

## Board of Management

### MINUTE OF 5<sup>TH</sup> MEETING HELD ON 30 MARCH 2011 AT 1700 HRS (CoGCB5)

Present	
Eric Tottman-Trayner, Chair (ETT)	Henry McLeish (HM)
Tasmina Ahmed-Sheikh (TA)	John MacLeod (JM)
Douglas Baillie (DB)	Colin McMurray (CM)
Alisdair Barron (AB)	Debbie McNamara (DM)
David Eaton (DE)	Robert Morrison (RM)
Peter Finch (PF)	Nigel Palmer (NP)
Jim Gallacher (JG)	David Stark (DS)
Charlie Kaur (CK)	Lesley Woolfries (LW)
Paul Little (PL)	
In attendance	
David Caldwell, Interim Board Secretary (DC)	Iain Marley, Director (Item 10 only)
Janis Carson, VP Planning & Innovation (JC)	Steven Watson, VP Finance & Resources (SW)
Peter Jennett, Director (Item 10 only)	
Laurence Howells (SFC) (LH)	Ann Butcher, Minute Secretary
Apology for absence	
Janak Sharma (JS)	

## DECISIONS

Ref	Agenda Item	Description
D5.1	3	<b>Previous Minutes (CoGCB4) – 15 December 2010:</b> The minutes of the previous meeting held on 15 December 2010 were submitted as Paper BoM5-A and were approved.
D5.2	5	<b>Chair's Business:</b> A secret ballot for nomination of Chair was approved and will be held in advance of the first Board meeting in academic year 2011-12. The ballot will be open to co-opted members. If more than two candidates are nominated then the 'Alternative Voting' system will be utilised.
D5.3	6	<b>Board Membership and Officers:</b> The reappointment of ETT and NP to the Board for further four year terms at the conclusion of their current periods of appointment (12 June 2011) was approved.
D5.4	6	<b>Board Membership and Officers:</b> The revised membership of Board Committees as listed in Annex B of Paper BoM5-G was approved.
D5.5	6	<b>Board Membership and Officers:</b> Appointment of a single Vice Chair will be progressed subsequent to appointment of the new Chair.
D5.6	6	<b>Board Membership and Officers:</b> The Vice-Chair will be appointed Convener of the Remuneration and Performance Review Committee.
D5.7	6	<b>Board Membership and Officers:</b> It was agreed that the student member be permitted to be accompanied by another named student nominated by the student member, subject to the Board approving the nomination and the nominee agreeing to abide by the Board's Code of Conduct.

D5.8	10	<p><b>New Campus Report:</b> Written confirmation from the SFC on the following issues will be sought:</p> <ul style="list-style-type: none"> <li>- A single Value for Money test on the financial procurement model will be undertaken within the next 2 weeks.</li> <li>- The DTP2a Business Case should be based on accommodating 210 000 WSUMs (Curriculum for Glasgow activity).</li> <li>- The College capital contribution of up to £14m towards project development costs based on use of reserves and borrowing for the procurement of a Hall of Residence is acceptable.</li> </ul> <p>The SFC will also be requested to provide security for funding of the long term contractual obligations to meet the unitary charge.</p>
D5.9	10	<p><b>New Campus Report:</b> The following specific issues were approved:</p> <ul style="list-style-type: none"> <li>- The DP2A Business Case and the OJEU will be based on delivering the 67 200 sqm Stage C+ scheme as an exemplar design in a single phase and working within the capped £200m capital budget. The phased solution will be articulated and managed as a fallback strategy.</li> <li>- The key parameters were endorsed as the basis for finalising the DP2A submission.</li> <li>- The FM services proposition was endorsed and the associated operational impacts and opportunities were noted.</li> <li>- The principles and headings for non-negotiable design were endorsed. A matrix providing essential/flexible principles will be developed.</li> <li>- The dependencies on establishing CGC work-streams and responsibilities in managing investment and integration of both FF&amp;E and ICT were noted.</li> <li>- The procurement strategy objectives and construction programme dates for DP2A were endorsed.</li> <li>- The critical GCG responsibilities, resource commitments, critical path, dependencies and risks were noted.</li> </ul>
D5.10	10	<p><b>New Campus Report:</b> A College capital contribution of up to £14m towards project development costs was approved. This contribution will include the costs required for commercial space and the procurement of a new Hall of Residence.</p>
D5.11	10	<p><b>New Campus Report:</b> The governance and management of procurement and progression of the Hall of Residence will be undertaken by the New Campus Project team.</p>
D5.12	10	<p><b>New Campus Report:</b> A special meeting of the Board of Management will be held on 21 April 2011 to approve the DP2A submission. All Board members were invited to attend the joint meeting of the Estates and Finance Committees on 21 April 2011.</p>
D5.13	12	<p><b>Board Code of Conduct:</b> The Code of Conduct was approved.</p>
D5.14	13	<p><b>Timetable for Board and Committee Meetings 2011-12:</b> Subject to minor amendment the Board and Committee Meetings timetable for 2011-12 was approved.</p>
D5.15	15	<p><b>Disclosure of Board Papers:</b> Members agreed that all Papers were disclosable with the exception of BoM5-K1 and K2 and BoM5-O (Appendix 1).</p>

## MATTERS NOTED

Ref	Agenda Item	Description
M5.1	1	<b>Apologies for Absence:</b> Apologies were received from JS.
M5.2	2	<b>Declarations of Interest:</b> There were no declarations of interest.
M5.3		The Chair welcomed new members TA, DB, CK, HM, DS and LW to their first meeting of the CoGC Board of Management.
M5.4	4a	<b>Reports from Board Committees: Finance Committee:</b> The minutes of the Finance Committee meeting held on 26 01 11 were submitted as Paper BoM5-B. NP provided an oral report on items (not on the full Board agenda) taken at the meeting held today (30 03 11). Updates on the 2010-11 Management Accounts, reduction in the funding gap, cashflow and deposit reports, 2010-11 wSUMs projection and approval of Course and Halls of Residence fees were provided.
M5.5	4b	<b>Reports from Board Committees: Learning &amp; Teaching Committee:</b> The unapproved minutes of the Learning and Teaching Committee meeting held on 28 02 11 were submitted as Paper BoM5-C. JG provided a brief overview of the minutes. The response to the 'Green Paper' on 'Building a Smarter Future: Towards a Sustainable Scottish Solution for the Future of Higher Education' will be further reviewed for submission to the full Board on 22 June 2011. Two further meetings have been agreed prior to July 2011.
M5.6	4c	<b>Reports from Board Committees: Audit Committee:</b> The unapproved minutes of the Audit Committee held on 14 March 2011 were submitted as Paper BoM5-D. JM reported that various internal Audit Reports were reviewed and recommendations were noted. The Data Protection Policies were approved in principle. The Anti-Bribery Policy was approved. Arrangements for procurement of an Internal Audit service will be progressed.
M5.7	4d	<b>Reports from Board Committees: Staffing &amp; Equalities Committee:</b> The unapproved minutes of the Staffing & Equalities Meeting held on 16 March 2011 were submitted as Paper BoM5-E. AB reported on the welcomed progress with staff and recognised trade unions on harmonisation and related issues. Follow up issues were subsequently reported to members by email and were endorsed.
M5.8	4e	<b>Reports from Board Committees: Estates Committee:</b> The unapproved minutes of the Estates Committee meeting held on 17 March 2011 were submitted as Paper BoM5-F. PF provided an update on the procurement of Insurance cover. All other pertinent matters were covered on the full Board agenda.
M5.9	4f	<b>Reports from Board Committees: Remuneration Committee and Performance Review :</b> An update on the Remuneration Committee meeting held on 30 02 11 was provided.
M5.10	5	<b>Chair's Business:</b> ETT reported on his intention to resign from the post of Chair of the CoGC Board of Management by August/September 2011. Members recorded their appreciation to ETT for his continued leadership in his role as Chair for both the Shadow Board (pre merger) and the CoGC Board.

M5.11	6	<p><b>Board Membership and Officers:</b> A report of the appointments to Board Committees and recommendations concerning appointments to the Board, election of Board officers, Convenership of the Remuneration and Performance Review Committee and attendance at Board meetings of additional students and members of staff was submitted as Paper BoM5-G. The various issues were considered.</p>
M5.12	7	<p><b>Principal's Report:</b> The Principal's Report was submitted as Paper BoM5-H. The following Appendices were also submitted and noted for information:</p> <ul style="list-style-type: none"> <li>- <i>Appendix H1</i> – Letter to M Batho on update of progress to secure the new campus.</li> <li>- <i>Appendix H2</i> – Risk Register.</li> </ul> <p>The following additional letters were tabled at the meeting:</p> <ul style="list-style-type: none"> <li>- Letter from M Cross to PL dated 29 03 11 re the submission 'Reflection of the Journey'</li> <li>- Letter from M Cross to M Batho dated 22 03 11 re Scottish Government Funding for Delivering Projects through the Non Profit Distributing Model</li> <li>- Letter from M Batho to PL dated 30 03 11 re follow up on issues relating to the Capital Project.</li> </ul>
M5.13	7	<p><b>Principal's Report:</b> The following matters (not on the agenda) were particularly highlighted and discussed:</p> <ul style="list-style-type: none"> <li>- Transfer of the property title from the former Colleges to the merged College is still being progressed.</li> <li>- Significant progress is being made with agreement reached on a range of terms and conditions. The main outstanding EIS issue to reduce weekly class contact hours resulting in default of the Employment Guarantee was highlighted and future strategy for negotiation was discussed.</li> <li>- A single College email system has been live from 01 03 11. The Principal recorded his thanks to staff involved in achieving this timescale.</li> <li>- An update on the progress to date for the new organisational structure and the planned areas for consultation were noted.</li> <li>- The deadline for severance has now passed and details on the number of expressions of interest, firm applications, applications approved and accepted were provided.</li> <li>- The new jetty has been operational since mid March 2011. The project was delivered on time and on budget.</li> <li>- 3 Phases of Curriculum Mapping are now complete.</li> <li>- The ongoing progress with staff engagement initiatives were noted.</li> <li>- The Executive updates were noted for information.</li> </ul>

M5.14	8	<p><b>Ministerial Request:</b> The following correspondence relating to the Ministerial request to adopt a policy to avoid compulsory redundancies in Colleges of Further Education was submitted as Paper BoM5-I for comment:</p> <ul style="list-style-type: none"> <li>- Letter from A Constance dated 15 03 11</li> <li>- Holding letter pending consideration by the full Board.</li> <li>- Letter from A Constance to the STUC</li> <li>- Advice from Scotland's Colleges solicitors.</li> </ul> <p>The Board reaffirmed its commitment to the unique agreement made with its recognised trade unions to avoid compulsory redundancies in the period up to July 2013, provided that the other signatories also fulfil their obligation under this agreement.</p>
M5.15	9	<p><b>Report on 2011-12 Financial Position:</b> An update report following the advice of an expected 2011-12 funding gap of approximately £5.6m was submitted as Paper BoM5-J. SW provided an update on the 2011-12 funding gap position. A funding gap summary and details of the agreed key actions aimed at reducing the gap were also provided. A 10% reduction in course/student activity levels for 2011-12 will be targeted. It hoped that this may be addressed through staff released through voluntary severance.</p>
M5.16	10	<p><b>New Campus Report:</b> A New Campus Estates Strategy: Update and DP2A Executive Summary were submitted as Papers BoM5-K1 and BoM5-K2 respectively. JC provided an update on New Campus developments post budget announcement. Highlights to the approach to developing the DP2A Business Case were also provided. The intention to submit the DP2A Business Case to the SFC on 28 04 11, presenting an NPD version of the optimum stage C scheme with a revised baseline cost of £220 m (inc VAT) and a fallback 2 Phase approach position was reported. It was recognised that a compromise would be inevitable in seeking VFM design solutions. The process will need to be managed consistently by a tight group of senior representatives with appropriate delegated authority.</p> <p>The proposal and costings associated with the NPD model and affordability associated with these costs have been considered in detail by both the Estates and Finance Committees and various specific issues have been endorsed for consideration by the full Board. The overall structure of the business case submission, framework and proposed timescales were noted by members.</p>
M5.17	11	<p><b>Balanced Scorecard: Level 1:</b> The revised Level 1 Balanced Scorecard 2011-12 was submitted as Paper BoM5-L and was noted for information.</p>
M5.18	12	<p><b>Board Code of Conduct:</b> The Code of Conduct was submitted as Paper BoM5-M. The Code of Conduct was adopted by the Shadow Board but was updated to take account of the merger having taken effect.</p>
M5.19	13	<p><b>Timetable for Board and Committee Meetings 2011-12:</b> A draft timetable for meetings of the Board and its Committees in 2011-12 was submitted as Paper BoM5-N. Members indicated proposed minor amendments.</p>

M5.20	14	<b>Structure Update: A structure update was submitted as Paper BoM5-O.</b> Recruitment of the Tier 4 structure for academic senior middle managers will commence w/b 04 04 11. Consultations, recruitment and appointment with a number of academic and support structures are currently ongoing. The forecasted restructure costs were noted for information.
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Signed \_\_\_\_\_ Board Deputy Chair

Date \_\_\_\_\_

## ANNEX TO THE MINUTES

### ACTION POINTS ARISING FROM THE MEETING

Ref	Agenda Item	Description	Owner	Target Date
A5.1	6	<b>Board Membership and Officers:</b> Members will reflect on any interest they might have in becoming Chair or who they would like to see lead the Board.	ALL	06 11
A5.2	6	<b>Board Membership and Officers:</b> The decision on election of an additional staff member was deferred pending the appointment of a new Chair.	ALL/DC	09 11
A5.3	7	<b>Principal's Report:</b> An additional letter will be sent to M Batho requesting further confirmation on the procurement route ie NPD model, clarification on addressing the funding pressure imposed by items not funded through the NPD model, procurement of a new Hall of Residence and a letter of comfort for associated future funding required to cover the 25 year contractual commitment to specified lifecycle and Hard FM costs will be progressed.	PL	ASAP
A5.4	7	<b>Principal's Report:</b> A Board statement will be issued confirming that offers of harmonised terms and conditions must remain affordable in particular any reduction beyond the 24 hour average class contact time would not be affordable and would risk the financial stability of the College.	ETT/DC/PL	ASAP
A5.5	7	<b>Principal's Report:</b> Board members will be invited to attend the Hustings Event to be held in the CBLZ Building at CoGC on 27 04 11 at 1800 hours.	PL	ASAP
A5.6	8	<b>Ministerial Request:</b> The Principal will reaffirm the Boards commitment to avoid compulsory redundancies with A Constance.	PL	ASAP
A5.7	10	<b>New Campus Report:</b> LH will progress the various assurance issues with the SFC.	LH	ASAP
A5.8	10	<b>New Campus Report:</b> Additional information on market testing will be provided.	JC/IM	21 04 11
A5.9	13	<b>Timetable for Board and Committee Meetings 2011-12:</b> A revised timetable will be circulated to members.	DC	ASAP

## PREVIOUS ACTION POINTS

Ref	Agenda Item	Description	Owner	Target Date
A4.1	4c	<b>Reports from Board Committees – Learning &amp; Teaching Committee:</b> The Lecturing Staff and Student Co-President (not serving on the BoM) will be invited to attend the next meeting of the L&T Committee.	DC	02 11 <b>Completed</b>
A4.2	4c	<b>Reports from Board Committees – Learning &amp; Teaching Committee:</b> The revised Terms of Reference will be submitted to the Board.	DC	ASAP <b>Completed</b>
A4.3	4c	<b>Reports from Board Committees – Learning &amp; Teaching Committee:</b> The revised Annual Quality Review Report will be circulated to the Board.	DC/JC	ASAP <b>Completed</b>
A4.4	5	<b>Annual Report and Accounts:</b> SW will discuss the legal requirements for resignation of constituent College Board members with P Scott.	SW	ASAP <b>Completed</b>
A4.5	8b	<b>Vice-Principals’ Reports: New Campus Glasgow Project:</b> An electronic link to the full Strategic Options Report will be provided to members.	JC	ASAP <b>Completed</b>
A4.6	8c	<b>Vice-Principals’ Reports: Launch Event Feedback:</b> An update paper on the potential impact arising from recent Government announcements on immigration assessments and the new UKBA restrictions will be provided at a future meeting.	RS	ASAP
A4.7	8d	<b>Vice-Principals’ Reports: Student Services Progress Report:</b> The provision of additional funding for the Student Executive will be considered.	PL	ASAP
A4.8	9	<b>Board Membership:</b> Requests for additional student and staff presence at Board meetings will be further considered at a future meeting of the Board.	ALL/DC	01 11 <b>Superseded A5.2</b>
A4.9	10	<b>Residential Meeting, 26 &amp; 27 January 2011: Update:</b> Update advice will be circulated to members when available.	DC	01 11 <b>Completed</b>
A3.4	8	<b>Principal’s Report:</b> A presentation on quality processes will be provided at the next meeting of the Learning & Teaching Committee.	PL/DC/ VPL&T	To be confirmed
A2.4	6	<b>Chair’s Business:</b> The provision of a private access area within the College website for Board documentation will be further investigated.	DC	ASAP
A2.10	7	<b>Principal’s Report:</b> Additional Board engagement sessions with Executive Leaders, staff and students will be further considered.	PL/DC	

A2.11	7	<b>Principal's Report:</b> It was suggested that a SUMs report be provided a future Board meetings.	PL	
A2.13	9	<b>Legal Issues and Timelines Consequent on Merger:</b> The various recommended actions and timelines will progress to the SFC for further consideration.	PL/DC	
A2.14	11	<b>Constitution and Articles of Government:</b> The Learning and Teaching Committee will advise on the appointment of members of the Academic Board.	PL/JG	
SB A10.4	4	<b>Progress Report from the Principal Designate:</b> Work undertaken at the Board development event will be utilised to prepare a level 1 scorecard. This will provide strategic direction to prepare a Development Plan for City of Glasgow College.	ALL/PL	Def'd 11/10 <b>Completed</b>
SB A12.2	4	<b>Hall of Residence: Presentation on Business Case:</b> Options 1 and 3 will be further investigated in parallel. Option 2 will be terminated.	JO	ASAP <b>Superseded</b>
SB A12.4	4	<b>Hall of Residence: Presentation on Business Case:</b> The provision of additional financial information ie rental levels, financial costs, cash outflows, etc will be considered.	JO	ASAP <b>Superseded</b>
SB A12.11	9	<b>Committee Membership and Board Officers:</b> The provision of an informal equality and diversity advisory committee to the BoM Staffing and Equalities Committee will be further investigated.	DC	<b>Superseded</b>