



**Minutes of the meeting of the Board of Trustees of  
Glasgow Caledonian New York College held on March 7,  
2019**

**Present:** Gordon Jack (Chair)  
Daniel Bena (by phone), Kim Brizzolara, Professor Pamela Gillies, Ian Kerr  
(by VC), Professor James Miller, Professor Ann Priest (by phone), Elinor  
Tatum, John Walker<sup>1</sup>

**Apologies:** -

**In Attendance:** Cara Smyth, VP GCNYC  
Professor Robert Clougherty, Provost  
Riley Power, Head of Governance (by VC)  
Agnes Russell, Head of Financial Accounting (by VC)  
Marnie Vaughan, Marketing Coordinator (for Item 7 only)  
Dominique Studer, Director of Recruitment (for item 7 only)

**1 APOLOGIES FOR ABSENCE**

1.1 There were no apologies for the meeting.

**2 DECLARATION OF MEMBERS INTERESTS**

2.1 The Board noted the register of interests of members. Board members were invited to advise the secretariat of any change to their registered interests as they arose and clarify. No changes or additional interests were notified.

**3 MINUTES OF MEETING OF BOARD OF TRUSTEES HELD ON DECEMBER 14, 2018**

3.1 The Board noted and approved the minutes of the meeting of the Board of Trustees on December 14, 2018 as an accurate record of the meeting.

**4 MATTERS ARISING BRIEFING NOTE**

4.1 The Board considered a report on the matters arising from its meeting held on December 14, 2018. Trustees noted the actions that had been taken in relation to each matter arising.

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<sup>1</sup> The Trustees in attendance constituted a quorum.

## **5 CHAIR OF THE BOARD OF TRUSTEES REPORT**

- 5.1 The Board received a report from the Chair on the activities he had undertaken and meetings he had attended on behalf of the Board. The Chair noted in particular his meeting with representatives of the Middle States Commission for Higher Education.

## **6 PRESIDENT & CEO'S REPORT**

- 6.1 The Board received a report from the President & CEO. The President & CEO noted the following, in particular:

- (a) The President & CEO had established the President's Executive Group comprised of the President & CEO, Ms Cara Smyth, Professor Robert Clougherty, Professor James Miller and Ms Susan Mitchell with the aim of focussing on key strategic areas and ensuring GCNYC utilised the expertise of GCU in pursuing its strategic objectives.
- (b) GCNYC was now officially recognised as part of the SEVP which meant that the College could now sponsor visas for international students on all three of its Masters programmes.
- (c) The President & CEO also provided an update on the activities and recent developments across the University group as a whole.

## **7 VICE PRESIDENT GCNYC'S REPORT**

- 7.1 The Board received a report from the VP GCNYC which highlighted in particular:

- (a) Following the approval of SEVP status, the College had developed short, medium and longer term plans for recruitment activity to deliver budgeted student numbers. The VP GCNYC provided an overview of the actions taken to refocus on student recruitment and noted that the detailed plans would be discussed in greater detail later on the agenda.
- (b) The VP GCNYC explained in detail the income generation pipeline for GCNYC, highlighting income from accredited education in addition to income generated from strategic consultancy and grants.

- 7.2 The Board was encouraged to see the income generation pipeline report and agreed that this was a useful reporting format.

- 7.3 The Board queried how many students could be recruited before the College reached its capacity in terms of space utilisation. The VP GCNYC advised that the maximum that could be recruited was 270 students for any given term. The Board noted that there was a risk of damaging the College's brand if it was not in a position to adequately cater for the budgeted student numbers and that early thought should be given to this issue. The President and CEO advised that if the University met its budgeted numbers, it would reach a breakeven position and could then consider what further expansion was possible. The Chair of the Board requested that the next budget include an analysis of the impact on space utilisation of projected student numbers.

**ACTION: Space utilisation options paper to be included with final budget papers for GCNYC.**

- 7.4 In relation to the strategic consultancy and grant activity, the Board queried the return on investment of these activities and whether the diverted resources away from the core task of increasing income from accredited education. The VP GCNYC advised that the College was looking very carefully at ROI on all activities and were developing a methodology around determining ROI which would be included in the reporting on these activities.
- 7.5 The Board queried whether the College had undertaken student satisfaction surveys and the results of these. The Provost noted that these surveys would be conducted at the end of term and that the results would be shared with the Board. It was noted that the Students' Association in NY conducted surveys also and that students were forming a strong community through the Association in NY around the Common Good theme and that these networks continue beyond graduation.
- 7.6 The Board received a presentation from the Director of Recruitment and the Marketing Coordinator on the detailed marketing and recruitment plans for domestic and international students. It was noted that the plans set out what was considered achievable targets but that the ambition was to exceed these targets. The Board discussed the basis for the assumptions underpinning the plans and the level of confidence in achieving and exceeding the proposed targets. The Board also noted that the targets included in the plans did not assume that Title IV accreditation had been received.

**8 GCNYC PERIOD 6 MANAGEMENT ACCOUNTS 2018-19**

- 8.1 The Board received an update from the VP GCNYC on the Period 6 Management Accounts. The VP GCNYC provided the headline results from the Period 6 report and invited questions from the Board.
- 8.2 The Board emphasised the need to set budget numbers that could be achieved and beaten in order to build greater confidence in the budget setting process and the projected numbers. In addition, the Board considered that the management accounts should make clearer the costs associated with each income line, to better understand the return on investment. The Board also agreed that there should be a reduction in the discount rate, which seemed high. The President & CEO and the VP GCNYC explained that it was more likely that the 2019-20 numbers would be beaten than the 2018-19 numbers and that the College now had a more robust basis upon which to base budget assumptions and that further work through the PEG would enhance the reporting to the Board on these figures.

**9 GCNYC STRATEGIC PLAN UPDATE REPORT**

- 9.1 The Board received an update report on the development of the GCNYC Strategy and endorsed a document which set out the approach to the vision, mission, values, goals and research philosophy of the College.

## 10 GCNYC PROVOST'S REPORT

- 10.1 The Board considered a report from the Provost which provided an update on the academic functions and performance of the College since the last meeting of the Board. The Provost noted the following, in particular, a regulatory map developed by the Provost and which outlined the work that had been undertaken to acquire the appropriate licenses and accreditation and the steps that were still required to achieve final accreditation and to comply with the terms of the provisional charter and other regulatory requirements required by MSCHE.

## 11 ACCREDITATION UPDATE

- 11.1 The Board noted a report from the Provost which set out the actions the College was taking as part of its self-study period of the MSCHE accreditation process.
- 11.2 The Board noted that a process required to be in place to ensure any risks associated with the accreditation process could be captured and communicated to the Board. It was agreed that the College would liaise with GCU on the risk events log process designed to capture and communicate risk events.

**ACTION: College to liaise with GCU Finance team on risk events log process and how this could be adapted for GCNYC.**

## 12 GCNYC ACADEMIC BOARD REPORT

- 12.1 The Board noted a report from the Provost on the activities of the Academic Board since the last meeting of the Board.
- 12.2 The Board **approved** the proposed changes to the Academic Probation Policy included as an appendix to the report.

## 13 GCNYC BOARD SECRETARY'S REPORT

- 13.1 The Board noted a report from the Board Secretary which provided an update on the appointment of an additional trustee and the options recommended by the College's legal advisers on filling the vacancy. It was agreed by the Board that a number of candidates would be identified and approached for possible interview in June 2019 before recommendations were submitted to the Board. The Board considered the skills matrix that was provided to support this recruitment exercise.

**ACTION: Suitable candidates for Board membership to be identified and approached for possible interview in June 2019.**

- (a) Updated the Board on progress toward completing the transfer of assets and liabilities from GCU-NYC, Inc. to GCNYC pursuant to the transfer agreement approved at the last meeting of the Board.
- (b) Provided the Board with the proposed forward work-plan for 2019-20. The Board **approved** the proposed forward work programme.

**14 GCNYC AUDIT COMMITTEE**

- 14.1 The Board noted a report from the Chair of the Audit Committee and Board noting that the Audit Committee had approved the External Audit Strategy for the Year-End Audit and that there would be further discussions between the Chair of Audit, the Board Secretary and the Chair of the Board on the most appropriate options for developing an internal audit function within the College.

**15 DRAFT AGENDA FOR NEXT MEETING OF GCNYC BOARD OF TRUSTEES**

- 15.1 The Board noted the draft agenda for the next meeting of the Board of Trustees and requested that the agenda be updated to take account of any discussion at the meeting on future agenda items.

**16 DATE OF NEXT MEETING**

- 16.1 Board members noted that the date of the next meeting would be Friday, June 28, 2019.