

THE GLASGOW SCHOOL OF ART

BOARD OF GOVERNORS

ADDITIONAL MEETING: 24 SEPTEMBER 2021

Governors: Ms Muriel Gray (Chair), Professor Graham Caie, Ms Ann Faulds, Professor John French, Mr Thomas Greenough, Dr Marty Herbert, Ms Josie Kay-Ogunsola, Dr Kate Lampitt Adey, Dr Simon Learoyd, Professor Penny Macbeth, Mr Michael McAuley, Ms Kathy Molloy, Mr Habib Motani, Mr Rory O'Neill, Mr Harry Rich, Dr Graham Sharp, Professor Sarah Smith, Mr Andrew Sutherland, Ms Lesley Thomson and Mr Tsz Wu.

Governance Office: Dr Craig Williamson (Registrar and Secretary), Ms Lisa Davidson (Assistant Secretary to the Board).

[This meeting was held via video-conference.]

2122.01 WELCOME AND APOLOGIES

The Chair welcomed members, particularly new Independent Governors Professor Caie, Dr Learoyd and Dr Sharp, as well as Mr O'Neill and Ms. Kay-Ogunsola. The Chair also extended her thanks to members for attending the meeting called at short notice. Apologies were noted from Ms Bennie, Ms McInnes, Mr Sanderson and Professor Trefethen.

2122.02 DECLARATIONS OF INTEREST

The following professional relationships are noted for the record: CMS (Mr McAuley, Ms Faulds), Graven (Dr Herbert, Mr Sutherland, Ms Thomson), GSASA (Mr O'Neill and Ms Kay-Ogunsola), Page\Park (Mr Sutherland), Scottish Futures Trust and Scottish Futures Trust Investments (Ms Faulds).

2122.03 UPDATE FROM THE CHAIR

The Chair briefly summarised matters, in that on 14 September 2021 the Chair wrote to the Board of Governors informing them of her intention to demit office on 30 September 2021, setting out her reasons, and welcoming telephone conversations with members. At the meeting, the Chair highlighted that, if possible, she wished to speak to all members personally and invited Governors to advise her of when would be convenient.

The Chair confirmed to the Board that she had, on 14 September 2021, written to both the Chair and the Chief Executive of the Scottish Funding Council to inform them of the position.

2122.04 DISCUSSION

The Board noted Paper 2 *Prescribed Rules and Intended Arrangements Regarding the Appointment of An Interim Chair* which included as appendices GSA's Articles of Association (approved in December 2020), the Remit and Membership of the Nominations Committee (updated for 2021/22), and the Process for the Appointment of the Vice Chair to the Board of Governors (approved in December 2020).

The following points are drawn from the subsequent detailed Board discussion:

- The Board noted the Chair's reasons for demitting office, as set out in her correspondence of 14 September 2021.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

The Board took the opportunity to formally record its thanks the Chair for her dedicated service to GSA over the previous eight years, with several Independent Governors sharing their personal appreciation and experience of the Chair's significant and impactful commitment to the School.

The Board agreed to follow the process as set out in the documentation presented to the meeting, set within the context of the detailed discussion held. Accordingly, following confirmation of indications of interest, a meeting of the Nominations Committee would take place. The Nominations Committee would then make a recommendation to the Board.

2122.05 FUTURE BOARD MEETING

Monday 18 October 2021.

**Dr Craig Williamson
Registrar and Secretary
5 October 2021**