

Minute of Special Board Meeting held on Monday 14 March 2016

Present	
Margaret Cook (Chair)	Caroline MacDonald
Alisdair Barron (Chair, COGC)	Linda McDowall
Frank Coton	Janet McKay
Irving Hodgson (Chair, GKC)	Leonie O'Connor
Clare Ireland	Jackie Russell
Carol Kirk	Grahame Smith
Alex Linkston (Chair, GCC)	
In Attendance	
Sally Castledine (Scott-Moncrieff)	Paul Little (Principal, COGC)
Gary Devlin (Scott-Moncrieff)	Paul McAllister (Secretary to the GCRB Board)
Martin Fairbairn (Interim Chief Officer)	Alan Sherry (Principal, GKC)
Sandra Hampson (Executive Assistant)	
Apologies	
Andrew Aitken	Jim O'Donovan
Ian Gilmour	Susan Walsh (Principal, Glasgow Clyde College)
Holly Moran	

1. Introduction and Apologies

Paper No: Verbal

1.1 Discussion

The Chair welcomed:

- Frank Coton to his first GCRB Board meeting;
- Paul Little, Principal, City of Glasgow College and Alan Sherry, Principal, Glasgow Kelvin College;
- Paul McAllister, Secretary to the Board of GCRB (and Clerk to the Glasgow Kelvin College Board of Management);
- Gary Devlin and Sally Castledine, Scott-Moncrieff (External Auditors)

Apologies were noted for Andrew Aitken, Ian Gilmour, Hollie Moran, Jim O'Donovan and Susan Walsh, Principal, Glasgow Clyde College.

2. Declarations of Interest

Paper No: Verbal

2.1 Discussion

The Chair reminded members that it is their personal responsibility to indicate to the Chair at any point during the meeting if they have, or may be perceived as having, a conflict of interest under any item on the agenda.

Paul Little declared an interest in agenda item 5.

3. Annual External Audit Report

Paper No: BM5-A

3.1 Discussion

The Chair **invited** Gary Devlin, Scott-Moncrieff to present the Annual External Audit Report and the Board was **invited** to comment. Gary Devlin presented the main points of the external audit report and confirmed to the Board that the GCRB Audit Committee had approved the report, with suggested minor changes which had been accepted, on Friday, 11 March 2016. The Board **noted** that the final version of the report will be sent to Scottish Funding Council, Audit Scotland and the Scottish Government. The Chair of the Audit Committee was given the opportunity to comment by the Chair and stated she was happy that the comments from the Audit Committee were to be included in the report.

3.2 Decision

The Board **noted** the report.

4. Review of Letter of Representation

Paper No: BM5-B

4.1 Discussion

The Chair **invited** Gary Devlin, Scott-Moncrieff to present the draft Letter of Representation and **invited** the Board to agree to recommend that the Interim Chief Officer sign the letter on behalf of the Board.

4.2 Decision

The Board **agreed** that the Interim Chief Officer sign the letter on behalf of the Board.

5. Draft 2014-15 Annual Report and Accounts

Paper No: BM5-C

5.1 Discussion

The Chair **invited** the Interim Chief Officer to present the draft 2014-15 Annual Report and Accounts. The Interim Chief Officer began by thanking Alex Stewart, Head of Finance, City of Glasgow College for his work and support on the preparation of the Annual Report and Accounts and **invited** the Board to approve the draft annual report and accounts for 2014-15. It was noted that the wording on page 15 "planned governance structure" needed to be changed since it is now in place and on page 31 the word "College" needed to be added to Glasgow Clyde in the sentence relating to George Chalmers.

5.2 Decision

The Board:

- **noted** there were no matters from an audit perspective that prevented the accounts being approved;
- **agreed** it is appropriate for the accounts to be prepared on the 'going concern basis';
- **noted** that:
 - although the required structures, systems and procedures for an effective system of governance and internal control have now been established (including arrangements for the efficient and effective use of public funds), because they were not complete and fully implemented until recently, it has not been possible to rely upon them for the 2014-15 accounting period;
 - all expenditure relating to GCRB during the period has been handled by the SFC, Glasgow Caledonian University and the City of Glasgow College. GCRB has obtained assurance from these organisations that their systems of governance and internal control were operating satisfactorily during the period; and
- **approved** the annual report and accounts and authorised the Interim Chief Officer and the Chair to sign them.

6. Date of Next Meeting

Paper No: Verbal

The next full Board Meeting was **agreed** as **Monday, 25 April 2016** to be held at Springburn Campus, Glasgow Kelvin College.