

## Board of Management

### Meeting of the Board of Management

MINUTE OF 2<sup>nd</sup> MEETING HELD ON WEDNESDAY 11 NOVEMBER 2020 AT 1500 HRS  
(BoM2)

Present	
Alisdair Barron (AB) (Chair)	Karen Kelly (KK)
David Cullen (DC)	Paul Little (PL)
David Eaton (DE)	May Miller (MM) (Co-optee)
Sarah Erskine (SE)	Graham Mitchell (GM)
Nicolas Garcia (NG)	Ronnie Quinn (RQ)
Lorna Hamilton (LH)	Audrey Sullivan (AS)
George Galloway (GG)	Rebekah Widdowfield (RW)
Iona Gibson (IG)	Lesley Woolfries (LW)
In attendance	
Paul Clark (PC)	Cate Watson (CW)
Aileen Ireland (AI)	
Sheila Lodge (SL)	Ann Butcher (Minute)
Apologies for absence	
Paul Hillard (PH)	Stuart Patrick (SP)

Item BoM2-1	Apologies for Absence	
Paper No:	Lead: Chair	Action requested: Note
Decision/Noted	Apologies for absence were received from PH and SP.	

Item BoM2-2	Declarations of Interest	
Paper No:	Lead: Chair	Action requested: Note
Decision/Noted	None.	

Item BoM2-3.1	Minute of the Previous Board of Management Meeting held on Wednesday 26 August 2020	
Paper No: BoM2-A	Lead: Chair	Action requested: Approve
Discussion/ Matters Arising	<b>Matters Arising</b> <b>Scheme of Delegation</b> PC has now raised the proposed amendment within the Model Scheme of Delegation with CDN which has subsequently been agreed and updated.	
Decision/Noted	That the minute be approved.	

Item BoM2-3.2		Strategic Risk Review	
Paper No: BoM2-B	Lead: P Clark	Action requested: Approve	
Discussion/ Matters Arising	The Board reviewed the College Risk Register and noted the recent changes in some risk scores which reflect the ongoing Covid-19 crisis and its associated impacts.		
Decision/Noted	That the College Risk Register at 5 November 2020 be approved.		

Item BoM2-4.1		Chair's Remarks	
Paper No: Verbal	Lead: A Barron	Action requested: Discuss	
Discussion/ Matters Arising	<p>AB reported on his continued participation in a series of meetings including Colleges' Scotland Employers' Association, GCRB Board and College Chairs and Principals. AB and LW also attended a recent meeting with CDN to confirm the appointment of the external reviewer (John Downie) for the forthcoming External Effectiveness Review.</p> <p>AB's attendance on behalf of the Board at Colleges' Scotland ministerial meetings and the 'College of the Future' symposium was also noted.</p>		
Decision/Noted	To note the report.		

Item BoM2-4.2		Principal's Report	
Paper No: Verbal	Lead: P Little	Action requested: Discuss	
Discussion/ Matters Arising	<p>PL updated members on the following matters:</p> <ul style="list-style-type: none"> <li>Confirmation of Covid-19 related absences of both staff and students were noted. The College continues to invest in its response to the crisis with the overall spend at the end of October (excluding laptops) approximately £340k.</li> <li>Student and staff attendance on Campus is being monitored and managed. Average attendance is approximately 1540 across both sites.</li> <li>Following a recent student poll, feedback has been received that 71% reported that Blended Learning is working well. Only 5% have reported that it is not working well for their class.</li> <li>Feedback on the recent annual survey of 'first impressions' (the first major survey under the new Blended Learning Model) has now been received and is being analysed.</li> <li>PL reported on the recent sad loss of a long serving members of staff through sudden illness. Members offered their condolences.</li> <li>To date, 977 employees have completed the transitions questionnaire with 77 identified as high/medium risk; individual risk assessments will be completed as necessary.</li> <li>Physical equipment for home working, such as laptops, desks, chairs, etc have been supplied to staff. In addition, 2500 laptops, of various specifications according to course demands, have been ordered and are currently in the process of being distributed to students.</li> </ul>		

Additional Chromebooks are also being purchased for ESOL students.

- FT HE enrolments are slightly below, and FT FE slightly above, target.
- Additional FWDF funding has been received from the Scottish Government which includes funding to work with SMEs.
- A 12-month strategy for celebrating CoGC's 10<sup>th</sup> anniversary, including finalising Fraser of Allander's assessment of the economic impact of CoCG, is being prepared.
- A College virtual Graduation Ceremony will be held on Monday 23 November 2020.

PL considered that in recognition of colleagues' hard work and dedication over recent months, he proposed that staff would be granted an extra two days holiday over the Christmas break period. The Board supported this proposal.

**Decision/Noted**

To note the update report.

*Items BoM2-4.3 and BoM2-4.4 were both taken.  
SE left the meeting during the following discussion.*

Item BoM2-4.3	Review of IT Effectiveness	
Item BoM2-4.4	Review of Effectiveness of the Finance Function	
Paper No: BoM2-C/BoM2-D	Lead: Principal P Little	Action requested: Discuss
Discussion/ Matters Arising	<p>PL reminded members that as a result of the discovery by College staff of a potential fraud during 2019, he had commissioned separate independent External Audit reviews of both the finance function and IT effectiveness. The main findings, which include the identification of areas of good practice and key areas for improvement with recommendations, have been submitted to both the Audit &amp; Assurance Committee (AAC) and Finance &amp; Physical Resources Committees for review. PL further confirmed that he had taken personal direction on this matter, not only from the College AAC but also the Auditor General and Audit Committee of Parliament and the CEO of the SFC. As a result, all parties were keen to ensure that an appropriate 'lessons learned' review and subsequent reportage was undertaken.</p> <p>GM reassured members that the AAC had undertaken a detailed review process both with external and internal auditors during Committee meetings and via non-executive private sessions. The AAC had subsequently requested a follow up review to be undertaken by internal audit. The documentation submitted at today's Board meeting was a 'lessons learned' exercise to further ensure that the likelihood of recurrence is now greatly diminished.</p> <p>LW welcomed the reports and acknowledged the requirement for robust actions. She reminded of the ongoing criminal investigation and stated her concern over the timing of the release of the reports in response to GCRB's request to share these reports with their Audit Committee and stressed the need to ensure that these reports remain strictly non-disclosable and should not be in public domain.</p> <p>Recognising the need to be fully transparent with the GCRB Audit Committee, the Board agreed that the reports should be provided on the</p>	

	<p>condition that, given the sensitivity of the ongoing investigation, they must remain confidential. AB will write to the Chair of GCRB emphasising members concerns, seeking assurance in writing, prior to their release.</p> <p>All personal information contained within the reports will be redacted in advance.</p>
<b>Decision/Noted</b>	<ul style="list-style-type: none"> <li>• That AB write to the Chair of GCRB as agreed.</li> <li>• To note the recommendations and subsequent actions within the reports.</li> </ul>

*GM left the meeting during the following discussion.*

<b>Item BoM2-5</b>	<b>Reports from Board Committees</b>	
<b>Item BoM2-5.1</b>	<b>Committee Items for Noting</b>	
<b>Item BoM2-5.1.1</b>	<b>City of Glasgow International Ltd</b>	
<b>Paper No: BoM2-E</b>	Lead: Principal P Little	Action requested: Note
<b>Discussion/ Matters Arising</b>	<p>The City of Glasgow International Ltd report which was previously submitted at the PNC meeting on 21 September 2020 was reviewed by all members. LW reminded that a full business case and 10-point assurance checklist had been requested by PNC members.</p> <p>LH reported that the matter had also been discussed at the last meeting of the Development Committee (DC), which was attended by R Francis from Thornton's. Various points were raised by members and whilst paper BoM2-E provided clarification on some of the points raised by Committee members, it had been suggested that an ad hoc meeting of the DC be considered to further consolidate views and request clarification on any outstanding issues. This would allow the process to proceed. The Board also noted that it had been acknowledged that the DC would be the natural reporting line for the business and commercial activities of the new company.</p> <p>RW welcomed input from the DC however requested that a subsequent update also be submitted to the full Board.</p>	
<b>Decision/Noted</b>	<ul style="list-style-type: none"> <li>• To note the report.</li> <li>• To provide outstanding support papers as agreed by PNC.</li> <li>• To consider an additional ad hoc meeting of the DC for report to the full Board.</li> </ul>	

<b>Item BoM2-5.2</b>	<b>Committee Minutes</b>	
<b>Item BoM2-5.2.1</b>	<b>Learning and Teaching Committee</b>	
<b>Paper No: BoM2-F</b>	Lead: Convener	Action requested: Note
<b>Decision/Noted</b>	To note the draft minute of the Learning and Teaching Committee meeting held on 8 September 2020.	

<b>Item BoM2-5.2.2</b>	<b>Audit and Assurance Committee</b>	
<b>Paper No:</b>	Lead: Convener	Action requested: Note

BoM2-G		
Decision/Noted	To note the draft minute of the Audit and Assurance Committee meeting held on 14 September 2020.	

<b>Item BoM2-5.2.3</b>	<b>Performance and Nominations Committee</b>	
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Paper No: BoM2-H/BoM2-I	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minutes of the PNC meetings held on 21 September and 12 October 2020.	

<b>Item BoM2-5.2.4</b>	<b>Remuneration Committee</b>	
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Paper No: BoM2-J	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minute of the Remuneration Committee meeting held on 21 September 2020.	

<b>Item BoM2-5.2.5</b>	<b>Finance &amp; Physical Resources Committee</b>	
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Paper No: BoM2-K	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minute of the Remuneration Committee meeting held on 30 September 2020.	

<b>Item BoM2-5.2.6</b>	<b>Students, Staff &amp; Equalities Committee</b>	
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Paper No: BoM2-L	Lead: Convener	Action requested: Note
Decision/Noted	To note the draft minute of the Remuneration Committee meeting held on 28 October 2020.	

<b>Item BoM2-5.2.7</b>	<b>Development Committee</b>	
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Paper No: BoM2-M	Lead: Convener	Action requested: Note
Decision/Noted	The draft minute was not available at the meeting.	

<b>Item BoM2-6</b>	<b>Any Other Notified Business</b>	
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Paper No: Verbal	Lead: Convener	Action requested: Note
Decision/Noted	<p><b>Jim Gallacher</b>  PL acknowledged the sad passing of Jim Gallacher and noted his valuable contribution to the Board of CoGC and legacy Board of Glasgow College of Nautical Studies. AB will send a letter of condolence to his wife on behalf of the Board. It was agreed that a Board Long Service pin be sent to Jim's widow.</p>	

<b>Item BoM2-7</b>	<b>Disclosability of Papers</b>	
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Paper No:	Lead: P Clark	Action requested: Note
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Verbal		
Decision/Noted	That the disclosability status of papers remain unchanged.	

<b>Item BoM2-8</b>	<b>Date of Next Meeting</b>	
Paper No:	Lead:	Action requested: Note
Decision/Noted	Date of Next Meeting – Wednesday 16 December 2020.	

*The meeting closed at 1855 hours.*

## ANNEX TO THE MINUTE

### ACTION POINTS ARISING FROM THE MEETING

Item	Description	Owner	Target Date
BoM2-4.3/4.4	<b>Finance + IT Effectiveness Reports:</b> AB to write to the Chair of GCRB.	AB/PC	ASAP
BoM2-5.1.1	<b>CGI Ltd:</b> Provide outstanding support papers as agreed by PNC.	PC for RG	ASAP
BoM2-5.1.1	<b>CGI Ltd:</b> Consider an additional ad hoc meeting of the DC for report to the full Board	GG/LH/PC	ASAP

### ACTION POINTS ARISING FROM PREVIOUS MEETINGS

Item	Description	Owner	Target Date
BoM1-3.1	<b>Matters Arising – College Company:</b> Circulate final proposal for establishment of the College Company to the Development Committee prior to submission to the PNC and full Board.	RG	Prior to 21 09 20 Ongoing <b>Updated @ BoM2-5.1.1</b>
BoM1-3.2	<b>Scheme of Delegation:</b> Clarify the proposed amendment under Point 4.10 and advise accordingly.	PC	ASAP <b>Complete</b>
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 <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.	PL/ST	Ongoing