

**BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF  
MUSIC AND DRAMA  
Monday, 23 November 2020**

Minutes of the meeting streamed live to you Tube at 1.45 pm  
<https://youtu.be/zdn7APs2QIU>

**Present**

**Members:**

Vivienne Littlechild	Steven Gietzen
Graham Packham	Jeremy Mayhew
George Abrahams	Andy Taylor
Randall Anderson	Lynne Williams
Deputy David Bradshaw	Neil Greenwood
John Chapman	Dr Paula Haynes
Professor Geoffrey Crossick	Munsur Ali
Professor Maria Delgado	Harry Plant
Marianne Fredericks	Natasha Bucknor
Shreela Ghosh	

**In attendance:**

Lew Hodges	Co-opted Governor – Audit and Risk Committee
Christopher Costigan	Co-opted Governor – Audit and Risk Committee
Michael Herington	Co-opted Governor – Audit and Risk Committee

**Officers:**

Alison Mears	Guildhall School of Music and Drama
Andy Lavender	Guildhall School of Music and Drama
Cormac Newark	Guildhall School of Music and Drama
Graeme Hood	Guildhall School of Music and Drama
Jonathan Vaughan	Guildhall School of Music and Drama
Katharine Lewis	Guildhall School of Music and Drama
Sean Gregory	Guildhall School / Barbican Centre
Jonathon Poyner	Guildhall School / Barbican Centre
Matt Lock	Chamberlain's/Guildhall School
Orla O'Loughlin	Guildhall School of Music and Drama
Niki Cornwall	Chamberlain's/Guildhall School
Sandeep Dwesar	Guildhall School/Barbican Centre
Amy Grimes	Guildhall School of Music and Drama
Aqib Hussain	Chamberlain's/IT Support
Julie Mayer	Town Clerks
Lorraine Brook	Town Clerks
Gregory Moore	Town Clerks

**1. APOLOGIES**

Apologies were received from the Rt. Hon. the Lord Mayor, Alderman William Russell.

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

There were no declarations.

3. **PUBLIC MINUTES**

RESOLVED, that – the public minutes and summary of the meeting held on 21<sup>st</sup> September 2020 be approved.

4. **DRAFT PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS:**

The public minutes of the following Committee meetings were received:

4.1 Remuneration and Nominations Committee held on 2nd November 2020.

4.2 Governance and Effectiveness Committee held on 6th November 2020.

4.3 Finance and Resources Committee held on 10th November 2020.

4.4 Audit and Risk Management Committee held on 11 November 2020.

5. **REVISED TERMS OF REFERENCE OF THE AUDIT AND RISK MANAGEMENT COMMITTEE**

The new Chairman of the Audit and Risk Committee, appointed by the Board at its last meeting, reported on a successful meeting on 11th November 2020 and commended the high calibre of its Governors and new co-opted Governors. Ahead of the meeting, the Chairman had asked the Committee to consider the CUC Code of Practice for Audit Committees, in terms of its own Terms of Reference. There had been a productive discussion and some proposed amendments were highlighted in the attached draft, and as detailed in the draft minutes at item 4.4 above.

RESOLVED, that - the proposals to amend the Terms of Reference of the Audit and Risk Committee, as set out in the Minutes of their last meeting dated 11 November 2020 be noted, and the amendments shown in highlighting on the updated version attached to this agenda be approved.

6. **PRINCIPAL'S PUBLIC REPORT 2020**

The Board received the Principal's Public Report which provided updates on the sector and School. During the discussion on this item, the following points were noted:

The School was commended for its extensive work and self-reflection in response to Black Lives Matter (BLM). The Principal agreed to provide updates at each Board meeting on progress, from a School-wide perspective, and thanked staff and students for their contributions. A Drama Department Action Plan is now in place, and a School-wide Action Plan will be ready for presentation in January 2021.

In terms of the senior role to lead on Equality and Diversity, the Principal advised that this would initially be a short-term appointment within the Drama Department, expanding into welfare as well as equalities, and eventually becoming a School-wide full-time position. There was a challenge as to

whether this should be a full-time position, given that equalities should be part of the culture of an institution.

The Principal explained that this would be an EDI (Equality, Diversity & Inclusion) position. The Anti-Racism Taskforce would make recommendations as to how the post could develop in the longer term; noting that it was likely to take time to implement curriculum change, student and staff recruitment etc. over the next few years. It was also noted that a lot of HE Institutions were investing in EDI positions to ensure they were embedded as part of a holistic approach and vision.

The Anti-Racism Taskforce, comprising of students and staff, had met on three occasions and the Board commended the School's strong leadership in this area. The involvement of non-academic parts of the School were particularly welcomed; particularly the library service, as this would help to strengthen structures and embed processes.

The Principal advised that the findings of the 'listen and learn' sessions and the subsequent recommendations of the Anti-Racism Task Force, both of which had been chaired by an external consultant, would be taken forward by a newly formulated EDI Committee. The Principal agreed to provide feedback to the City of London Corporation's Tackling Racism Taskforce once the action plan had been finalised.

A new Governor on the Board had been very impressed at the high level of awareness of both Governors and Staff. It was suggested that increasing the number of Co-opted Members could make the Board more representative and allow extra scrutiny from those with relevant experience of diversity. The Principal advised that the make-up of the Board was somewhat constrained by its links to the City Corporation. Furthermore, given the resignation of Shreela Ghosh, who had made such a significant contribution in terms of her background, skills and experience; it was critical for the Board to give careful consideration to her replacement. Co-opted Board Governor, Natasha Bucknor was also thanked for her valuable contribution to the work of the Anti-Racism Task Force.

RESOLVED, that – the report be noted.

## **7. INTERNAL AUDIT ANNUAL REPORT AND OPINION**

The Board received a report of the Head of Audit and Risk Management, which had been prepared in accordance with the Audit Code of Practice; the report was part of the Office for Students' terms and conditions of funding higher education institutions. The report had been scrutinised at the last meeting of the Audit and Risk Management Sub Committee held on 11 November 2020.

RESOLVED, that – the report be noted.

## 8. **ACADEMIC BOARD ANNUAL REPORT 2019/20**

The Board received the Academic Board Annual Report for 2019/20, which is established under the Instrument & Articles of Government and reports to the Board of Governors.

During the discussion on this item, the following points were noted:

### **Research Degree Awarding Powers (RDAP)**

The application process had been amended by the Office for Students, moving from a 1 to 3-year process, and the cost had more than tripled as a result. It was noted that the whole School would need to be RDAP ready but it was still hoped that an application would be made within the period of the next revalidation of the Research Degree Programme. Some lobbying was underway within the Higher Education sector in respect of the RDAP process as the OfS's shift was felt to be disproportionate.

### **Grade Inflation**

The School continued to monitor the proportion of higher classifications awarded. However, there were a number of factors not covered in the report including the quality of the student intake and the role of the external examiners in ensuring standards. This had also been a key area of exploration by the Academic Assurance Working Group. The Chairman of the Academic Assurance Working Group felt that as public examinations data was not a key driver at the School for admissions, it was asked whether there was an alternative data set that would demonstrate a rise in the quality of student intake to match the rise in higher degree classifications award .

### **Quinquennial Review**

In terms of the forthcoming review of the Academic Board, it was suggested that this should include an external evaluator.

### **Jazz Students**

In response to some student dissatisfaction, there would be a review of learning outcomes, including an assessment of jazz in the context of its genre within a western classical conservatoire. The Vice Principal explained that there were similar challenges in the teaching of other indigenous forms of music.

### **Admission complaints within the Acting programme**

Given there were thousands of applicants for a relatively few number of places, complaints would always be likely, even if the selection process were flawless. However, the School was looking to develop other, inter-disciplinary degrees including possibly musical theatre etc. to accommodate the high level of interest.

RESOLVED, that – the contents of Academic Board Annual Report for 2019/20, and in particular the action plan, be noted.

## 9. **AMENDMENTS TO THE STUDENTS' UNION CONSTITUTION**

The Board considered a report of the Secretary and Dean of Students in respect of the Students' Union Constitution. The Student Union President advised that the SU had held an election to create a new non-executive role in response to Black Lives Matter which it hoped would become the VP (Diversity) role once the amendments to the constitution were approved. Governors noted that the role would include co-chairing the Student Welfare Committee, which was complementary to the School's EDI Committee, as a feeder group at student level. The role would also include assistance with diversity events. Governors commended the SU President for driving this initiative, which would help to join up the BLM work streams. The Principal explained that the VP role came with a stipend from the Students' Union and the Board was, therefore, required to formalise the decision to transfer the non-executive role holder to the newly approved executive VP (Diversity) role.

RESOLVED, that:

1. The amendments to the Constitution with effect from 1 December 2020 be approved, as set out in the appendix to the report.
2. The transition of Daria Phillips from the non-executive position to the new VP position, for the remainder of this academic year, be approved.

**10. REMUNERATION ANNUAL REPORT**

The Board received a report of the Principal in respect of the Remuneration Annual Report for 2020 the Guildhall School, as required by the Office for Students. The Remuneration & Nominations Committee had considered the School's Annual Report at its last meeting on 2 November 2020.

RESOLVED, that – the Remuneration Annual Report, as set out in Appendix 1 to the report, be approved.

**11. DATES OF FUTURE MEETINGS OF THE BOARD OF GOVERNORS AND ITS SUB COMMITTEES**

RECEIVED

**12. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD**

There were no questions.

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

The Chairman thanked resigning Governor Ann Holmes for her hard work and contributions to the Board. The Chairman thanked resigning Governor Shreela Ghosh for her support, guidance and contributions to the Board including in her role as safeguarding Governor.

**14. EXCLUSION OF THE PUBLIC**

**RESOLVED** – That under Section 100(A) of the Local Government Act 1972, the public be excluded from the meeting for the following items of business on the grounds that they involve the likely disclosure of exempt information as defined in Part I of Schedule 12A of the Local Government Act as follows:-

Item	Paragraph
15-24	3

15. **NON-PUBLIC MINUTES**

RESOLVED, that – the non-public minutes of the meeting held on 21 September 2020 be approved as a correct record.

16. **DRAFT NON-PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS:**

The non-public minutes of the following Committee meetings were received:

16.1 Governance and Effectiveness Committee held on 6th November 2020

16.2 Finance and Resources Committee held on 10th November 2020

16.3 Audit and Risk Management Committee held on 11th November 2020

17. **GENERAL REPORT OF THE PRINCIPAL NOVEMBER 2020**

The Board received a report of the Principal.

Given that items 18-20 crossed over to a considerable degree, they were discussed together.

*At 3.40pm Governors agreed to waive Standing Order 40 in order to complete the business on the agenda and continue until 4pm.*

*Having extended the meeting by 15 minutes until 4pm, a number of Governors then had to leave which left the meeting inquorate. Although there had been some discussion on items 18-20, there was only time to take a decision on item 19 below (The Medium-Term Financial Plan). Items 18 and 20 were therefore deferred for an Urgent Decision of the Town Clerk, in consultation with the Chairman and Deputy Chairman of the Board. Item 21 (the Updated Research Strategy) was deferred to the next meeting of the Board.*

18. **BUSINESS RECOVERY PLAN - OUTLINE STRATEGY**

This report was deferred, to be taken as an urgent decision by the Town Clerk in consultation with the Chairman and Deputy Chairman of the Board.

19. **UPDATE ON THE MEDIUM-TERM FINANCIAL PLAN**

The Board considered and approved a report of the Principal.

20. **GUILDHALL SCHOOL OF MUSIC AND DRAMA BUDGET 2021/22**

This report was deferred, to be taken as an urgent decision by the Town Clerk in consultation with the Chairman and Deputy Chairman of the Board.

21. **UPDATED RESEARCH STRATEGY**

This report was deferred to the next meeting of the Board.

22. **CULTURE MILE UPDATE**

RECEIVED

**23. NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD**

There were no questions.

**24. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**

There were no items

**The meeting ended at 4.05 pm.**

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Chairman

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