

<b>Committee(s):</b>	<b>Date(s):</b>
Barbican Centre Board	21 May 2014
<b>Subject:</b> Appointment of Sub Committees 2014/15	<b>Public</b>
<b>Report of:</b> Town Clerk	<b>For Decision</b>
<b>Summary</b>	
<p>The purpose of this report is to consider the appointment of the Barbican Centre Board's sub-committees, to approve their compositions and Terms of Reference.</p> <p>The Board is responsible for appointing representatives on to the following Sub-Committees:-</p> <ul style="list-style-type: none"> <li>• Finance Committee of the Barbican Centre Board</li> <li>• Nominations Committee of the Barbican Centre Board</li> <li>• Reference Sub Committee of the Barbican Centre Board</li> <li>• Risk Committee of the Barbican Centre Board</li> </ul> <p><b>Recommendation(s)</b></p> <p>Members are asked to:</p> <ul style="list-style-type: none"> <li>• Approve the Terms of Reference for the Board's Sub-Committees;</li> <li>• Approve the composition of the Board's Sub Committees; and</li> <li>• appoint the Membership to the Finance Committee, Nominations Committee, Reference Sub Committee and Risk Committee for the year ensuing.</li> </ul>	

## Main Report

### Background

1. Each year the Board is asked to consider the appointment of its Sub Committees, approve their compositions and their Terms of Reference. Accordingly, this report sets out the details of each of those Sub Committees below.

### Barbican Finance Committee

2. The Finance Committee terms of reference are as follows:-
  - To review all financial matters with delegated power to act
  - To consider the business plan and budget prior to submission to the Board
  - To review all capital cap and premises matters with delegated power to act
  - To review risk management and an assessment of the adequacy of internal controls
  - To review any matters that may affect the finances of the Barbican Centre, reporting to the Board.

3. The membership of the Finance Committee in 2013/14 was:

Deputy Catherine McGuinness	Chairman of the Barbican Centre Board
Deputy Chairman of the Board	Deputy Chairman of the Barbican Centre Board
Stuart Fraser	City of London Finance Committee representative
Guy Nicholson	
Keith Salway	
Deputy Giles Shilson	
Jeremy Simons	

4. The Composition of the Finance Committee is currently as follows: -

Chairman of the Board
Deputy Chairman of the Board
City of London Finance Committee Representative
<b>Up to four other vacancies</b>

\*There is a requirement for City of London Members (including the three ex-officio positions above to have a majority on the Sub Committee

5. The quorum is any three Committee Members.

6. Board Members are invited to express their interest in serving on the Finance Committee of the Barbican Centre Board, which has **four** vacancies.

### Reference Sub Committee

7. The terms of reference of the Reference Sub Committee are as follows:

- To consider matters referred to it by the Board, with power to act as prescribed by the Board
- To be consulted, if necessary, if urgent business occurs between less frequent Board meetings

8. Previously the composition had been as follows: -

Chairman of the Board
Deputy Chairman of the Board
<b>Up to four Board Members</b>

\*At least one external Members must sit on the Reference Sub Committee and City of London Members are required to be in the Majority.

9. The quorum is any three Committee Members.

10. In 2013/14 the Reference Sub Committee was suspended until further notice and Members are asked to consider whether or not to continue with this arrangement.

### **Nominations Committee**

11. The terms of reference of the Nominations Committee are as follows:

- To make recommendations to the Board on the appointment of all external Members to the Board
- To undertake Skills Audits of the Board periodically, to inform the appointment of external Members to the Board and Board effectiveness; and
- To consider the most appropriate way to recruit external Members to the Board, including the placing of advertisements or the use of personal contacts.

12. The Committee has advisory powers only and will make recommendations to the Board.

13. The membership of the Committee in 2013/14 was:

Deputy Catherine McGuinness	Chairman of the Board
John Tomlinson	Deputy Chairman of the Board
Tom Hoffman	
Roly Keating	
Jeremy Mayhew	

14. The composition of the Nominations Committee has previously been as follows:-

Chairman of the Board
Deputy Chairman of the Board
<b>Up to Three Board Members</b>

\*At least one external Member must sit on this Committee and City of London Members must be in the majority.

15. Board Members are invited to express their interest in serving on the Nominations Committee, which has **three** vacancies (one of these being an external member).

### **Risk Committee**

16. In May 2011 the Barbican Centre Board established a Risk Committee to give regular, on-going and detailed consideration to the management of risks specific to the Barbican Centre.

17. The terms of reference of the Risk Committee are as follows:

- To make recommendations to the Barbican Board in respect of improving risk management at the Barbican Centre.

- To review the Barbican Centre’s Risk Register every six months, and make recommendations to the Barbican Board.

18. The Membership for 2013/14 was as follows:

Chairman of the Board	Chairman of the Board
Deputy Chairman of the Board	Deputy Chairman of the Board
Stuart Fraser	City of London Finance Committee representative
Vivienne Littlechild	
Brian McMaster	
Keith Salway	

19. Previously the Membership was up to five members, however in November 2013, the Board decided that the City of London Finance Committee representative should also sit on the Risk Committee. The Composition is therefore as follows: -

Chairman of the Board
Deputy Chairman of the Board
City of London Finance Committee representative
Up to Three Board Members

\*At least one of the Three Board Members must be a City of London Member.

20. The quorum consists of any three Members

21. The Committee meets quarterly.

22. It is proposed that Board Members be invited to express their interest in serving on the Risk Committee. There are **three** vacancies.

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