

**STRICTLY PRIVATE AND CONFIDENTIAL**

**At Glasgow and within the Board Room  
of the Royal Conservatoire of Scotland  
on Wednesday 27 April 2012 at 10.30am**

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

<b>PRESENT</b>	Miss Rachel Brimley	Professor Maggie Kinloch
	Mr Matthew Chinn	Miss Eileen Mackay
	Sir Sandy Crombie	Mr James Miller
	Mr Tom Gilchrist	Mr Philip Oppenheim
	Professor Norman Gillies	Mr Chris Parr
	Mrs Joyce Goodwin	Mr Gavin Reid
	Mr Steven Inch	Professor Norman Sharp
	Dr Paul Jourdan	Professor John Wallace

**IN ATTENDANCE** Professor Celia Duffy  
Mr Ewan Hainey  
Mr Hugh Hodgart  
Mrs Jackie Russell  
Mr Alan Smith  
Mr Havilland Willshire  
Miss Fiona Wilkie

**IN THE CHAIR** Lord Vallance of Tummel

The Chairman welcomed Gavin Reid to his first meeting of the Board.

**1. APOLOGIES FOR ABSENCE**

Apologies for absence were received from Ms Vicky Featherstone, Mr John Hylands, Sir Brian McMaster, Dr Donald Runnicles and Mr Mark Saunders.

**2. CONFIRMATION OF THE MINUTE OF THE MEETING OF THE BOARD OF GOVERNORS HELD ON 27 JANUARY 2012**

The minute of the meeting of 27 January 2012 was approved as an accurate record.

### **3. MATTERS ARISING FROM THE MINUTES NOT ELSEWHERE ON THE AGENDA**

There were no matters arising not elsewhere on the agenda.

### **4. MEMBERSHIP**

The Chairman reported that, with the agreement of the Nominations Committee, he had now spoken to Professor Donald MacRae (Chief Economist of the Lloyds Banking Group, Scotland) who had confirmed that he would be willing to join the Board, with a view to taking over from Mr Miller as Convenor of the Finance Committee. However, whilst Professor MacRae could attend meetings of the Board over the next year, he could not attend meetings of the Finance Committee until a year hence. On that basis, Governors confirmed that Professor MacRae should be invited to join the Board forthwith, with a view to him assuming the convenorship of the Finance Committee in a year's time. Mr Miller had agreed to continue as Convenor of the Finance Committee until Professor MacRae was in a position to assume that role, for which Mr Miller was thanked.

The Chairman reported that Sir Sandy Crombie had stood down from membership of the Buildings Committee and the Finance Committee because of the potential of a perception of a conflict of interest between membership of those committees and his role as Chairman of Creative Scotland, in the context of the proposed National Youth Arts Centre. The Chairman thanked Sir Sandy for his invaluable contribution to the work of both Committees – especially in respect of the Speirs Locks' project.

In terms of its agreed membership, Sir Sandy would not need to be replaced on the Buildings Committee. However, the membership of the Finance Committee required five lay Governors and there were now only four in membership. It was agreed that if any Governor wished to join the Finance Committee then s/he should let the Secretary know. If not, it was further agreed that it would be safe to reduce the required number of lay Governors in membership of the Finance Committee from five to four.

### **5. OUTCOME OF THE SCOTTISH FUNDING COUNCIL STRATEGIC DIALOGUE MEETING**

Governors noted the very positive outcome of the SFC Strategic Dialogue meeting of 20 March 2012. On the basis of that discussion, the SFC appeared to understand, and be supportive of, the Conservatoire's unique mission.

Governors also noted that the Conservatoire would have its first meeting with the SFC regarding its Outcome Agreement on 2 May 2012. The

Conservatoire team would comprise of Professor Kinloch, Mr Smith and Mr Hainey.

## **6. FELLOWSHIPS**

The Chairman invited Governors to suggest recipients for the award of Fellowship of the Conservatoire to either himself or to the Secretary. Fellowship is conferred by the Board of Governors upon individuals who have given outstanding service to the Conservatoire and will be conferred at the Fellowship and Graduation Ceremony, which will take place on 15 November 2012. Two Fellowships will be conferred.

## **7. REVIEW OF HE GOVERNANCE**

The report of the review of HE Governance, which was published on 1 February 2012, was received.

The Chairman reported that the Cabinet Secretary had responded positively to his request, made jointly with the Chairmen of the Glasgow School of Art and the Scottish Agricultural College, for a meeting to discuss the place of small specialist institutions within the governance review and, more particularly, the unique position of the Conservatoire in Scottish higher education. That meeting would take place towards the end of June 2012.

Although the Scottish Government had not published details of how it intended to consult around the review's recommendations, it was agreed that the Conservatoire should prepare such a response in anticipation of a formal consultation process. It was agreed therefore to set up a joint Governors/Academic Board group to formulate that response. That group would include both elected Governors and the President of the Students' Union.

It was noted that it was understood that the Conservatoire's legal structure would not prevent the Scottish Government from enacting any of the review's recommendations in respect of the Conservatoire.

## **8. REVIEW OF THE EFFECTIVENESS OF THE BOARD OF GOVERNORS**

It was agreed that the Secretary should circulate a questionnaire to survey Governors' views of Board effectiveness, the results of which would be considered at the Board's July 2012 meeting.

## **9. AMENDMENT TO STATUTORY INSTRUMENT AND STRUCTURE OF THE COMPANY**

The Secretary reported that the proposed amendments to the Conservatoire's Statutory Instrument remained with the Scottish Government. Advice from Government was that the Conservatoire should continue to seek approval for those relatively minor amendments, notwithstanding the ultimate outcome of the review of HE Governance noted at item 7 above.

The Secretary updated Governors in respect of discussions regarding the structure of the company.

## **10. REPORT FROM THE PRINCIPAL**

The Principal's report was received. Professor Wallace highlighted the proposed development of a National Youth Arts Centre by Creative Scotland as being of particular significance. *(Sir Sandy Crombie recused himself from the discussion at this point.)*

The Principal invited Dr Jourdan to report on the work of the Education Task Force, which had considered the potential of that development in terms of the Conservatoire's mission. Dr Jourdan commented that it would be unwise to design a major project such as this around the availability of a building. However, if the idea were to come to fruition, Speirs Locks would be the ideal location and clearly, the Conservatoire would benefit from the raising of standards in pre-HE education for the performance arts which this proposal envisaged.

Dr Jourdan reported that the Education Task Force had, amongst other things, considered the outcome of the Henley Report on Music Education in England and had concurred with that report's findings in respect of the absolute need to ensure excellence in teaching (one of the primary determinants of standards) and the related need to develop technology in support of teaching.

The Chairman noted that the Conservatoire would need a much clearer insight into the proposed National Youth Arts Centre's:

- purpose
- proposed structure and management arrangements
- financing – capital and recurrent

before taking a decision on the extent of the potential role of the Conservatoire in this initiative. In order to consider the matter further, it was agreed that a working group comprising of Mr Inch (Convenor), Dr McConnell, Dr Jourdan, Mr Reid and Conservatoire staff to be nominated by the Principal should be formed. The working group would report to the next meeting of the Board.

## **11. SCOTTISH DRAMA TRAINING NETWORK**

### **11.1 Outcome of the SFC review**

The report of the SFC review of the Scottish Drama Training Network was received. Governors expressed concern that the report was not as positive as anticipated. As the Conservatoire's additional funding to support drama provision was contingent upon the continued success of the SDTN, it was agreed that the issues identified in the report required close attention. The Vice Principal reported that issues identified by the SFC either were being, or had been, addressed. The Vice Principal also reported that the effectiveness of the SDTN was impeded by a reluctance on the part of Edinburgh Napier and Queen Margaret Universities to appropriately fund the network. It was agreed that the Director of Finance should pursue that issue with his counterparts at those Universities.

The Principal indicated that he intended to discuss the possibility of decoupling Conservatoire funding arrangement from the success of the SDTN.

### **11.2 Progress Report**

The Director's progress report was received. It was agreed that the Vice Principal would bring a detailed report to the next meeting of the Board which addressed issues identified in the SFC's report discussed immediately above.

## **12. REPORT FROM THE STUDENTS' UNION**

The report from the President of the Students' Union was received. Governors congratulated Ms Brimley on the extent of SU activity, which now extended into Europe. The Chairman reported that, at the recent Strategic Dialogue meeting noted at Item 5 above, the SFC had commented very positively on the extent of student engagement across the Conservatoire.

Miss Brimley reported on the outcome of the recent SU election and it was agreed that both the outgoing and incoming President should attend the next meeting of the Board.

The decision to appoint administrative support to the SU and the payment of an honorarium to the Vice-President and the Treasurer and Secretary was noted with approval.

### **13. REPORT FROM THE ACADEMIC BOARD**

Minutes from Academic Board's meetings of 12 March and 18 April 2012 were received and the Principal highlighted the following:

#### Curriculum Reform and Programme Reviews

The successful outcome of the recent undergraduate programme reviews was noted. Preparation was currently underway for the delivery of the new curriculum from session 2012/13.

#### KIS

The Scottish sector had decided collectively that it would not participate in the KIS initiative in 2012/13.

#### ELIR

The Conservatoire would be the first institution to participate in the third iteration of ELIR, which would take place in the second trimester of session 2012/13.

#### Mid- to Long-Term Graduate Destinations Survey

CUK would consider two bids in respect of the introduction of a sector-wide survey of Conservatoire graduates and the Principal was hopeful that the project would proceed on the basis of one or other of them.

#### NSS

The Deans were leading in the Conservatoire's response to the 2010/11 pilot of the NSS and Academic Board was content that that response was appropriate. The results of the 2011/12 pilot would be available in May/June. It was confirmed that the Conservatoire would join the NSS from session 2012/13.

The Principal noted that, from session 2012/13, it was expected that the replacement of the MER process with Programme Committees would improve the effectiveness of student feedback. The President of the Students' Union concurred with that view.

#### **13.1 Quality Assurance and Enhancement Report to the Board of Governors**

The Academic Board's annual report to the Board of Governors in respect of quality assurance and enhancement was received. The Principal noted that this was the first year that the report had been presented in that form and highlighted key aspects.

It was agreed that Academic Board should be requested to consider how the report might be brought to the Board's January meeting.

#### **14. REPORT FROM THE FINANCE COMMITTEE**

The minutes of the meeting of 23 March 2012 were received and Mr Miller highlighted the following:

##### Pension Provision

The Conservatoire's approach to pensions was currently under review.

##### Budget: 2011/12

Means were being sought to minimise the projected underperformance in the current budget.

##### Edinburgh Festival Proposal

The Finance Committee would consider the budgetary implications of an enhanced engagement with the Edinburgh Festival.

##### Financial Sustainability Group

The valuable contribution of the Financial Sustainability Group to the work of the Committee was noted.

#### **15. REPORT FROM THE AUDIT COMMITTEE**

The minutes of the meeting of 23 March 2012 were received and, in Mr Hylands' absence, Miss Mackay highlighted the following:

##### Risk Management

The Committee had agreed that there was no need for direct Governor involvement in the Risk Management Group, although it had also agreed that the Convenor of the Audit Committee would attend the occasional meeting of that Group. It was agreed that the extension of activity in Trimester 3 would require particular attention. It was also agreed that perceived risks and opportunities in respect of the forthcoming referendum on Scottish independence should be elaborated and that health and safety should continue to remain a relatively high risk.

##### Anti-Bribery Policy and the Fraud Prevention Policy

Governors noted the approval of the Anti-Bribery Policy and the Fraud Prevention Policy which, it was agreed, should be circulated to all Governors.

## **16. REPORT FROM THE BUILDINGS COMMITTEE**

The minutes of the meeting of 23 March 2012 were received and Mr Gilchrist highlighted the following:

### Speirs Locks: Phase 3

The Committee would consider a Phase 3 design at its next meeting. The SFC had indicated that it was a matter for the Conservatoire if it wished to appoint the same design team as was used in earlier phases of the project. The Committee was proceeding as if it had vacant possession, although negotiations were continuing with one of the sitting tenants.

### Renfrew Street Building

Improvements to the frontage of the Renfrew Street Building were not a priority currently, but would be kept under review.

## **17. REPORT FROM THE HEALTH AND SAFETY COMMITTEE**

The minutes of the meeting of 28 March 2012 were received and Mr Parr highlighted the following:

### Internal Security

The introduction of secure entry throughout the Conservatoire was viewed as a very positive development in creating a safe environment.

### Health and Safety Audit

Mr Parr reported that he had led the first health and safety audit this morning at Speirs Locks. The audit team had formed a very positive impression, particularly in respect of the level and quality of housekeeping. Mr Parr would invite other Governors to join him on future audits as the programme rolled out.

## **18. REPORT FROM HUMAN RESOURCES**

The report from the Director of Human Resources was received.

It was noted that there was an established process through which Governors would be made aware of a major incident which involved either staff or students. Nevertheless, it was agreed that all such procedures should be reviewed, with the involvement of Governors if and as appropriate.

## **19. DATES OF FUTURE MEETINGS**



6 July 2012. NB this meeting will extend into the afternoon.

Graduation

Tuesday 3 July 2012 at 11.00am and 3.00pm

2012/13

26 October 2012

25 January 2013

26 April 2013

12 July 2013

AGM (evening meeting)

12 December 2012

**20. ANY OTHER COMPETENT BUSINESS**

There was no other business.