

At Glasgow and within Rockvilla House, National Theatre of Scotland on Friday 27 April 2018 at 10.00am being a meeting of the Board of Governors

PRESENT	Dr Laura Bissell	Nick Olsen
	Fiona Ballantyne	Mark Paris (by telephone)
	Professor Norman Gillies	Gavin Reid
	Dr Anne Lorne Gillies	Agnes Robson
	John Hylands	Jean Sangster
	Tari Lang	Professor Jeffrey Sharkey
	Mark Leishman	Professor Norman Sharp
	Donald MacRae	Will Stringer
	Sharon Mair	Aidan Teplitzky
		Colleen Toomey

IN ATTENDANCE Dr Lois Fitch
Ewan Hainey
Janette Harkess
Hugh Hodgart
Dr Gordon Munro
Jackie Russell
Alan Smith

IN THE CHAIR Nick Kuenssberg

The meeting was preceded by a presentation from Brenna Hobson, Executive Producer/Deputy Chief Executive, National Theatre of Scotland highlighting areas of actual and potential collaboration between NTS and the Conservatoire.

On the occasion of his final meeting of the Board, the Chair thanked Gavin Reid for his generous and highly valued contribution to the work of the Board and for his engagement with the wider Conservatoire community. Mr Reid responded by saying that his time as Governor had been extraordinarily satisfying and rewarding and that he would continue to be a proud ambassador for the Conservatoire in the future.

1. APOLOGIES FOR ABSENCE

Apologies were received from Sir Johnathon Mills and Maria Taylor.

2. DECLARATIONS OF INTEREST

There were no declarations of interest notified.

3. **CONFIRMATION OF THE MINUTE OF THE MEETING OF THE BOARD OF GOVERNORS HELD ON 26 JANUARY 2018**

The minute of the previous meeting **was approved** as an accurate record. All of the actions agreed at the last meeting had been actioned or were in hand.

The Principal reported that he had begun discussions with Sir Johnathon Mills about the prospect of an enhanced presence at the Edinburgh Festivals for the Conservatoire and noted that the forthcoming review of postgraduate programmes would present an opportunity to consider the alignment of those programmes with opportunities at the Edinburgh Festivals. Details of the Conservatoire's engagement with this year's Edinburgh Festivals would be circulated to Governors.

It was agreed to circulate to Governors the vision statement for the Conservatoire prepared for the Scottish Funding Council.

4. **MATTERS ARISING FROM THE MINUTE NOT ELSEWHERE ON THE AGENDA**

There were no matters arising not elsewhere on the agenda.

5. **OUTCOME OF ANNUAL EFFECTIVENESS REVIEW**

The outcome of the Annual Effectiveness Review survey was received, in which there were several significant but also contradictory responses. **It was agreed** that the survey should be referred to the Chairs' Committee (now Convenors' Group – see Item 21), augmented by an elected Staff Governor and a Student Governor, for detailed analysis and discussion. On that basis, the group would formulate recommendations to be considered by the Board at its June meeting.

Any Governor who had not yet completed the survey was encouraged to do so – the Secretary would re-circulate the link to the survey. Should any Governor wish to emphasise any point or raise any issue not covered by the survey, s/he should contact the Chair, Vice Chair or Secretary.

6. **REPORT FROM THE PRINCIPAL**

The Principal's report was received. Professor Sharkey reported on recent discussions with the SFC (see Item 11 Outcome Agreement below) and, following on from those discussions, the need to ensure the effectiveness of the Conservatoire's Transitions programme in facilitating access to the Conservatoire. The imperative to make SFC and Scottish Government aware of the additional resource that may be required to support

recruitment from SIMD 20 data zones was emphasised.

An opinion piece from the Principal that highlighted the importance of pre-HE specialist education in, and for, the performing arts to be published in *The Times* was tabled.

7. QS RANKINGS

An analysis of the Conservatoire's most recent ranking in the QS World University Rankings for performing arts institutions was received. For 2018, the Conservatoire was ranked as number 5 in the world, having been ranked at number 3 and 6 in the previous 2 years. Governors congratulated the Principal and the entire Conservatoire community on that outstanding and sustained achievement.

It was also noted that the Conservatoire had been ranked second in the Complete University Guide's Arts, Drama and Music League Table, another outstanding achievement.

It was noted that the range of international conferences that the Conservatoire hosted would assist in helping the Conservatoire maintain and enhance its international profile.

8. REPORT FROM THE STUDENTS' UNION

The President's report was received. Mr Stringer reported that, with the encouragement of the Conservatoire's Students' Union, the NUS was campaigning for better provision of performing arts pre-HE education.

The Students' Union's request that the Conservatoire withdraw from its investments in oil and gas would be considered at the next meeting of the Finance and General Purposes Committee, which would subsequently report to the Board.

9. HIGHER EDUCATION GOVERNANCE (SCOTLAND) ACT 2016

Governors noted the recommendation included in the minute of the meeting of the Chairs' Committee at Item 21.2 of the agenda for today's meeting that the Conservatoire should not now seek an exemption from any aspect of the Higher Education Governance (Scotland) Act 2016 (the Act) – the Board's position to date was that an exemption should be sought. Governors **approved** the recommendation that an exemption should not be sought.

On the basis that the Conservatoire would now work towards compliance with the Act, the process for making the amendments to the

Conservatoire's Order of Council that would be necessary to reflect the requirements of the Act was noted.

Draft amendments to the Order of Council **were approved** as circulated. Those draft amendments would provide the basis for discussion with Scottish Government, through which mutually agreed amendments would be confirmed. Governors noted Scottish Government's expectation that it would have sight of internal processes that would be put in place to operationalise the amendments to the Order of Council e.g. rules for the election of a Chair, which would include definitions of 'student' and 'staff' for the purposes of establishing the electoral franchise.

10. SCOTTISH CODE OF GOOD HIGHER EDUCATION GOVERNANCE

Governors noted the recommendation included in the minute of the meeting of the Chairs' Committee at Item 21.2 in respect of compliance with the Scottish Code of Good Higher Education Governance.

11. OUTCOME AGREEMENT: SESSION 2018/19

The Outcome Agreement for session 2018/19 **was approved**, subject to minor amendment, for submission to the Scottish Funding Council. Governors noted that, in the course of negotiations about the Outcome Agreement, SFC had asked the Conservatoire to increase its target for recruitment of students from SIMD 20 data zones by 3 students for entry in 20/21 i.e. from 21 to 24 and by 2 students for entry in 19/20 i.e. from 21 to 23. After discussions with SFC staff, which included the Principal and the Acting Chief Executive of SFC, Conservatoire staff agreed to the SFC's request. In doing that, the Principal reiterated to SFC his widely shared concern about the declining investment in pre-HE performing arts education across Scotland, which made the promotion of fair access all the more challenging. That concern was reflected in the text of the Outcome Agreement.

It was noted that the Outcome Agreement had previously been approved by the Academic Board and a widely drawn group of staff and students, which had met under the convenorship of the Assistant Principal.

12. DRAFT INTERNATIONAL STRATEGY

A draft International Strategy which provided headlines in respect of planned activity over the next two years was received. A longer term International Strategy would be developed to dovetail with the Conservatoire's new 2020 Strategic Plan.

Governors requested that greater detail be provided to the next meeting of the Board in respect of specific actions and priorities e.g. which countries would be targeted for student recruitment, engagement with the Commonwealth, and priorities in respect of international fundraising and profile enhancement. A timeline for implementation should also be produced, alongside indicators of success.

In addressing the above, the CSMT was asked to re-visit the points recorded in the minute of the meeting of the Chairs' Committee included under Item 21 below.

A complementary strategy would be produced by the International Advisory Board for the USA, and it was emphasised that it was particularly important that those engaged with the IAB in the USA understood expectations of them and the strategic narrative.

13. DRAFT ALUMNI STRATEGY

It was noted that the draft Alumni Strategy was intended as a high-level summary, for which there was a detailed draft operational plan in place to facilitate its implementation. The need to recognise and celebrate the achievements of all of the Conservatoire's graduates and staff in all alumni related activities and publications was emphasised. **It was agreed** that a timeline for implementation should be produced, alongside indicators of success.

It was agreed that, in relation to this Item and Item 12: Draft International Strategy, the Assistant Principal would make a presentation to the Board's forthcoming away day that would make explicit the inter-connectedness of these, and other e.g. research, strategies and set them all within the context of preparations for the Conservatoire's next Strategic Plan. That presentation would also address Item 7: QS Rankings in the context of future strategy and the need to maintain and build on the Conservatoire's international standing.

14. REPORT FROM THE ACADEMIC BOARD

14.1 Summary report of the meeting of 14 February 2018

A summary report from the meeting of the Academic Board held on 10 January 2018 was received.

The Principal reported that the undergraduate review process had concluded satisfactorily, with all programmes under review being approved for a further five years. The Principal recorded his thanks to Dr Francis Quinault for his guidance and support throughout the latter stages of the review process.

14.2 Reflective Analysis

The Reflective Analysis prepared for the current ELIR was received. Governors thanked and congratulated Dr Munro, who had led in the drafting process, and colleagues on the production of a comprehensive description and analysis of the Conservatoire's academic processes and associated achievements and challenges.

The Principal reported that the ELIR stage 1 visit, which had very recently concluded, had been positive and productive.

14.3 Compliance with SFC Guidance to HEIs on Quality

Current compliance with the SFC Guidance to HEIs on Quality was noted. The President of the SU and the Secretary would progress the single outstanding issue in respect of the development of a Student Partnership Agreement.

15. REPORT FROM THE FINANCE AND GENERAL PURPOSES COMMITTEE

15.1 Summary report of the meeting of 16 March 2018

A summary report from the meeting of the Finance and General Purposes Committee held on 16 March 2018 was received.

15.2 Management Accounts

The Management Accounts as at January 2018 were received. It was noted that the forecast outturn for the year was in line with the budgeted surplus of £121K.

Governors were reassured that unfilled vacancies that contributed towards the recorded underspend should not adversely affect any aspect of the Conservatoire's operation and, in particular, programme delivery, as duties attached to vacant posts would either be re-assigned to existing staff or 'back-fill' would be provided.

16. REPORT FROM THE AUDIT COMMITTEE

16.1 Summary report of the meeting of 16 March 2018

A summary report from the meeting of the Audit Committee held on 16 March 2018 was received.

16.2 Strategic Risk Register

It was acknowledged that further work was required in respect of the Conservatoire's approach to both the scoring of risk and the assessment and articulation of risk appetite. The Audit Committee would oversee that work and report to the Board. It was noted that this was a substantial piece of work, which would most likely require a year to complete.

17. REPORT FROM THE BUILDINGS COMMITTEE

17.1 Summary report of the meeting of 16 March 2018

A summary report from the meeting of the Buildings Committee held on 16 March 2018 was received.

Mr Monaghan reported that he and the Director of Finance and Estates would visit the Royal Birmingham Conservatoire to see its new buildings.

18. FAIR ACCESS COMMITTEE

18.1 Summary report of the meeting of 12 March 2018

A summary report from the meeting of the Fair Access Committee held on 12 March 2018 was received.

Professor Sharp reported that he was pleased with the first year's progress, whilst acknowledging that the Committee had much work to do.

19. REPORT FROM THE HEALTH, SAFETY AND WELL-BEING COMMITTEE

19.1 Summary report of the meeting of 21 March 2018

A summary report from the meeting of the Health, Safety and Well-Being Committee held on 21 March 2018 was received.

Ms Main reported that noise at work was a current priority and that the Conservatoire was working with the Association of British Orchestras in addressing that issue. The post of Health, Safety and Wellbeing Manager, which had recently fallen vacant, was currently being advertised.

20. REPORT FROM THE INTERNATIONAL ADVISORY BOARD

Mr Paris reported that the IAB would extend its membership in September 2018. The need to be clear about the purpose of IAB engagement with individuals in the USA and the closely related need for effective follow-up of contacts made was emphasised.

20.1 International Advisory Board Constitution

In order to underpin the IAB's legal status in the USA **it was agreed** to rescind decisions previously taken in respect of IAB's relationship with the Board. The Chair, the Chair of the IAB and the Principal would meet to recommend the terms of a relationship and means of communication between the Board and the IAB that would ensure common purpose, but would not compromise IAB's legal status in the USA. A report would be made to the next meeting of the Board.

21. CHAIRS' COMMITTEE

21.1 Revised remit

A revised remit and title (Convenors' Group) for the group **was approved** as circulated. **It was agreed** that staff and student Governors would be involved in the group's discussions as appropriate. It was emphasised that the group was *ad hoc* and advisory in nature, and any recommendations formulated by the group would be submitted to the Board for consideration.

21.2 Minute of the meeting of 6 March 2018

The minute of the meeting of the Chairs' Committee of 6 March 2018 was received.

22. AWAY DAY – 28 JUNE 2018

The programme for the away day, which would take place in the Conservatoire and conclude with dinner, would be circulated in due course.

23. DATE OF FUTURE MEETINGS

29 June 2018
2 November 2018
1 February 2019
26 April 2019
28 June 2019

AGM

5 December 2018 at 12 noon

Graduation

Thursday 5 July 2018

Thursday 25 October 2018

Thursday 4 July 2019

24. ANY OTHER COMPETENT BUSINESS

The Chair reported that the RSAMD Endowment Trust had changed its name to the RCS Infrastructure Trust.

Ms Mair reported that BBC Scotland would be working with students from the BA Performance in British Sign Language and English.

The Chair and the Principal (and staff attendees except the Secretary) left the meeting and Mr Hylands, in his capacity as Senior Independent Governor, facilitated an appraisal of the Chair's performance since his appointment. Mr Hylands would meet separately with the Principal, after which he would provide feedback to the Chair.

ACTIONS ARISING FROM THE BOARD OF GOVERNORS' MEETING OF 27 APRIL 2018

Item No.	Person(s)	Action	By/when
3	Principal	Continue discussions with Sir Jonathan Mills in respect of engagement with the Edinburgh Festivals.	To provide a progress report to the next meeting of the Board.
3	Secretary	Circulate the draft vision statement for the Conservatoire prepared for the Scottish Funding Council.	With the minute of the meeting.
5	Chairman/Secretary	The Convenors' Group, augmented by an elected Staff Governor and a Student Governor, to consider the outcome of the effectiveness review and formulate recommendations to be considered by the Board at its June meeting.	To provide a report to the next meeting of the Board.
8	Director of Finance and Estates	Finance and General Purposes Committee to consider the future of investments in oil and gas.	To provide a report to the next meeting of the Board.
9	Secretary	Submit proposed amendments to the Conservatoire's Order of Council to Scottish Government.	Immediately.
11	Secretary	Submit approved Outcome Agreement to the SFC.	Immediately.
12	Principal	Address points made in respect of the draft International Strategy.	To provide a report to the next meeting of the Board.
13	Principal	Address points made in respect of the draft Alumni Strategy.	To provide a report to the next meeting of the Board.
14.3	President of the SU/ Secretary	The President of the SU and the Secretary to progress the development of a Student Partnership Agreement.	Immediately.
16.2	Director of Finance and Estates	Audit Committee to oversee the development of the Strategic Risk Register.	To provide a progress report to the next meeting of the Board.
20.1	The Chair, the Chair of the IAB	Formulate recommendations in respect of a relationship and means of communication between	To provide a report to the next meeting of the Board.

	and the Principal	the Board and the IAB that would ensure common purpose, but would not compromise IAB's legal status in the USA.	
21	Chair	Implement decisions in respect of the Convenors' Group.	Immediately.