new funding sources. Discussions with the SFC to maximise credits delivered and ESF funding and FWDF claimed are ongoing. Staffing costs are also being managed in the short term.</p> <p>PL informed that a sector request to repurpose the capital funding underspend from across all government agencies to assist with the overall College sector deficit has been submitted. He further advised that access to Arm’s Length Foundation funding would not be considered at this time.</p> <p>SP reminded the Board of the Board’s accountability to submit a balanced budget and highlighted the implications of submitting a deficit. PL assured that this approach is unavoidable due to the exceptional circumstances following the Covid-19 crisis and would be acceptable. The SFC are provided with monthly update reports and there is no suggestion of mismanagement by any party. LW stressed the need to provide detailed financial documentation acknowledging that appropriate measures were put in place to mitigate the deficit where possible. This would be required to demonstrate and evidence that the deficit purely relates to Covid matters. This was agreed.</p> <p>LH referred to longer term planning and drew attention to previous discussion on the redevelopment of the COB. PL advised that the College continues to influence requirements in the short term ie funding to support upskilling and reskilling and flexibility of FWDF. He suggested that the COB might be needed to accommodate future classroom requirements. A cost benefit analysis and potential phased operation may need to be considered in the long term.</p>		

<b>Decision/Noted</b>		To note the report.
<b>Item BoM6-4.2</b>	<b>Financial Forecast Year 2021</b>	
<b>Paper No: BoM6-F</b>	Lead: Principal	Action requested: Discuss
<b>Discussion/ Matters Arising</b>	<p>The Financial Plan options for the period 1 August 2020 to 31 July 2021 was submitted. The Plan provides 3 versions of the Income &amp; Expenditure account based on pessimistic, realistic and optimistic assumptions.</p> <p>PL advised that with the current level of uncertainty on items of income and expenditure, it is anticipated that a breakeven budget will not be possible. Initiatives to cost save and generate additional income are ongoing.</p>	
<b>Decision/Noted</b>		To note the report.

*Item 5.1.1 was taken at this time.*

<b>Item BoM6-5.1</b>	<b>Committee Items for Approval</b>	
<b>Item BoM6 5.1.1</b>	<b>CitySA (Students' Association) Impact Report 2019-20</b>	
<b>Paper No: BoM6-G</b>	Lead: D Duff	Action requested: Approve
<b>Discussion/ Matters Arising</b>	<p>DD presented the CitySA Impact Report for 2019-20. He advised on the key highlights including CitySA's success in winning the NUS Award for 'College Students' Association of the Year' and the SA's adapted approach following the Covid-19 crisis through the establishment of a virtual SA.</p> <p>DD advised on this year's big ideas AGM undertaken via 'MyVoice' which was held on 01 06 20. Voting numbers were not as anticipated however the continued opportunity to engage in the democratic process was recognised and a number of excellent motions were submitted. It was further understood that this was a difficult time for students and the opportunity to vote on the various motions will be provided at Fresher's during September.</p> <p>AB commended DD for the informative Report and for the awards received. These awards not only acknowledge the impressive achievements made by the SA but also recognise the excellent leadership of DD and his team in reaching this well-deserved position. AB stated that it had been a pleasure working with both DD and RL throughout their period of tenure and he wished them both every success for the future.</p>	
<b>Decision/Noted</b>		To approve the CitySA Impact Report 2019-20.

<b>Item BoM6-4.3</b>	<b>Chair's Remarks</b>	
<b>Paper No: Verbal</b>	Lead: A Barron	Action requested: Discuss
<b>Discussion/ Matters Arising</b>	<p>AB reported on his continued engagement with the Board Chairs of Colleges' Scotland and the Minister for Further Education, Higher Education and Science, to represent and maximise the College sector's</p>	

best interests. AB thanked PC for the regular weekly updates on SMT meetings.

AB congratulated appropriate members following their recent tenure extensions. PL added his congratulations to AB on his reappointment as Chair.

**Decision/Noted**

To note the update report.

*Items 4.4 and 4.5 were both taken at this time.*

<b>Item BoM6-4.4</b>	<b>Principal's Report</b>	
<b>Item BoM6-4.5</b>	<b>Key Issues – Summer 2020</b>	
<b>Paper No: Verbal</b>	Lead: P Little	Action requested: Discuss
<b>Discussion/ Matters Arising</b>	<p>PL reported that the Halls of Residence still remain fully operational and to date, 46 students are within our care. Appropriate social distancing measures are in place and provisions are being made for those students who are self-isolating. 147 students are still at sea. Weekly contact is also being made with the staff member on secondment overseas.</p> <p>A new lockdown Dashboard has been developed which includes data on Staff and Student Engagement, and Absence and Wellbeing of Staff. To date no staff members have tested positive for Covid-19. Regular communications are being sent out to all staff via Principal's Update and the City Together Magazine.</p> <p>PL updated members on the "T-minus" approach for a phased re-start after the summer. Plans to adopt a new Blended Learning and Teaching delivery model continue. Appropriate measures are also being considered to allow for student interactivity and practical course delivery. Acquisition of PPE and screens are being investigated to ensure that the buildings will be Covid secure. Teaching staff will return on 17 August with face to face teaching commencing on 14 September. Support staff will return early August.</p> <p>DE considered that from a teaching perspective, appropriate consultation for a return next session had been limited. PL recognised that this situation is fluid with the return dates just confirmed. A staff resource hub has been implemented and feedback has been provided to staff questions and comments submitted. Communications have been ongoing with Curriculum Heads and the Principal will meet virtually with all Faculty staff groups.</p> <p>DE further considered that the overall student experience will suffer through the provision of online learning. He acknowledged that this would need to be put in place in the short-term however a long-term model should not be adopted. PL stressed that the health of students and staff remains a priority and measures to ensure social distancing would remain in place for some time. He advised that whilst online learning would not be a reality for all subjects, this was now the new direction of travel for tertiary education and the College must now prepare for new alternatives. AB agreed that the College needs to ensure that blended learning is a valid experience for all students.</p>	

DD confirmed that he was satisfied that students had been duly consulted and involved in the planning of the model of delivery and return to College buildings.

The following points were also noted:

- SMT continue to focus on staff and student welfare. Reduction of the migration period between bursary support and universal credit is being investigated to aid student hardship. DD advised that the issue of student poverty was raised at his recent meeting with Minister Richard Lochhead. A government response on future student hardship investment will be announced later this week.
- The new Dashboard data evidence assures that students and staff continue to positively engage with the College.
- Completion of student course work for Block 3 continues, recognising that appropriate measures for completion of practical course work would be required.
- In comparison to last year, a reduced total (down 4.9%) of 14 896 1<sup>st</sup> choice applications have been received for 2020-21 however an increased total (up 24%) of 9 422 offers being made with 8,094 being accepted (up 21%).

PL reminded of the previous agreement for the replacement of the Performance and Improvement Director which will be advertised next week. The current Leadership team is rapidly evolving and the role of Director of Communications will now join SMT. The proposal to temporarily align some the current reporting responsibilities of Vice Principal of Corporate Services pro-tem was proposed and agreed. To better assist directly with preparation of changes to the College operations it was agreed to transfer line management of his Estates, Procurement and IT responsibilities to the Depute Principal until further notice, whilst his finance responsibilities will continue to report directly to the Principal.

**Decision/Noted**

To note the update report.

*Item 5.2.1 was taken.*

<b>Item BoM6-5.2</b>	<b>Committee Items for Discussion/Decision</b>	
<b>Item BoM6-5.2.1</b>	<b>Future Catering Provision Update</b>	
Paper No: Verbal	Lead: P Little	Action requested: Discuss
Discussion/ Matters Arising	Two options are currently being further considered and a final update will be submitted at the next meeting of PNC on 24 06 20.	
<b>Decision/Noted</b>	To note the update.	

<b>Item BoM6-4.6</b>	<b>Board Member Tenure Reappointments</b>	
Paper No: Verbal	Lead: P Clark	Action requested: Discuss
Discussion/ Matters Arising	As previously reported, approval has been received from GCRB for the reappointment of 4 Board members including the reappointment of the current Chair. These reappointments will continue for a 4 year tenure period.	

Decision/Noted	To note the update.	
<b>Item BoM6-5.1</b>	<b>Committee Items for Approval</b>	
<b>Item BoM6-5.1.2</b>	<b>Anti-Bribery and Corruption Policy</b>	
Paper No: BoM6-H	Lead: P Clark	Action requested: Approve
Discussion/ Matters Arising	<p>The further revised Anti-Bribery and Corruption Policy which now includes suggested amendments agreed at the Board meeting on 11 03 20.</p> <p>RQ suggested the following further amendments which were also agreed:</p> <p>4.1.4 penultimate sentence;  <i>All allegations</i> of bribery or corruption will be formally recorded by the Board Secretary. <i>All appropriate</i> action will be taken <i>following</i> such investigation including staff discipline and reporting to all relevant <i>agencies</i>.</p> <p>4.2.1.Final sentence;  <i>All appropriate</i> action will be taken <i>following</i> such investigation including termination of relationships with Third Parties and reports to all relevant <i>agencies</i>.</p> <p>All references to the Audit Committee will be updated to the Audit and Assurance Committee.</p>	
Decision/Noted	To approve the Anti-Bribery and Corruption Policy subject to the agreed amendments.	
<b>Item BoM6-5.1.3</b>	<b>Standing Orders: Revision 2020</b>	
Paper No: BoM6-I	Lead: P Clark	Action requested: Discuss
Discussion/ Matters Arising	<p>PC advised that the Board's Standing Orders have been reviewed and updated to ensure they continue to be fit for purpose. The series of amendments have been agreed by the PNC to reflect changes in practice and the enhancement of good governance. Subject to inclusion of a reference that meetings can also be held via videoconferencing under Point 1.1, the Standing Orders were agreed.</p>	
Decision/Noted	That the Standing Orders be approved as agreed.	
<b>Item BoM6-5.3</b>	<b>Committee Minutes</b>	
<b>Item BoM6-5.3.1</b>	<b>Art Foundation</b>	
Paper No: BoM6-J	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minute of the Art Foundation meeting held on 26 February 2020.	



<b>Item BoM6-5.3.2</b>		<b>Finance and Physical Resources Committee</b>
<b>Paper No:</b> BoM6-K + BoM6-L	Lead: Convener	Action requested: Note
<b>Decision/Noted</b>	To note the draft minutes of the FPRC meetings held on 26 February and 27 May 2020.	

<b>Item BoM6-5.3.3</b>		<b>Performance and Nominations Committee</b>
<b>Paper No:</b> BoM6-M + BoM6-N	Lead: Convener	Action requested: Note
<b>Discussion/ Matters Arising</b>	<p>LW further acknowledged the Committee's commitment to advertise the positions of Director of Excellence and Director of Communications. The external review of Board effectiveness was temporarily postponed due to Covid-19 however this will be re-visited at the next meeting.</p> <p>Reference to the timing of accounts submission was raised. AB confirmed that to date, the timing remained unchanged and will be due for Audit during October 2020 with final submission for approval at the Board meeting to be held during December 2020.</p>	
<b>Decision/Noted</b>	To note the draft minutes of the PNC meetings held on 9 April and 12 May 2020.	

<b>Item BoM6-5.3.4</b>		<b>Development Committee</b>
<b>Paper No:</b> BoM6-O	Lead: Convener	Action requested: Note
<b>Discussion/ Matters Arising</b>	<p>GG advised on his recent attendance at international team meetings. He was encouraged by the professionalism and efforts made to secure future work, and was further encouraged by the additional income secured for programmes scheduled for 2020-21.</p> <p>PL referred to the ongoing progression of a College company and highlighted the urgent need for this to be established. This will allow for increased bidding for commercial work.</p> <p>Given the impact of Covid-19, members were mindful that the impetus had now increased however stressed that a formal detailed paper, including key milestones and decision points, would be required prior to any agreement being made. AB reminded that this had been a matter of consideration for some time and agreement would now be required prior to the next Board meeting in August.</p> <p>PC suggested that an updated paper be circulated to members for feedback. Final agreement being made at the next meeting of PNC. All Board members were welcomed to attend the PNC meeting on 24 06 20.</p>	
<b>Decision/Noted</b>	<ul style="list-style-type: none"> <li>To note the draft minute of the Development Committee meeting held on 22 April 2020.</li> <li>That a College Company proposal paper be circulated for feedback prior to the next meeting of PNC.</li> </ul>	

<b>Item BoM6-5.3.5</b>	<b>Learning and Teaching Committee</b>	
Paper No: BoM6-P	Lead: Convener	Action requested: Note
Decision/Noted	The draft minute was not available at the meeting.	

<b>Item BoM6-5.3.6</b>	<b>Students, Staff and Equalities Committee</b>	
Paper No: BoM6-Q	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minute of the SSEC meeting held on 8 May 2020.	

<b>Item BoM6-5.3.7</b>	<b>Audit Committee</b>	
Paper No: BoM6-R	Lead: Convener	Action requested: Note
Discussion/ Matters Arising	GM reiterated previous advice that the timing and completion date for the Annual Report and Accounts remained unchanged however a key issue for consideration will be assurance of 'going concern'.	
Decision/Noted	To note the draft minute of the Audit Committee meeting held on 13 May 2020.	

<b>Item BoM6-6</b>	<b>Any Other Notified Business</b>	
Paper No: Verbal	Lead: D Duff	Action requested: Note
Decision/Noted	<b>CitySA Summit</b> DD welcomed members to attend the forthcoming CitySA Summit on Thursday 18 June 2020 at 4.00 pm. Invitations will be circulated via email.	

<b>Item BoM6-7</b>	<b>Disclosability of Papers</b>	
Paper No: Verbal	Lead: P Clark	Action requested: Note
Decision/Noted	That the disclosability status of papers remain unchanged.	

<b>Item BoM6-8</b>	<b>Date of Next Meeting</b>	
Paper No:	Lead:	Action requested: Note
Decision/Noted	Date of Next Meeting – Wednesday 26 August 2020.	

*The meeting closed at 1905 hours.*

## ANNEX TO THE MINUTE

### ACTION POINTS ARISING FROM THE MEETING

Item	Description	Owner	Target Date
BoM6-5.3.4	<b>Development Committee – College Company:</b> Provide a College Company proposal paper for circulation and feedback prior to the next meeting of PNC.	PL/PC	Prior to PNC Mtg on 24 06 20

### ACTION POINTS ARISING FROM PREVIOUS MEETINGS

Item	Description	Owner	Target Date
BoM5-3.3	<b>Strategic Risk Review:</b> Increase the risk score for Risk 12 to 20 (RED).	PC	ASAP <b>Complete</b>
BoM5-4.2	<b>Strategic Plan Review:</b> Provide a draft updated Strategic Plan Review (2020-30).	PC	03 06 20 <b>Complete</b>
BoM5-5.1.2	<b>Anti-Bribery and Corruption Policy:</b> To further revise the Policy for circulation and approval by AB, GM and GG.	PC to advise ST	ASAP <b>Complete</b>
BoM2-2.1	<b>Student Profile and Performance 2018-19:</b> Provide a more detailed breakdown of the success outcomes for the key student groups.	PC (for DD/GP)	BoM Mtg 04 12 19
	PC to ensure Board member training and development includes 'responsibilities as a charity trustee'.	PC	Ongoing
	A series of Faculty presentations to be incorporated into Board work plans to ensure Board members are fully informed of the College industry related activities.	PC	Ongoing
BoM2-5	<b>Property Disposals/Development Update:</b> Continue to develop a strategy for a regional innovation centre in collaboration with GCRB.	FS	Ongoing