



## Board of Governors of the Guildhall School of Music and Drama

**Date:** MONDAY, 23 JULY 2018  
**Time:** 1.45 pm  
**Venue:** COMMITTEE ROOM 3 - 2<sup>ND</sup> FLOOR, WEST WING, GUILDHALL

**4. PUBLIC MINUTES OF THE AUDIT & RISK MANAGEMENT COMMITTEE**

**For Information**  
(Pages 1 - 4)

**5. PUBLIC MINUTES OF THE REMUNERATION COMMITTEE**

**For Information**  
(Pages 5 - 8)

**15. NON PUBLIC MINUTES OF THE AUDIT & RISK MANAGEMENT COMMITTEE**

**For Information**  
(Pages 9 - 10)

**16. NON PUBLIC MINUTES OF THE REMUNERATION COMMITTEE**

**For Information**  
(Pages 11 - 14)

Item received too late for circulation in conjunction with the Agenda.

**John Barradell**  
**Town Clerk and Chief Executive**

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## AUDIT AND RISK MANAGEMENT COMMITTEE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC & DRAMA

Friday, 6 July 2018

Minutes of the meeting of the Audit and Risk Management Committee of the Board of Governors of the Guildhall School of Music & Drama held at Committee Room - 2nd Floor West Wing, Guildhall on Friday, 6 July 2018 at 11.30 am

### Present

#### Members:

Marianne Fredericks (Chairman)	Neil Constable
Randall Anderson	Graham Packham
Christina Coker O.B.E.	

### In Attendance

Vivienne Littlechild

### Officers:

Martin Newton	- Town Clerk's Department
Sarah Wall	- Chamberlain's Department
Jeremy Newton	- GSMD
Jonathon Poynor	- Barbican Centre

### 1. 'IN CAMERA' BRIEFING

Before the commencement of proceedings, the Committee received its usual 'in camera' briefing with only the Audit Manager (on behalf of the Head of Internal Audit and Risk Management) and the Committee Clerk present.

### 2. APOLOGIES

Apologies were received from Deputy John Bennett, Lynne Williams (Principal, GSMD) and Pat Stothard (Head of Internal Audit and Risk Management).

### 3. MEMBERS' DECLARATIONS UNDER THE CODE OF CONDUCT IN RESPECT OF ITEMS ON THE AGENDA

There were no declarations.

### 4. COMMITTEE TERMS OF REFERENCE

The approved terms of reference were noted.

**RESOLVED** – That the Committee note and endorse the Board's appointment of Neil Constable as a Co-opted member of the Committee.

5. **ELECTION OF DEPUTY CHAIRMAN**

The Town Clerk read the names of those members eligible to stand as Deputy Chairman.

Graham Packham being the only member to put himself forward for the role, it was

**RESOLVED** – That Graham Packham be elected Deputy Chairman of the Committee for the ensuing year.

6. **CHRISTINA COKER**

Moved by the Chairman, duly seconded and

**RESOLVED** – That at the conclusion of her three year term of office as Chairman of the Committee, her colleagues wish to convey to Christina Coker their sincere thanks and appreciation for her invaluable work and contribution in that role, and presiding over meetings, during that period.

7. **PUBLIC MINUTES**

**RESOLVED** – That the minutes of the meeting held on 30 April 2018 be confirmed and signed as correct, subject to the inclusion of Jeremy Newton, GSMD in the list of attendees.

8. **OUTSTANDING ACTIONS**

The Committee considered the Town Clerk's outstanding actions report and the following matters were raised:-

- On disaster recovery, the Deputy Chairman reported that, following a meeting with the Head of IT, he was now of the opinion that this was not a 'burning platform issue' – however, a test of a server room outage should be held in the near future to confirm resilience once redundant internet connectivity infrastructure had been installed. The Head of IT, currently on holiday, would attend the next Committee meeting.
- The Deputy Chairman raised the issue of departments ordering their own IT equipment and the need for a confirmed purchasing policy. He asked that this matter be drawn to the attention of the Board at its next meeting.
- In response to a question from a Member, it was noted that the School and Barbican operate their own IT separate from CoL. The Member put forward the view that purchasing efficiencies would be made through greater collaboration and the Committee were informed that education licences were cheaper for the School to purchase than CoL and therefore a separation is often of benefit.
- Noted that the Head of Business Systems and Data had now been appointed and that a succinct paper on IT pedagogy (layman's terms) from that officer would now come before the Committee in November.

- A report on risk register health and safety compliance would come to the Committee in October. A Member asked that this paper be circulated in advance of the agenda for that meeting.
- Noted that the update report on waivers would also come to the additional meeting in October to provide the Committee with reassurance that set procedures are being followed.
- The Head of Research would report on the risk register focus on 'decrease in research and innovation outputs' in November.

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#### 9. **INTERNAL AUDIT UPDATE**

The Head of Internal Audit and Risk Management's update paper was considered next.

The following points were made:-

- A copy of the finalised terms of reference document for the planned audit of student support would be circulated to Committee members.
- In appendix 3, a revised target date was required for the live high priority recommendation related to Strategic Information Technology Services (SITS). Implementation status updates were outstanding in respect of those recommendations due for implementation in July 2018. Noted that Internal Audit software training had now been completed by the School's audit liaison which would enable direct update on the system in respect of recommendation statuses. Officers advised that some recommendation target dates would 'slip' from July to September 2018. A Member asked that the Board consider the SITS issue at its next meeting.
- On audit of data quality (appendix 2, recommendations 2, 3 and 4 – pages 25 to 28 of agenda pack), it was noted that a paper would be submitted to the Committee's next meeting in October reassuring members on identified process, procedures and single points of challenge mitigation around data, also including job description revision and controls and mitigation arrangements on the DLHE return.
- On audit of catering (page 29) and contract management, noted that contract is part of a CoL-wide catering tender due to commence in September 2018. The Chairman asked that she be informed of contract / KPI details to be reassured on all of these areas and that the Committee receive a report on all concerns identified in the audit at its next meeting.
- Following on from the issue raised by a Member earlier, the Deputy Chairman asked that the Board's attention be drawn to consideration for maximising opportunities for bulk buying discounts for IT services.

*Neil Constable left the meeting at this point (12.40pm).*

- Noted that the planned audit work in respect of the accommodation strategy would examine the framework for developing this.

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10. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE AUDIT & RISK MANAGEMENT COMMITTEE**  
There were no questions.
11. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT**  
There were no urgent items.
12. **EXCLUSION OF THE PUBLIC**  
**RESOLVED** – That under Section 100A(4) of the Local Government Act 1972, the public be excluded from the meeting for the remaining items of business on the grounds that they involve the likely disclosure of exempt information as defined in Paragraph 3 of Part I of Schedule 12A of the Local Government Act.
13. **NON PUBLIC MINUTES**  
**RESOLVED** – That non-public minutes of the meeting held on 30 April 2018 be confirmed and signed as correct.
14. **NON PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE AUDIT & RISK MANAGEMENT COMMITTEE**  
There were no questions.
15. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE SUB COMMITTEE AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**  
With the agreement of the Chairman, the Committee considered an urgent report by the Principal on the Risk Register.

**The meeting ended at 1.02 pm**

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Chairman

**Contact Officer: Martin Newton**  
**tel. no.: 020 7332 3154**  
**martin.newton@cityoflondon.gov.uk**

**REMUNERATION COMMITTEE OF THE BOARD OF GOVERNORS OF THE  
GUILDHALL SCHOOL OF MUSIC & DRAMA  
Thursday, 12 July 2018**

Minutes of the meeting of the Remuneration Committee of the Board of Governors of the Guildhall School of Music & Drama held at Committee Room 1 - 2<sup>nd</sup> Floor, West Wing, Guildhall on Thursday, 12 July 2018 at 1.45 pm

**Present**

**Members:**

Randall Anderson  
Sir Andrew Burns  
Deputy John Bennett  
Vivienne Littlechild  
Alderman William Russell

**Officers:**

Chrissie Morgan	- Director of Human Resources
Steve Eddy	- Head of HR, GSMD / Barbican
Lynne Williams	- Principal, Guildhall School of Music and Drama
Martin Newton	- Town Clerk's Department

**1. APOLOGIES**

Apologies for absence were received from Maria Delgado and Michael Hoffman.

**2. MEMBERS' DECLARATIONS UNDER THE CODE OF CONDUCT IN RESPECT OF ITEMS ON THE AGENDA**

There were no declarations.

**3. COMMITTEE TERMS OF REFERENCE**

The revised terms of reference of the Committee were noted.

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**4. ELECTION OF CHAIRMAN**

The Town Clerk read the names of those Members eligible to serve as Chairman. Sir Andrew Burns being the only Member to put himself forward for the position, it was then

**RESOLVED** – That Sir Andrew Burns be duly elected as Chairman of the Committee for the ensuing year.

5. **ELECTION OF DEPUTY CHAIRMAN**

The Town Clerk read the names of those Members eligible to serve as Deputy Chairman. Vivienne Littlechild being the only Member to put herself forward for the position, it was then

**RESOLVED** – That Vivienne Littlechild be duly elected as Deputy Chairman of the Committee for the ensuing year.

6. **PUBLIC MINUTES**

**RESOLVED** – That the public minutes of the meeting held on 6 March 2018 be approved as a correct record.

The following matters were raised:-

- The Principal confirmed Maria Delgado's intention to join the Board as a member from January 2019 onwards.
- On possible subscription to the CUC, the Committee was informed that there were other opportunities to access available information in this area, and it was noted that benchmarking is now the responsibility of Conservatoires UK. It was also noted that the CUC had previously modernised Codes of Conduct of HE Institutions that were formally adopted prior to the new Office for Students taking over from HEFCE.

The Principal said that the Committee would be kept up-to-date with developments in this area and confirmed the OfS 'focus' is on the student experience with procedures / regulations relating to what that body would expect to see. The Deputy Chairman stated that she had been in discussion with the School's President of the Student Union and had emphasised the need for students to respond to requests for their views as a low response affects the School's assessment – the Deputy Chairman confirmed that she would be able to speak further with students about this. It was noted that a student / staff liaison group meet regularly.

7. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE REMUNERATION COMMITTEE**

There were no public questions.

8. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT**

There was no urgent public business.

9. **EXCLUSION OF THE PUBLIC**

**RESOLVED** – That under Section 100A(4) of the Local Government Act 1972, the public be excluded from the meeting for the remaining items of business on the grounds that they involve the likely disclosure of exempt information as defined in Paragraphs 1 and 3 of Part I of Schedule 12A of the Local Government Act.



10. **NON PUBLIC MINUTES**  
**RESOLVED** – That the non-public minutes of the meeting held on 6 March 2018 be approved as a correct record.
11. **HR REPORT**  
The Committee considered the report of the Head of HR, GSMD / Barbican.  
  
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12. **NON PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE REMUNERATION COMMITTEE**  
There were no questions.
13. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**  
There were no urgent items.

**The meeting ended at 3.03 pm**

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Chairman

**Contact Officer: Martin Newton**  
**tel. no.: 020 7332 3154**  
**[martin.newton@cityoflondon.gov.uk](mailto:martin.newton@cityoflondon.gov.uk)**

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