

<b>Committee:</b> Governance & Effectiveness Committee of the Board of Governors of the Guildhall School of Music & Drama	<b>Date:</b> 2 October 2018
<b>Subject:</b> Proposal to combine Nominations and Remuneration Committee	<b>Public</b>
<b>Report of:</b> Principal	<b>For decision</b>
<b>Report author:</b> Katharine Lewis	

## Summary

There is a concern that there are too many committees which places a strain on members of the Board and can on occasion make organising a meeting difficult. However, equally there is a sector expectation and requirement that all the roles of the current subcommittees of the Board of Governors are covered. Finance and Audit & Risk must necessarily be separate but there is no reason why some of the other committees could not be combined.

It is proposed, therefore, that the two committees with the smallest amount of business, Nominations and Remuneration, are combined into a single committee. In both instances neither committee covers the full range of business that would normally be considered in similar committees within a standard Higher Education Provider due to the unique governance arrangements with the City of London, and the Board of Governors not being the employer.

The proposed constitution for the combined committee takes into account the CUC HE Code of Governance, the new The Higher Education Senior Staff Remuneration Code, published by the CUC in June 2018 see: <https://www.universitychairs.ac.uk/wp-content/uploads/2018/06/HE-Remuneration-Code.pdf> and also ensures that terms of reference are aligned with the Instrument & Articles of Government. References to the codes are given in italics, changes to terms of reference are in grey highlight.

## Recommendation

Members are asked to:

- Endorse the proposal (subject to amendment as appropriate) for onward approval by the Board of Governors.

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