



Board of Governors of the Guildhall School of Music and Drama

Date: MONDAY, 17 MAY 2021
Time: 1.45 pm
Venue: COMMITTEE ROOM 2 - 2ND FLOOR WEST WING, GUILDHALL

NB: Certain matters for information have been marked * and will be taken without discussion, unless the Committee Clerk has been informed that a Governor has questions or comments prior to the start of the meeting

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Part 1 - Public Agenda

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1. **APOLOGIES**
2. **MEMBERS' DECLARATIONS UNDER THE CODE OF CONDUCT IN RESPECT OF ITEMS ON THE AGENDA**
3. **ORDER OF THE COURT**

For Information
(Pages 5 - 6)
4. **ELECTION OF CHAIRMAN**

For Decision
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For Decision

6. **APPOINTMENTS TO COMMITTEES AND WORKING GROUPS**
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 - b) Finance and Resources Committee - 23rd April 2021 (Pages 37 - 40)
 - c) Audit and Risk Management - 26th April 2021 (Pages 41 - 46)
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10. **MANAGEMENT DASHBOARD FOR THE TWELVE MONTHS TO MARCH 2021 ***
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Part 2 - Non Public Agenda

14. **NON PUBLIC MINUTES**
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For Information
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16. **PRINCIPAL'S NON PUBLIC REPORT**
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For Decision
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18. **THE NEED FOR A £1.5M CITY INVESTMENT VEHICLE AS IDENTIFIED IN THE BUSINESS RECOVERY PLAN - FURTHER FINANCIAL ANALYSIS OF THE PROJECTS IDENTIFIED FOR INVESTMENT**
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For Information
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23. **APPROVAL OF REVISIONS TO STUDENT PROTECTION PLAN**
For Decision
(Pages 255 - 264)

24. **HEATING AND COOLING SYSTEMS UPDATE ***

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

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

27. **CONFIDENTIAL AGENDA**

For Decision

28. **TO APPROVE THE CONFIDENTIAL MINUTES OF THE LAST MEETING**

For Decision

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

John Barradell
Town Clerk and Chief Executive

Agenda Item 3

RUSSELL, Mayor	RESOLVED: That the Court of Common Council holden in the Guildhall of the City of London on Thursday 15 th April 2021, doth hereby appoint the following Committee until the first meeting of the Court in April, 2022.
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BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC & DRAMA

1. **Constitution**

A Non-Ward Committee consisting of,

- 11 Members elected by the Court of Common Council for a term of three years (renewable twice) at least one of whom shall have fewer than five years' service on the Court at the time of their appointment
- the Principal of the Guildhall School of Music & Drama
- one member of the Guildhall School academic staff to be elected by the Academic staff for a term of three years (renewable twice)
- one member of the Guildhall School administrative staff to be elected by such staff for a term of three years (renewable twice)
- one Guildhall student representative who shall normally be the President of the Students' Union
- up to six co-opted non-City of London Corporation Governors with appropriate expertise for a term of three years (renewable twice)

None of the appointed Governors shall serve on the Board for more than a maximum of nine years.

The Chairman and Deputy Chairman of the Board shall be elected from the City Corporation Members.

The Chairman of the Barbican Centre Board, the Chairman of the Culture, Heritage & Libraries Committee and one representative of the Centre for Young Musicians shall be permitted to attend the Board in a non-voting, advisory capacity.

2. **Quorum**

The quorum consists of any seven Common Council Governors plus three co-opted Governors.

3. **Membership 2021/22**

- 3 (3) George Christopher Abrahams
- 8 (3) David John Bradshaw, Deputy
- 9 (3) Marianne Bernadette Fredericks
- 9 (3) Jeremy Paul Mayhew
- 2 (2) Munsur Ali
- 5 (2) Graham David Packham
- 8 (2) William Anthony Bowater Russell, Alderman, the Rt Hon The Lord Mayor
- 4 (1) Randall Keith Anderson
- 1 (1) Simon D'Olier Duckworth, O.B.E., D.L.
- 7 (1) Vivienne Littlechild, M.B.E., J.P.
- 2 (1) Andrew Paul Mayer

together with those referred to in paragraph 1 above, and:-

the Principal of the Guildhall School for the time being - Lynne Williams

one Academic Member of the Guildhall School Staff, elected by the Academic Staff - Andy Taylor

one Non-Academic Member of the Guildhall School Staff, elected by the administrative staff - Steven Gietzen

one Guildhall School Student representative (President of the Student Union for the time being) - Harry Plant

up to 6 Non-City of London Corporation Members with appropriate expertise - Natasha Bucknor
Professor Geoffrey Crossick
Professor Maria Delgado
Neil Greenwood
Dr Paula Haynes
Vacancy

4. **Terms of Reference**

These terms of reference should be read in conjunction with the Guildhall School's *Instrument & Articles of Government* which lists the primary responsibilities of the Board of Governors. In summary, these are to be responsible for:-

- (a) the approval of a strategic plan and the determination of the educational character and the mission/aims of the Guildhall School of Music & Drama and oversight of its activities, assuring itself that appropriate steps are being taken to deliver the strategic plan;
- (b) Institutional sustainability and the approval of an annual Business Plan, assuring itself that there are effective systems of control and risk management;
- (c) the approval of annual estimates of income and expenditure;
- (d) the approval of the annual audited financial statements of the Guildhall School of Music & Drama;
- (e) ensuring that the requirements of the Office for Students, UK Research & Innovation and other relevant statutory bodies are followed and compliance is monitored;
- (f) responsibility for the promotion of equality and diversity throughout the School;
- (g) the appointment of the Principal of the Guildhall School of Music & Drama.

Committee: Board of Governors of the Guildhall School of Music & Drama	Date: 17 May 2021
Subject: Appointment of Sub Committees and Working Groups for 2021/22	Public
Report of: Town Clerk	For Decision
Report Author: Julie Mayer	

Summary

The purpose of this report is to approve the Committees and Working Groups of the Board of Governors for the Guildhall School of Music and Drama for 2021/2022. The Full terms of reference for these bodies are attached **at appendix 1**. Governors are invited to express their interest in serving on the Committees and Working Groups.

Governors will be aware that the traditional way the appointments process is undertaken can take some time and potentially disrupt the flow of the meeting. Therefore, in view of the large number of appointments and the opportunities afforded by electronic voting, it is proposed that confirmation of final nominations be provided at the meeting and electronic ballot papers be issued for completion following the meeting. This will allow all Committee Members time to consider the nominations and vote accordingly, in the same fashion as has been adopted in respect of appointments to the Policy and Resources Committee, which has worked well.

Recommendations:

The Board is asked to approve:-

- (a) The 2021/22 memberships of the:
 - (i) Audit & Risk Management Committee and to appoint the Chairman;
 - (ii) Finance & Resources Committee;
 - (iii) Governance & Effectiveness Committee;
 - (iv) Remuneration and Nominations Committee and to appoint the Chairman;
 - (v) Academic Assurance Working Group; and
 - (vi) Capital Projects Strategic Working Group
- (b) The Terms of reference of (i) to (vi) above.

Main Report

1. Governors are invited to express their interest in serving on the Committees and Working Parties as set out below.

Audit & Risk Management Committee

2. The membership of the Audit & Risk Management Committee in 2020/21 was as follows:
 - Geoffrey Crossick (Chairman)
 - Randall Anderson (Deputy Chairman)
 - John Chapman
 - Christopher Costigan
 - Michael Herington
 - Paula Haynes
3. In summary, the Committee's terms of reference provide for its Chair to be appointed by the Board of Governors and the Committee must consist of governors with no executive responsibility for the management of the Guildhall School. There shall be no fewer than three members; a quorum shall be at least three members. The Chairman of the Board of Governors shall not be a member of the Committee. Members shall not have significant interests in the Guildhall School.
4. At least one member should have recent and relevant experience in finance, accounting or auditing. The Committee may, if it considers it necessary or desirable, co-opt members with particular expertise. No member of the Committee may also be a member of a Finance or Resources Committee (or equivalent) of the Board of Governors of the Guildhall School.
5. The Audit & Risk Management Committee should be a small authoritative body which has the necessary financial expertise and the time to examine the institution's risk management control and governance under delegation from the governing body. It should not confine itself to financial systems but should examine risk management, control and governance independently and report areas of concern to the governing body. The Audit & Risk Management committee must produce an annual report for the governing body, including its opinion on the adequacy and effectiveness of the School's risk management, control and governance arrangements, and arrangements for promoting economy, efficiency and effectiveness (value for money).
6. The quorum for the meetings is 3 Governors.
7. **Recommendations: That you approve the terms of reference, membership and appoint a Chairman of the Audit & Risk Management Committee for 2021/22.**

Finance & Resources Committee

8. The membership of the Finance & Resources Committee for 2020/21 was as follows:
- Vivienne Littlechild (Chairman)
 - Graham Packham (Deputy Chairman)
 - George Abrahams
 - Lew Hodges
 - Neil Greenwood
9. Terms of Reference (summary)
- Chairman and Deputy Chairman of the Board shall serve as Chairman and Deputy Chairman of the Finance and Resources Committee.
 - All Members are entitled to vote.
 - Members of the Audit & Risk Management Committee are not eligible to serve as Members of the Finance and Resources Committee and vice versa.
 - Quorum – three Governors.
10. **Recommendations: That you approve the membership and terms of reference of the Finance and Resources Committee for 2021/22**

Governance & Effectiveness Committee

11. The membership of the Committee for 2020/21 was as follows
- Maria Delgado (Chairman)
 - Vivienne Littlechild (Deputy Chairman)
 - Graham Packham
 - Lynn Williams
 - Jeremy Mayhew
 - Geoffrey Crossick
12. Terms of Reference (summary)
- The Membership shall include the Chairman and Deputy Chairman of the Board of Governors, the Chairman of the Audit & Risk Management Committee, the Principal of the Guildhall School and two Members of the Board of Governors.
 - A Chairman shall be appointed from amongst the membership.
 - The quorum consists of three Governors.

13. **Recommendations: That you approve the terms of reference and membership of the Governance & Effectiveness Committee for 2021/22**

Reference Sub Committee

14. At its meeting on 21st September 2020, the Board agreed that this be kept in abeyance.

Remuneration and Nominations Committee

15. The Remuneration & Nominations Committee provides advice to the Board of Governors; combining two distinct roles for which there are separate expectations within the CUC HE Code of Governance and considering, amongst other things, the appointment of new co-opted members and staff remuneration and the overall pay structure. Therefore, wherever possible, the agenda will define the two distinct areas of business. It is recognised that all matters relating to the employment of staff fall within the purview of the City of London's Establishment Committee.
16. The membership of the Remuneration and Nominations Committee in 2020/21 was as follows:
- Vacancy (Chairman) - **Neil Greenwood has indicated a willingness to fill this vacancy following the resignation of the past Chairman*
 - Graham Packham (Deputy Chairman)
 - Randall Anderson
 - Jeremy Mayhew
 - David Bradshaw
 - ~~John Chapman~~ – *term expired in April 2021*
 - Vivienne Littlechild
 - Andy Taylor
17. Terms of Reference (summary)
- Chair of the Committee - **a senior co-opted governor who is not the Chair of the Board and appointed from amongst the Membership*
 - Other members:
 - The Chairman of the Board of Governors
 - The Deputy Chairman of the Board of Governors
 - At least two non-Common Council Governors
 - At least one other Common Council Governor
 - An elected staff member of the Board

- One senior member of the Academic Staff (not a Vice-Principal)
- May include up to two other co-opted members (who are not necessarily members of the governing body)

[Note a Remuneration Committee should have a majority of independent members; in this instance this means independent of the School but not necessarily independent of the City of London.]

22. The quorum for the meetings is 3 members (one of which shall be a co-opted member).

23. **Recommendations: That you approve the terms of reference and membership of the Remuneration and Nominations Committee for 2021/22.**

Academic Assurances Working Group (administered by the School)

24. The Academic Assurances Working Group review, on behalf of the Board of Governors, the Academic Board annual report and all other matters reported to the Board during the previous academic year on higher education matters, to assist the Board in coming to a view as to whether the academic assurances have been met sufficiently.

25. The membership of the Academic Assurances Working Group in 2020/21 was as follows:

Geoff Crossick (Chairman)
 Maria Delgado
 Katharine Lewis
 Vivienne Littlechild
 Graham Packham
 Lynne Williams
 Harry Plant (Student Union President)
 Tony Castro (Associate Dean of Teaching & Learning)

26. **Recommendations: That you approve the terms of reference and the membership of the Academic Assurances Working Group for 2021/22.**

Capital Projects Strategic Working Group (administered by the School)

27. The Capital Projects Strategic Working Group reviews large scale capital plans (e.g., long term rental of property, requests to the City to purchase property) at each stage of development and undertakes option analysis on behalf of the Board to advise them on timescales, challenges (including financial), and options.

The membership of the Capital Projects Strategic Working Group in 2020/21 was as follows:

Chairman – *to be confirmed*
Randall Anderson
John Chapman
Vivienne Littlechild
Graham Packham
Lynne Williams

28. **Recommendations: That you approve the terms of reference and membership of the Capital Projects Strategic Working Group for 2021/22.**

Contact:

Julie Mayer
Committee & Member Services Officer
Town Clerk's Department
E: julie.mayer@cityoflondon.gov.uk

Audit & Risk Management Committee – Terms of Reference

The Audit and Risk Management Committee must:

- be independent
- have sufficient authority and resources to form an opinion and report on the risk management, control and governance arrangements of the Guildhall School to the Board of Governors
- be able to satisfy itself that the institution has adequate arrangements for ensuring economy, efficiency and effectiveness.

These terms of reference have been formally approved by the Board of Governors.

Constitution

1. The Board of Governors has established a committee of the Board of Governors known as the Audit and Risk Management Committee.

Membership

2. The Committee and its chair shall be appointed by the Board of Governors, from among its own members, and must consist of governors with no executive responsibility for the management of the Guildhall School. There shall be no fewer than three members; a quorum shall be at least three members. The Chairman of the Board of Governors shall not be a member of the Committee. Members shall not have significant interests in the Guildhall School.
3. At least one member should have recent and relevant experience in finance, accounting or auditing. The Committee may, if it considers it necessary or desirable, co-opt members with particular expertise. No member of the Committee may also be a member of a Finance or Resources Committee (or equivalent) of the Board of Governors of the Guildhall School.

Attendance at meetings

4. The Vice Principal, Director of Advancement on behalf of the Principal of the Guildhall School of Music & Drama, along with the Head of Finance and Business Administration (Chamberlain's Department) and the Head of Internal Audit and Risk Management (Chamberlain's Department) shall normally attend or be represented at meetings. When appropriate, such other representatives of the Guildhall School of Music & Drama and the City of London Corporation shall also attend where business relevant to them is to be discussed.

5. At its discretion, the Committee may also convene a meeting, or part of a meeting, without any officers present (save for the clerk who shall attend to take a record of the meeting, unless otherwise instructed by the Committee), or with the external and/or internal auditors without any other officers present (save for the clerk, as previously noted).

Frequency of meetings

6. Meetings shall normally be held at least three times in each financial year. The external auditors, the Chair or the Head of Internal Audit and Risk Management may request a meeting if they consider it necessary.

Authority

7. The Committee is authorised by the Board of Governors to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee, and all employees are directed to co-operate with any request made by the Committee.
8. The Committee is authorised by the Board of Governors to obtain outside legal or other independent professional advice and to secure the attendance of non-members with relevant experience and expertise if it considers this necessary, normally in consultation with the Principal of the Guildhall School and/or Chairman of the Board of Governors. However, it may not incur direct expenditure in this respect in excess of £5,000, without the prior approval of the Board of Governors.
9. The Audit and Risk Management Committee will review the audit aspects of the Guildhall School's draft Income & Expenditure Account for the year ending 31 July. These aspects will include the external audit opinion, the statement of Governors' responsibilities, the statement of internal control and any relevant issue raised by the external auditors. The Committee should, where appropriate, confirm with the internal and external auditors that the effectiveness of the internal control systems has been reviewed, and comment on this in its annual report to the Board of Governors.

Duties

10. The duties of the Committee shall be:
 - a. To discuss if necessary with the external auditors, before the audit begins, the nature and scope of their audit as it relates to the Guildhall School.
 - b. To discuss if necessary with the external auditors problems and reservations arising from their audit, including a review of the external auditors' report to the Audit and Risk Management Committee, and any other matters the external auditors may wish to discuss (in the absence of officers where necessary).

- c. To review the internal auditors' audit risk assessment, strategy and programme, and to consider major findings of internal audit investigations and management's response.
- d. To keep under review the effectiveness of the risk management, control and governance arrangements. The scope covers consideration of risks including but not limited to key operational risks; security risks relating to digital and IT systems; risks relating to data privacy (GDPR) and data governance; legal and regulatory risks; academic risks; reputational risks.
- e. To review the external auditors' report, the internal auditors' annual report, and management responses and to monitor other assurance such as external reviews.
- f. To monitor the implementation of agreed audit-based recommendations from whatever source.
- g. To ensure that all significant losses have been properly investigated and that the internal and external auditors, and where appropriate the Office for Students accounting officer, have been informed.
- h. To oversee the Guildhall School's compliance with the City of London's policy on fraud and irregularity, including being notified of any action taken under that policy.
- i. To satisfy itself that satisfactory arrangements are in place to ensure the sustainability of the institution and to promote economy, efficiency and effectiveness. This may include consideration of arrangements that support the culture and behaviour that is prevalent within the institution, and that ensure the effective management of conflicts of interest.
- j. To satisfy itself that satisfactory arrangements are in place to ensure appropriate and accurate data returns are made to external stakeholders and regulatory bodies.
- k. To receive any relevant reports from the National Audit Office, Office for Students, and other organisations.
- l. To consider elements of the Guildhall School's draft Income & Expenditure Account for the year ending 31 July in the presence of the external auditors if necessary, including the auditors' formal opinion, the statement of Governors' responsibilities and the statement of internal control, in accordance with OfS's Accounts Directions.
- m. To receive the Guildhall School's management accounts.

Reporting procedures

11. The minutes of meetings of the Committee will be circulated to all members of the Board of Governors.

12. The Committee will prepare an annual report covering the year to 31 July and any significant issues up to the date of preparing the report. The report will be addressed to the Board of Governors and the Principal, summarising the activity for the year. It will give the Committee's opinion on the adequacy and effectiveness of the Guildhall School's arrangements for the following:

- risk management, control and governance (the risk management element includes the adequacy of the statement of internal control accompanying the Income & Expenditure account for the year ending 31 July)
- ensuring sustainability and the promotion of economy, efficiency and effectiveness (value for money).

This opinion should be based on the information presented to the Committee. The Audit and Risk Management Committee's annual report should normally be submitted to the Board of Governors before the Governors' responsibility statement accompanying the Income & Expenditure account for the year ending 31 July is signed.

In line with the Higher Education Code of Governance, the Audit Committee will ensure that the annual corporate governance statement includes a description of the work of the Remuneration Committee.

The Audit and Risk Management Committee will periodically undertake a review of its own terms of reference and its own effectiveness and recommend any necessary changes to the Board of Governors.

Clerking arrangements

13. The clerk to the Audit and Risk Management Committee shall be the clerk to the Board of Governors.

Finance & Resources Committee – Terms of Reference

Membership

- Chairman and Deputy Chairman of the Board shall serve as Chairman and Deputy Chairman of the Finance and Resources Committee.
- Quorum of any three Committee Members.
- All Members are entitled to vote.
- Members of the Audit & Risk Management Committee are not eligible to serve as Members of the Finance and Resources Committee and vice versa.

Remit

- To consider the management accounts providing advice to the Board, without delegated powers to act; except for those specific matters delegated to it by the Board.
- To consider the setting of the financial priorities for the School through the consideration of the proposed fees and charges, business plan and budget prior to submission to the Main Board, without delegated powers to act; except for those specific matters delegated to it by the Board.
- To monitor all capital cap and premises matters, providing advice to the Chairman and Deputy Chairman of the Board who retain their delegated powers to act in these matters.
- To review any matters that may affect the finances of the Guildhall School reporting to the Main Board.

Note:-

- In parallel, the Audit & Risk Management Committee will scrutinise the adequacy and effectiveness of risk management, internal controls and arrangements for promoting value for money.

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Remuneration & Nominations Committee terms of reference

The Remuneration & Nominations Committee provides advice to the Board of Governors. The Committee combines two distinct roles for which there are separate expectations within the CUC HE Code of Governance. Therefore, wherever possible, the agenda will define the two distinct areas of business. It is recognised that all matters relating to the employment of staff fall within the purview of the City of London's Establishment Committee.

Constitution

Chair of the Committee: a senior co-opted governor who is not the Chair of the Board

(CUC HE Code of Governance refers)

Other members:

- The Chairman of the Board of Governors of the Guildhall School of Music & Drama *(a requirement of the CUC HE Code)*
- The Deputy Chairman of the Board of Governors of the Guildhall School of Music & Drama
- At least two non-Common Council Governors
- At least one other Common Council Governor
- An elected staff member of the Board
- One senior member of the Academic Staff (not a Vice-Principal)
- May include up to two other co-opted members (who are not necessarily members of the governing body)

[Note a Remuneration Committee should have a majority of independent members; in this instance this means independent of the School but not necessarily independent of the City of London.]

In attendance:

- The Principal of the Guildhall School of Music & Drama (except when the Committee discusses his or her remuneration)
- VP for Advancement (except when the Committee discusses his or her remuneration)
- Head of HR
- Secretary & Dean of Students

Quorum: of any three Committee Members.

All Members are entitled to vote.

Terms of reference

Nominations

- To keep and review a skills register for the Board of Governors and its subcommittees
- To reflect upon the composition of the Board and its subcommittees and take steps to ensure that the Board and its committees reflect societal norms and values (CUC Code refers)
- To seek out and recommend the appointment of new co-opted members to the Board of Governors and its subcommittees. The Committee will consider advertising vacancies in order to increase the pool of talent available. (*CUC Code and Instrument of Government refer*)
- Satisfy itself that plans are in place for an orderly succession of the Board's membership
- To consider and recommend any application(s) for nominations for Fellowships and/or Honorary Fellowships.

[Note: The issue of inclusion of members of the local community (the School's instrument of Government refers) is addressed via the elected Common Council members. I propose that this requirement is therefore removed from the Instrument at the next revision of the Instrument & Articles.]

Remuneration

- To take note of staff remuneration, the pay structure and benchmark the School against the rest of the higher education sector generally and the UK Conservatoire sector specifically
- To consider all characteristics protected under the Equality Act 2010 and to flag any significant discrepancies within the School's staffing composition
- To satisfy itself with the procedures in place at the School to allow staff to make representations about their pay
- To satisfy itself that any ad hoc or personalised payments, including severance payments, that might distort the basic remuneration structure are made according to transparent and justifiable rules
- To benchmark the salary of the Principal and Vice-Principals (the senior post holders) against a defined list of sector comparators and offer comment to the City of London on the outcome of the benchmarking
- To make recommendations to the Board of Governors and the Establishment Committee in respect of overall staffing pay structure, having regard to equal opportunities
- To produce an annual report to the Board of Governors that provides assurance that the committee has collectively discharged its responsibilities and produce a public annual statement (see note).

Note on annual report:

The report should cover senior staff remuneration (Principal and Vice-Principals) and include, amongst other things, the approach to remuneration and type of factors used in considering reward proposals such as performance against strategic

objectives, reference to job evaluation schemes etc, and the current value for the university of the pay multiple of the Principal's earning against the median of all staff and how this indicator has changed over an extended period of time (Remuneration Code and "Possible outline structure for a Remuneration Annual Report" refer).

It is recommended that the annual report and the annual statement are one and the same but modifications may be necessary to preserve commercial confidentiality (Remuneration Code refers). Whilst the full report to the Board may be private it should not be withheld from any member of the Board of Governors (CUC HE Code of Governance refers).

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Governance and Effectiveness Committee - Terms of Reference

Introduction

- The role of the Governance and Effectiveness Committee is to consider improvements to the effectiveness of the Board of Governors of the Guildhall School.
- The Committee shall utilise guidance from appropriate sources, including *Office for Students* and *Advance HE* in undertaking its work, and the *CUC Higher Education Code of Governance*.
- The Committee shall report its findings and recommendations to the Board of Governors.

Membership

- The Membership shall include the Chairman and Deputy Chairman of the Board of Governors, the Chairman of the Audit & Risk Management Committee, the Principal of the Guildhall School and other Members of the Board of Governors.
- The Chair of the Committee shall normally be a co-opted governor.
- The quorum consists of three Members.

Attendance at meetings

- A representative of the Town Clerk shall attend meetings.

Frequency of meetings

- Full reviews shall be held every three years.
- The committee shall determine the frequency of its meetings.

Authority

- The Committee does not have power to act, it will report its findings and recommendations to the Board of Governors for approval.

Duties

- The duties of the Committee shall be:

- a. To undertake a formal and rigorous evaluation of the effectiveness of the Board of Governors of the Guildhall School and its committees, in line with guidance from Office for Students and Advance HE.
- b. To report and make recommendations to the Board.
- c. To consider the success of the Board of Governors in meeting long term strategic objectives and Key Performance Indicators.
- d. To facilitate the benchmarking of the performance of the Guildhall School against other comparable Higher Education Institutions.
- e. To monitor progress of the implementation of the recommendations of efficiency reviews.
- f. To consider other matters referred to it by Board

Academic Assurance Working Group
Approved by the Board of Governors July 2017

Membership:

Co-opted member of the Board with HE experience (in the Chair)
One further member of the Board (not staff)
Principal
SU President or other student representative
The option to co-opt a HE specialist from outside the Board of Governors

Officers:

Secretary & Dean of Students
Assistant Registrar (Quality Assurance)

Brief:

To meet once a year, early in the autumn term, for report to the November Board of Governors.

The Academic Assurance Working Group will review the Academic Board annual report, and all other matters reported to the Board during the previous academic year on higher education matters, to assist the Board in coming to a view whether the academic assurances have been met sufficiently.

The Working Group will have the authority to seek clarification on any matter relating to academic assurance and ask for additional information.

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Capital Projects Working Group terms of reference

Background

The School's strategic ambitions require additional space including a new front door for Silk Street, long-term rental, and possibly the purchase of new property or the use of existing City of London space. Detailed option analysis would be best undertaken by a smaller group than the full Board of Governors.

Additionally, for some of these projects there may be specific, and vocal, stakeholder interest that will need to be considered and managed. Members of the Board with electoral interests in the vicinity of these projects may find it useful to have a mechanism for these stakeholder interests to be raised and discussed in a methodical and controlled way.

Proposed terms of reference

- To review large scale capital plans (eg long term rental of property, requests to the City to purchase property, Silk Street initiatives) at each stage of development
- To provide a forum for the consideration of stakeholder views in the development of plans, and to ensure that stakeholder views are sought and considered
- To undertake option analysis on behalf of the Board of Governors
- To advise the Board of Governors, on timescales, challenges (including financial), and Options

Proposed membership

- In the Chair: A member of the Board of Governors, or committee of the Board of Governors, without residential or electoral interest in the Barbican estate
- Chair of the Board of Governors
- Principal
- Three other (non-School) members of the Board of Governors

Attendees:

- Vice-Principal of Advancement
- Secretary & Dean of Students
- Chief Operating and Financial Officer
- Director of Operations and Buildings

Clerking: It is proposed that the working group will be serviced directly by the School.

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BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND DRAMA

Monday, 15 February 2021

Minutes of the meeting streamed to You Tube
<https://youtu.be/qiB6LNntI8E> 1.45 pm

Present

Members:

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

In Attendance

Officers:

Jonathan Vaughan	- Guildhall School of Music and Drama
Katharine Lewis	- Guildhall School of Music and Drama
Andrew Lavender	- Guildhall School of Music and Drama
Ashleigh Hope	- Guildhall School of Music and Drama
Gilly Roche	- Guildhall School of Music and Drama
Orla O'Loughlin	- Guildhall School of Music and Drama
Amy Grimes	- Guildhall School of Music and Drama
Steve Eddy	- Guildhall School/Barbican Centre
Cornell Farrell	- Guildhall School/Barbican Centre
Jonathan Poyner	- Guildhall School/Barbican Centre
Sandeep Dwesar	- Guildhall School/Barbican Centre
Hannah Bibbins	- Guildhall School/Barbican Centre
Sean Gregory	- Guildhall School/Barbican Centre
Nikki Cornwell	- Guildhall School/Chamberlains
Graeme Hood	- Guildhall School
Julie Mayer	- Town Clerks
John Cater	- Town Clerks

1. APOLOGIES

Apologies were received from the Chairman, Vivienne Littlechild and The Rt Hon. the Lord Mayor Alderman William Russell. The Deputy Chairman, Graham Packham, took the Chair.

Before commencing the business on the agenda, the Deputy Chairman welcomed new Member, Andrew Mayer and thanked long-serving Member, John Chapman, who would be standing down in April this year, having completed three terms.

The Deputy Chairman also advised of a change to the running order so that item 20 (the Medium-Term Financial Plan) could be taken directly after item 17 (Business Recovery Plan) as they interrelate.

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 non-public summary of the meeting held on 23rd November 2020 be approved as a correct record.

4. PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS

RESOLVED, That – the public minutes and non-public summaries of the following meetings be received:

4.1 Finance and Resources Committee - 19th January 2021

4.2 Audit and Risk Management Committee - 22nd January 2021

5. ANNUAL REVIEW OF THE BOARD'S TERMS OF REFERENCE

The Board received a report of the Town Clerk in respect of the Annual Review of its Terms of Reference. The Deputy Chairman suggested, and the Board agreed, that it would be prudent to delay a review of the Board's Terms of Reference until the full implications arising from the Lisvane Review were known, and that the Governance and Effectiveness Committee should consider them prior to agreement by the full Board.

RESOLVED, that:

1. The Terms of Reference of the Board (as set out at Appendix 1 to the report) be approved for submission to the Annual Meeting of the Court of Common Council in April 2021; and

2. The frequency of the Board's meetings, currently 4 times a year, to remain unchanged.

6. GENERAL REPORT OF THE PRINCIPAL

The Board received the Principal's General Report which provided updates on the sector and the school, quality of learning and teaching environment, awards and prizes, together with a higher education student number snapshot for 2020/21.

RESOLVED, that – the report be noted.

7. ANNUAL FINANCIAL STATEMENTS

The Board considered a report of the Principal in respect of the Annual Report and Financial Statements for the Office for Students (OfS), which form part of the ongoing conditions of registration as a higher education provider. The Board noted that this report had been thoroughly scrutinised by the Finance and Resources and Audit and Risk Management Committees. An error was highlighted in respect of the name of the Student Union Representative, which would be corrected before submission.

RESOLVED, that - the Annual Report & Financial Statements be formally approved and the Chairman of the Board and the Principal of the School be authorised to sign the report and accounts and the updated assurance engagement letter from the independent accountants, on behalf of the Board, prior to submission of the Financial Statements to the OfS by 28th February 2021.

8. PROPOSAL TO CHANGE REPORTING DATE TO THE OFFICE FOR STUDENTS

The Board considered a report of the Principal in respect of a proposal to change the reporting date to the Office for Students, which had been approved by the Finance and Resources Committee. The Board noted that, whilst it had been a requirement of HEFCE for the accounts be produced with a 31st July year-end date, this was no longer the case for the OfS. Furthermore, changing the submission date to 31st March would align with the City Corporation's year-end, resulting in a more efficient use of officer time.

RESOLVED, that - The School be authorised to cease producing financial statements for the Office for Students, with a 31 July year-end, instead producing the accounts with a 31 March year-end, in common with the City Corporation's own accounting date.

9. ANNUAL FINANCIAL RETURN TO THE OFFICE FOR STUDENTS

The Board received a report of the Principal in respect of the Annual Financial Return to the Office for Students. The Board noted that was a requirement of the OfS for the return documents to be approved by a committee of the Governing Board prior to submission by 31 January 2021. Accordingly, the documents were approved by the Finance & Resources Committee and further endorsed by the Audit & Risk Committee, in January 2021, and had been successfully uploaded to the Office for Students in accordance with the deadline.

RESOLVED, that – the report be noted.

10. **ANNUAL REPORT OF THE AUDIT AND RISK MANAGEMENT COMMITTEE**
 The Board considered the Annual Report of the Audit and Risk Management Committee, which was required as part of the Annual Financial Return to the OfS. The Board noted that the immediate past Chairman had signed off the report and two Members of the Committee, who were also Members last year, had affirmed its content. The previous Chairman was thanked for her service to the Audit and Risk Management Committee.

RESOLVED, that – the Annual Report of the Audit and Risk Management Committee be approved for submission to the Office for Students.

11. **PREVENT: ANNUAL MONITORING REPORT FOR 2019/20 TO THE OFFICE FOR STUDENTS (OFS)**

The Board received a report of the Principal in respect of the annual report to the Office for Students on the number of Prevent cases in a given year. The return information was attached to the report and confirmed that the School was fulfilling its statutory obligation regarding the Prevent Duty. The officer advised that OfS feedback was expected in March and the next report to the Board would provide an update.

RESOLVED, that – the report be noted.

12. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD**
 There were no questions.

13. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT**
 There were no items.

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. **NON-PUBLIC MINUTES**
 RESOLVED, That – the non-public minutes of the meeting held on 23rd November 2020 be approved as a correct record.

16. **NON-PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS**
 RESOLVED, That – the non-public minutes of the following meetings be received:

- 16.1 Finance and Resources Committee - 19th January 2021
- 16.2 Audit and Risk Management Committee - 22nd January 2021

17. **BUSINESS RECOVERY PLAN**
The Board considered and approved a report of the Principal.
18. **GENERAL REPORT OF THE PRINCIPAL (NON-PUBLIC)**
The Board received a report of the Principal.
19. **ACCESS AND PARTICIPATION MONITORING 2019/20**
The Board considered and approved a report of the Principal.
20. **MEDIUM TERM FINANCIAL PLAN 2021-25**
The Board received a report of the Principal.
21. **AGED DEBT REPORT FOR THE GUILDHALL SCHOOL OF MUSIC & DRAMA AS AT 31 JANUARY 2021**
The Board considered and approved a report of the Principal.
22. **BARBICAN CENTRE & GUILDHALL SCHOOL CONFINED AND DANGEROUS SPACES GATEWAY 2 (PROJECT PROPOSAL)**
The Board considered and approved a joint report of the City Surveyor, the Managing Director of the Barbican Centre Board and the Principal, Guildhall School of Music and Drama.
23. **WORKS TO THE ROOF OF THE SILK STREET BUILDING (PHASE 2) GATEWAY 6 - OUTCOME REPORT - REQUEST FOR A DELEGATED AUTHORITY**
The Board considered and approved a joint report of the City Surveyor, the Managing Director of the Barbican Centre Board and the Principal, Guildhall School of Music and Drama.
24. **SAFEGUARDING UPDATE**
The Board received a report of the Principal.
25. **ANNUAL TRANSPARENT APPROACH TO COSTING (TRAC) RETURN FOR THE GUILDHALL SCHOOL OF MUSIC & DRAMA**
The Board received a report of the Principal.
26. **REPORT OF ACTION TAKEN**
The Board received a report of the Town Clerk in respect of the following decisions, taken under urgency, since the last meeting of the Board:
 - **Business Recovery Plan – outline strategy**
 - **Guildhall School of Music and Drama Budget 2021/2022**
27. **NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD**
There were no questions.
28. **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.

29. **GUILDHALL SCHOOL OF MUSIC AND DRAMA - STAFFING**

The Board considered and approved a confidential report of the Principal.

The meeting ended at 3.45pm

Chairman

**Contact Officer: Julie Mayer tel. no.: 020 7332 1410
julie.mayer@cityoflondon.gov.uk**

REMUNERATION AND NOMINATIONS COMMITTEE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND DRAMA

Wednesday, 21 April 2021

Minutes of the meeting of the meeting streamed: <https://youtu.be/gorTsFOjhH8>

Please note that the recording will be available one year from the date of the meeting

Present

Members:

Graham Packham – Deputy Chairman (in the Chair)
Randall Anderson
Deputy David Bradshaw
John Chapman
Jeremy Mayhew
Andy Taylor

Officers:

Lynne Williams – Principal, Guildhall School of Music and Drama
Katharine Lewis – Guildhall School of Music and Drama
Steve Eddy – Barbican Centre/Guildhall School of Music and Drama
Julie Mayer – Town Clerks

1. APOLOGIES

Before commencing the business on the agenda, the Town Clerk explained that this was a meeting of the 'Past Remuneration and Nominations Committee of the Board of Governors of the Guildhall School of Music and Drama' as it fell between the Annual Meeting of the Court and the first meeting of the Board of Governors. Members noted that the Chairman had resigned and the Deputy Chairman would be taking the Chair. The composition of the Committee for the year 2021-22 would be approved at the Board meeting on 17th May 2021.

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

There were no declarations.

3. MINUTES

RESOLVED, that – the minutes of the meeting held on 2nd November 2020 be approved.

4. TERMS OF REFERENCE

The Committee received its Terms of Reference and recommended them for approval by the Board of Governors of the Guildhall School of Music and Drama at its next meeting on 17th May 2021.

5. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT

There were no items.

6. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE

The Committee noted that the Committee was carrying a vacancy for a Co-optee, who would also take the Chair. The Principal and Chairman would be undertaking a recruitment exercise and this requirement would be made clear to perspective candidates. The Principal had canvassed existing Co-optees but they were fully committed on other Board activities. It was also noted that, as the scope of this Committee included recruitment to the Board, a full Co-opted Board Member would need to be appointed.

7. 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 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.

Item no	Para no
8	1,2 & 3

8. HR REPORT

The Committee received a report of the Principal

9. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE WHILST THE PUBLIC ARE EXCLUDED

There were no items.

10. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT WHILST THE PUBLIC ARE EXCLUDED

An item was discussed whilst the public were excluded.

The meeting closed at 10.40 pm

Chairman

Contact Officer: julie.mayer@cityoflondon.gov.uk

FINANCE AND RESOURCES COMMITTEE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC & DRAMA

Friday, 23 April 2021

Minutes of the meeting streamed to You Tube.

<https://www.youtube.com/watch?v=NVIuWAJ7isM>

Please note the above recording will be available for one year from the date of the meeting

Present

Members:

Vivienne Littlechild (Chairman)
Graham Packham (Deputy Chairman - *in the Chair*)
George Abrahams
Lew Hodges
Neil Greenwood

In Attendance

Officers:

Lynne Williams	- Principal, Guildhall School of Music and Drama
Jonathan Vaughan	- Vice Principal, Guildhall School of Music & Drama
Graeme Hood	- Guildhall School of Music and Drama
Niki Cornwell	- Chamberlain's Guildhall School
Julie Mayer	- Town Clerk's Department

1. APOLOGIES

There were no apologies.

Before commencing the business on the agenda, the Town Clerk explained that this was a meeting of the *'past'* Finance and Resources Committee of the Board of Governors of the Guildhall School of Music and Drama as it fell between the Annual Meeting of the Court and the first meeting of the Board of Governors. The past Chairman had asked the past Deputy Chairman to take the Chair.

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

There were no declarations.

3. PUBLIC MINUTES

The public minutes and summary of the meeting held on 19th January 2021 were approved as a correct record, subject to an amendment correcting *'on-going concern'* to *'going concern'*.

4. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE FINANCE & RESOURCES COMMITTEE

There were no questions.

5. **MANAGEMENT DASHBOARD FOR THE YEAR ENDING 31 MARCH 2021**

The Committee received a report of the Principal showing the projected out-turn for the year ending 31 March 2021.

The Committee noted that, because of the pandemic, it had been necessary for the Junior School to offer discounts, some students had withdrawn, and short courses had been reduced. The officer also explained that student accommodation, catering, ticket sales and hiring from the West End stage and others had been affected. The School had remained open and, therefore, it had not been possible to make sufficient savings on expenditure to recover all losses on income. The Committee also noted that reserves had depleted, and the City would cover covid related losses of £1.2 m in this financial year, and £1.3m in the next. There had been agreement in principle to a further £5-600k of assistance, to cover losses from the January 2021 lockdown. The officer explained that the deficit position was pre any further support in 2021, and this was referenced in the budget report later on this agenda.

The Chairman asked for the following amendments before the report was presented to the Board:

1. An error in the variances between the budget and forecast.
2. The report to state clearly that it sets out the full year outturn for 2021.
3. An explanation that 'Funding Council' represents both the Office for Students and Research England.

In response to a question about the cost of establishment staff and Professors, the officer explained that a lot of short courses had been cancelled, at very short notice, and the School had honoured the teaching contracts. The Committee also noted that face-to-face teaching had been in smaller groups, and the School had been required to pay for multiple iterations of a course. The officer also explained that the budget plans had been drafted in the Autumn of 2019, to include an extensive front of house restructure, but anticipated savings had not materialised. The Chairman asked for this commentary to be added to the report when it is presented to the Board. The Principal advised that, given Professors are specialists, it had not been possible to use their skills more generally across 1-1 sessions and in the smaller teaching groups

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

There were some frustrations expressed in respect of delays to the Silk Street works and the ongoing impact on heating and ventilation. Members asked if the Board could receive an oral update on 17th May 2021 and for firm timescales to be in place.

7. **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 following 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 as follows: -

Item	Paragraph
8-11	3

8. **NON-PUBLIC MINUTES**

The non-public minutes of the meeting held on 19th January 2021 were approved as a correct record.

9. **GUILDHALL SCHOOL BUDGET REPORT - 2021/22**

The Committee received a report of the Principal.

10. **NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE FINANCE & RESOURCES COMMITTEE**

There was one question whilst the public were excluded.

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

There were no urgent items.

The meeting ended at 11.10 am

Chairman

Contact Officer: Julie Mayer
julie.mayer@cityoflondon.gov.uk

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

Monday, 26 April 2021

Minutes of the meeting streamed to You Tube at 10.00 am
Please note that the recording will be available for one year from the date of the meeting
https://youtu.be/DovSaw_CMDw

Present

Members:

Professor Geoffrey Crossick (Chairman)	Christopher Costigan
Randall Anderson (Deputy Chairman)	Michael Herington
John Chapman	

In Attendance

Vivienne Littlechild
Graham Packham

Officers:

Lynne Williams	- Principal, Guildhall School of Music and Drama
Jonathan Vaughan	- Guildhall School of Music & Drama
Katharine Lewis	- Guildhall School of Music and Drama
Graeme Hood	- Guildhall School of Music and Drama/Barbican Centre
Jonathon Poyner	- Guildhall School of Music and Drama/Barbican Centre
Matthew Lock	- Chamberlain's Department
Julie Mayer	- Town Clerk's Department

1. APOLOGIES

Apologies were received from Paula Haynes.

Before commencing the business on the agenda, the Town Clerk explained that this was a meeting of the '*past*' Audit and Risk Management Committee of the Board of Governors of the Guildhall School of Music and Drama, as it fell between the Annual Meeting of the Court and the first meeting of the Board of Governors for 2021/22.

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

There were no declarations.

3. PUBLIC MINUTES

The public minutes of the meeting held on 22nd January 2021 were approved.

Matters arising

At the last meeting, the Chairman had requested an update on internationalisation, as this is a key objective of the recovery plan. The Finance Officer advised that the School had been running a series of workshops, including internationalisation, looking at the KPIs that would be used to deliver targets. The Committee noted that a report was being prepared on the outcome of the workshops, and this would be shared with Internal Audit, in order to determine further actions required to review the strategy. The Principal strongly recommended, and the Committee agreed, that a full review should be delayed until there was clarity in respect of the numbers of students expected to return.

4. INTERNAL AUDIT UPDATE

During the discussion and questions, the following points were noted:

- a) In respect of the final joint report of the Guildhall School and Barbican on Facilities Management and Maintenance, the Chairman advised that whilst '13 Amber' appeared high, management had agreed to all but 3 of the recommendations in full, and those 3 partially, and there were no significant issues. The officer confirmed good progress in the transition to City contracts and that interim arrangements were in place, pending the new system. A performance management issue in respect of the Engineering Team related to a risk exercise and not a HR process.
- b) A report had recently been presented to the Senior Management Team in respect of the detailed revised budget for 2021/22, and this had included the first year of the Medium Term Financial Plan (MTFP). The Committee noted that the recommendations made had been accepted. The Chairman asked if future reports' management responses could indicate this clearly and, if a recommendation was partially or not accepted, then it should state the reasons.
- c) The Officer explained that the School was aiming to implement 12% savings, alongside seeking investments in new areas to generate income. The Committee noted the observation in the report that weightings towards new income against cost reduction would increase risk. The Committee nonetheless viewed the income-led approach as appropriate notwithstanding the level of risk.
- d) The report on Guildhall Young Artists would be ready to report to the next Committee meeting. The officer advised that the audit report had been finalised recently and there had been a positive response from the School.

Audit Plan for 2021/22

- e) The committee noted that, whilst this was somewhat fluid, the main components were Data Quality, Governance and the Medium Term Financial Plan (MTFP). The Head of Audit and Risk Management explained that the next stage of the work on the MTFP would look at how

the plan was being implemented, and if it was possible to test some of the assumptions.

Governance

- f) Whilst Governance was linked to the City of London Corporation's Lisvane Review, the Head of Audit and Risk Management would need to provide independent assurance that governance arrangements in the School adhered to the relevant codes for higher education. The Chairman expressed concern that, given the current fluidity in governance within the City of London Corporation, any review was likely to go out of date very quickly. The Head of Audit and Risk Management explained that it would not be possible to give an opinion on the adequacy of arrangements and the internal control environment if work had not taken place. However, the Committee noted that some of the work within the main Audit Plan for the City of London Corporation related to key financial controls and the wider IT aspects, and assurance from this work could be carried across to inform the basis of the Head of Audit's Annual Opinion for the School.
- g) The Dean and Secretary confirmed that an internal academic review of governance was underway, looking at quality assurance. The Chairman suggested that the Head of Audit and Risk Management and the School give further consideration as to how long it might be acceptable to delay the planned Internal Audit Review. The Principal advised that the OfS is fully aware of the School's situation, and the on-going discussions in respect of the Target Operating Model (TOM) and the Governance Review. The Committee concluded that, given the state of flux, it would not be practical to conduct a review at this time.
- h) The Chairman suggested that the next meeting should receive the Office for Students' Conditions of Registration, so that it could briefly review them and identify any conditions that might cause concern and where further information was needed.

Data quality

- i) The Head of Audit and Risk Management advised that the Kingston City Group had been approached to carry out this work, given their specialism in higher education, but they only had capacity for a specific period. The Head of Audit and Risk Management suggested a rolling programme of work in relation to Data Quality, looking at specific returns within each review, rather than samples across a range of different returns. This approach could have a fairly narrow scope but would be sufficient to provide assurance of integrity in terms of process and systems used to capture and prepare the data for submission, and accommodate availability of staff at the School. The Dean and Secretary agreed to work with the Head of Audit and Risk Management to set a timetable for starting the process, looking at a single area every year, and the possibility of engaging KCG this year. The Chairman suggested that, once an area had been agreed and ready to take

forward, it could be approved under delegated authority, thereby avoiding further delays.

RESOLVED, that – authority be delegated to the Town Clerk, in consultation with the Chairman and Deputy Chairman of the Audit and Risk Management Committee (of the Board of Governors of the GSMD), to approve internal audits undertaken in respect of Data Quality, on a rolling programme.

- j) The Finance Officer advised that the School was now producing 31st March accounts for the Office for Students but the 6 - 7 month reporting deadlines still applied. Therefore, the Annual Returns would be due at the of October, which was slightly earlier than usual. The Head of Audit and Risk Management advised that there wouldn't be an issue with a small gap in the workflow, and a note could be added to the accounts in respect of the need to synchronise the audit work.

Data Futures

- k) The Dean and Secretary advised that this was still on the deferred list, as a result of government and OfS delays. The Committee noted that Data Futures would replace the student record return, with effect from August 2022, but the filing requirements would apply later. It was suggested that the best time for a review would be after the in-year trial, as this would determine whether the School was ready. It was also noted that there could be further delays, and that Jan 2023 was likely to be the best time for an audit.

The Two Live High Priority Recommendations

- l) The Committee noted that one of these now had a revised timescale, and the other, '*Review of Student Affairs Service Provision*', had been under considerable pressure, and would justify a revised implementation timetable. The Dean and Secretary suggested October 2021, when Student Affairs were due to present their Annual Report for 2020/21. The Committee noted that the 2019/20 Review had been cancelled due to the pandemic. The Head of Audit and Risk Management agreed to the revised timetable, as it would only be possible to demonstrate implementation once the review had been reported.

5. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE AUDIT & RISK MANAGEMENT COMMITTEE

There were no questions.

6. ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT

There were no urgent items.

7. 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 following 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 as follows:-

Item	Paragraph
8-11	3

8. **NON PUBLIC MINUTES**
The non-public minutes of the meeting held on 22nd January 2021 were approved.
9. **RISK REGISTER**
The Committee received a report of the Principal.
10. **NON PUBLIC 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 AND WHICH THE SUB COMMITTEE AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**
There were no urgent items.

The meeting ended at 12 noon.

Chairman

Contact Officer: Julie.mayer@cityoflondon.gov.uk

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Agenda Item 9

Committee	Date:
Board of Governors of the Guildhall School of Music & Drama	17/05/2021
Subject: Principal's Public Report May 2021	Public
Which outcomes in the City Corporation's Corporate Plan does this proposal aim to impact directly?	3, 4, 7,8,10
Does this proposal require extra revenue and/or capital spending?	No
If so, how much?	£
What is the source of Funding?	
Has this Funding Source been agreed with the Chamberlain's Department?	N/a
Report of: Lynne Williams, Principal, Guildhall School	For information
Report author: Principal	

Summary

This report updates the Board on a number of current issues:

- Sector & School update
- Quality of learning and teaching environment by department (including Music, Drama, Production Arts, Advancement and GYA)
- Awards and Prizes

Recommendation: that the Board receives the report and notes its contents.

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Principal's Public Main report

Introduction

The higher education/conservatoire sector continued to meet with the Minister for Universities to make the case for those students undertaking practice-based courses to be included in the first tranche of students allowed back on campus for in-person teaching and to fulfil their learning outcomes and progression/graduation through performances. We returned to in-person teaching on March 8 which gave us the last three weeks of the spring term to complete outstanding performance work and assessments. We are continuing with a largely in-person programme for the summer term which completes our academic year and will enable final recitals and drama and opera performances to take place. We are currently planning a number of scenarios for limited audience attendance after 17 May.

The postponed Graduation Ceremony from November 2020 took place online on 26 March 2021. This was a completely new undertaking, but staff rose to the occasion and despite the initial misgivings of many graduating students, the event was a joyous celebration, with students attending from across the world and able to be with their colleagues in zoom rooms during the ceremony and for informal celebrations post ceremony. The Lord Mayor added gravitas and wise words to the occasion and Peter Sellars delivered an inspirational address on behalf of the honorands. 275 graduands attended, some with their parents and guests and 1200 viewed the event on the day. My thanks to Deputy Chair, Graham Packham who hosted the event due to the unavailability of our Chair. The Students' Union is considering plans for informal celebratory events later in the year and some graduates will also be returning to take part in events such as the Production Arts Industry Showcase.

Students' Union Elections will take place on 17th May. The Senior Management team are looking forward to continuing our excellent relationships with the SU Executive as we manage the challenges of the pandemic together.

The School Covid Gold Team continues to manage the significant amount of day-to-day decision-making required and to keep students and staff informed of health and safety procedures being implemented. There is a DfE expectation of twice weekly asymptomatic testing now that the students and staff have returned in person. We have obtained home test kits for distribution which should add a further opportunity to that of our local testing partnerships and the increasing opportunities in communities. We have been informed that students will be vaccinated in May and are awaiting further information.

Despite the continuing uncertainties around the lifting of all covid restrictions, planning is well under way for the new academic year commencing September 2021 which will feature some online learning where we have found this to be a positive contribution to course delivery, together with our in-person teaching and performance opportunities which underpin our practice-based approach to education and training. We now have well-developed alternative models of delivery which can be deployed should they be necessary and we are being realistic in our planning that government decisions could require an immediate response to do so at any time in the coming autumn months. It is important to once again acknowledge the huge commitment of staff and students in maintaining excellence and innovation in the

delivery of our programmes through an extremely challenging fourteen months and that many of our staff on the front line are exhausted and in need of an uninterrupted summer holiday.

Work on our Anti-Racism programme is progressing well and a newly constituted Equality, Diversity and Inclusion Committee has been convened and will meet for the first time on 29th April. Our external consultant Baljit Kaur will chair this committee until we have completed recruitment for a new EDI post. Another initiative being led by external diversity consultant Maureen Salmon, has resulted in a number of recommendations from our acting alumni community and we will be sharing her Summary of Findings very shortly as part of our anti-racist action plan.

On 26th April we held our first on-line supporters evening with a panel of four students, the Principal, and the Vice Principal & Director of Production Arts, Andy Lavender, who chaired the evening. We had over 60 attendees and although we missed being in the same room with all of our committed scholarship donors and supporters, it was important to keep in touch and the resulting feedback was very positive.

I would like to take this opportunity to congratulate Vice Principal, Director of Music Jonathan Vaughan on his recent professorial conferment in recognition of his extensive contribution to the development of music education and training. We will be celebrating with Professor Vaughan in the summer when it is safe to do so.

I would also like to take this opportunity to record the School's appreciation for our retiring chair of the Board, Vivienne Littlechild. The School has been so fortunate to have had such a committed chair for the last three years. Under Vivienne's chairmanship, the School achieved Gold in the teaching excellence awards and has been recognised as Number One Conservatoire in the UK.

Vivienne's commitment to the students and staff has been absolute. Her attendance record at students' performances and presentations has been astounding and she has been a great ambassador for our world-leading community of artists and practitioners. On a personal note, I would like to thank Vivienne for her unwavering commitment to the ambitious vision for the future of the School and for her support for the Principal and Executive Team as we led the School through the extreme challenges of the past fourteen months.

Vale

It is with sadness that I report the death of Jane Manning, long term Professor at Guildhall School who died last month. Jane was one of the leading vocal exponents within international contemporary music practice, commissioning and premiering many new works by contemporary composers across many decades. She inspired so many young singers and composers and will be remembered for her exacting mentorship and generosity in sharing a lifetime of experience at the cutting edge of repertoire development. She will be missed by all of us at the Guildhall School.

We are also sad to pass on the news of the death of actor, Helen McCrory, partner of alumni Damien Lewis. The School recognises Helen's extraordinary talent and her

support of the students of the School. Our thoughts are with Helen's family and friends as they adjust to life without her inspirational presence.

Quality of Learning and Teaching

The staff and students of the Music Department continue to rise to the many challenges posed by Covid. Despite the restrictions the community has been industrious and imaginative with its many online projects, teaching observations, broadcasts and ensemble performances. It has been a joy to see the community return to the building this term for face to face teaching.

Following our adventures in low latency broadcasting last year, the Gold Medal returned to the Barbican on 6th May this year. This was the 106th consecutive year of the medal and featured four outstanding singers. Thando Mjandana, Laura Lolita Peresivana, Thom Mole and Olivia Boen.

In the Chamber Music department, The Consone Quartet, current chamber music fellows and BBC New Generation Artists, will return for a second year of fellowship for 2021/22 and will be joined by current student group and winners of the Trondheim International Chamber Music Competition, the Mithras Trio, with the support of the Cosman Keller Art& Music Trust.

In Opera, a full production of Jonathan Dove's Little Green Swallow was filmed at the end of last term and will be broadcast later this summer.

Toby Hession has been appointed Emerging Artist Repetiteur at Scottish Opera. The previous incumbent was Michael Papadopoulos, who recently made his ROH debut as a Jette Parker Young Artist, conducting their acclaimed production of Kurt Weill's "The Seven Deadly Sins".

In the Strings department, in spite of lockdown, year 4 Undergraduates have been creatively engaging with teaching observations both nationally and internationally, realising their own teaching projects online as part of Professional Studies 2. Student projects included a Mendelssohn Octet workshop with students from Bryanston School in February, and shadow teaching in conservatoires in France, Spain and Holland,

Production Arts Highlights

We were delighted to welcome students back into our buildings for the final three weeks of the Spring Term to undertake work on productions. This has also raised some challenges, (which I reflect on below), but the overarching feeling was one of (what a colleague described as) 'quiet euphoria' as we returned to in-person activities in our performance and production spaces – all with covid-safe protocols in place, of course.

Concerts and performances included *The Great British Songbook – the Beatles Reimagined*, presented by Guildhall Studio Orchestra. Supported by the Recording and Audio Visual Department, the event was made possible by way of Guildhall's leading-edge low-latency system – with strings in Silk Street Music Hall, the band,

woodwind and brass in Milton Court Concert Hall, Malcolm Edmonstone conducting from Silk Street G41, and the AV team operating from its studio in Milton Court. The event received over 1500 views. Guildhall Symphony Orchestra enjoyed another performance using our low latency system, presenting a programme that included Symphony No.3 in F major, Op.90 by Brahms, and Elgar's Symphony No.1 in A-flat major, Op.55 – this concert received 1000 views. The significance of this is that it demonstrates Guildhall embedding the low-latency system as a resource to support our public performance programme. And while on the subject of digital infrastructures for live events – following the success of last term's drama performances, GLE (Guildhall Live Events) and the Recording & AV department have been approached to capture a production this term for Royal Central School of Speech and Drama.

The Production Arts department has agreed a new strategic plan that charts some key lines of development over the next phase. These include (among other initiatives) the expansion of opportunities for students to undertake work that foregrounds their own creativity and skill as production artists; the extension of our engagement with digital production (including work in screen drama, motion capture and virtual reality); and ensuring greater diversity in our student recruitment and our staffing. We're delighted to have recruited an Outreach Project Manager to coordinate a range of short courses and other initiatives with colleagues across the School, working with Guildhall Young Artists (GYA), Guildhall Innovation, Short Courses & Summer Schools, and Access & Participation. We're also thrilled to be welcoming into the department ten diverse industry practitioners as mentors, this Summer Term, for our Third Year students. This will be of particular benefit to the students as they make preparations to leave Guildhall and enter the world of work, at a time when the entertainment industry is so challenged by the pandemic, but also as we anticipate that things will start up again with renewed energy and imagination.

On that note, we're seeing our graduating cohort of 2020 getting their first jobs as the industry comes back to life. For instance, Ellie Banfield has been employed as a Production Runner on *Peaky Blinders* (BBC) and Georgia Dacey as a Deputy Stage Manager with Opera Holland Park.

Innovation and Engagement Highlights

Equality, Diversity & Inclusion

- Recruitment of the newly re-formed EDI Committee has concluded, and the first meeting took place on Thursday 29th April. Due to the high level of interest, a two-stage process was run to enable staff to apply, and three students representing Welfare, Diversity and the African Caribbean Society were put forward by the Students' Union. We have now invited 21 people to join the Committee from across the institution. They represent a range of protected characteristics, and/or have specific experience of working with people from these groups.
- The Committee is now in the process of establishing its working practices and how it will drive and maintain progress against the Anti-Racism Action Plan recommendations, which came out of the Task Force towards the end of 2020. This will involve the formation of various working groups that will interface with individuals and other faculty working groups across the School.

Likewise, the Committee will also be holding senior leadership to account for EDI progress and ensure transparent governance.

Barbican Guildhall Creative Alliance

- The Creative Alliance Working Group has now met twice and is proving to be an effective forum for the exchange of ideas to facilitate joint planning of bridging projects.
- Following input from the Working Group, the 2020-21 Creative Alliance projects are being updated and/or changed for 2021-22 to reflect the changing priorities over the past year.
- The new programme is currently undergoing consultation / sign-off with Joint Directorate and will be reported back to both Boards in due course (for information).

Open Programmes

- Two online courses in Music Theory and Music Therapy took place during the Easter holiday.
- 15 online and 10 in person short courses are being delivered for the Summer programme. Bookings for in-person Summer Schools will officially open on Monday 26 July.
- The piloting of short courses with the Barbican continues. Following the success of the first course on Brutalism, two more evening courses (Photography and Performance Art) will run in the summer term. Planning is also underway for Autumn 2021 / Spring 2022 courses.

Partnerships & Programming

- The Moor Lane community garden launched in March with a short film created by an alumni and a number of current students. [The Moor Lane Community Garden - Free Festival in London - Culture Mile](#). The garden in Moor Lane can also be visited in person.
- A new partnership for Music Bank (our musical befriending project) is being developed with Age UK East, having delivered a successful programme with Age UK Camden. A pilot in-person service will start in July with their memory group.
- DISRUPT received over 250 applications to be a part of the commissioned programme. 16 have now been selected and a programme is being constructed for the July festival. The website launched in April - <https://www.disruptfestival.org>

Guildhall Live Events:

- The team are currently working on a major collaboration with the University of East Anglia - Creative 50, celebrating their innovative creative writing programme through installations, exhibitions and digital events. The programme launches in May 2021.

Under 18

Guildhall Young Artists (GYA)

- All 7 GYA physical centres with 1,400 students and nearly 300 tutors have successfully moved learning back to full in-person or blended learning for the start of the summer term having been entirely online for the spring term. Every centre has welcomed new recruits which bodes well for growth once social distancing restrictions are further lifted.
- Recent data tracking showed 46 students (nearly 40% of leavers – Years 13+) from the 2019/20 cohort of GYA students moving onto higher education to study music, and in 1 case drama; 6 to Guildhall school to music and drama courses, 24 to other conservatoires and 15 to other universities.
- The 2020 GYA Transitions programme, established by the Access & Participation team, which seeks to encourage those from unrepresented backgrounds to progress to Guildhall School and other Conservatoires/HE has also seen positive results for autumn 2021 entry. 13 GYA participants (59.1% of those on the programme) applied to a BMus programme; 9 via the Supported Application Scheme. Guildhall School made 6 offers and 1 reserve offer.
- The new Guildhall Young Artists (GYA) Online centre has seen the new Young Composers course fully booked each term and an individual instrumental course also launched. Applicants have come from South Africa and Hong Kong. As a result of the positive uptake, this on-line initiative has exceeded its profit targets for 2020/1.

Music Education Islington (MEI)

- Of 68 Islington schools, 51 have now signed a Service Level Agreement with MEI. Schools get access to online resource Charanga, network meetings, CPD, projects and events. Delivery of instrumental/singing tuition spans 16 schools and reaches c2500 children.
- As part of MEI in partnership with Islington Council Children in Need (CiN) services to collaborate on Islington Covid-19 response work, we have developed a series of projects and activities for the least engaged students at secondary school level, including 'My voice and me' led by Bad-Lay-Dee and Jermain Jackman, as well as music production in secondary schools and Islington's medical Pupil Referral Unit (PRU).
- The two MEI Music Centres have continued online and have reached pre-lockdown participation (131 students pre-lockdown, 135 students summer term 2021). The increase is due to a) the introduction of a new course aimed at younger students in year 2 and 3 and b) continuation of students beyond the primary school years.
- In partnership with Islington's youth organisations and music organisation, MEI ran the 2nd Lockdown Live #2 event, led this time by young people in core areas of the project. The final playlist includes 16 original tracks by young music makers in Islington. The playlist can be accessed [here](#). 'Legacy' activities will allow all young people who uploaded a track to access industry-orientated workshops.
- The summer term will also see the re-union of our 11:11 Collective: Music Maker Lab, which started as a collaborative partnership with Arsenal FC.

Advancement

- Graduation took place successfully online in March adding 200 new graduates to our alumni community. Fellowships were awarded on the day to American theatre director Peter Sellars, former Vice Principal and Director of Production Arts, Ben Sumner, and alumni Natasha Gordon, an award-winning writer and actor, and successful lighting designer Prema Mehta.
- Many events planned for our digital spring events season had to be postponed or cancelled due to government restrictions imposed in early January; however, a number of events were able to go ahead, some with students creating and performing from home, and some in-person at the School once students returned. The two most viewed broadcasts were Pieces of Us, a devised work by Acting, Production Arts and Electronic & Produced Music students, and the Guildhall Studio Orchestra's The Great British Songbook – The Beatles Reimagined concert, attracting over 6,000 views between them. As a whole, the spring season of events reached audiences in 95 countries across the world.
- Our annual Supporters' Evening took place online in April involving a Q&A with the Principal, Vice Principal and Director of Production Arts and 4 students. There were over 80 attendees including donors, governors, trustees, staff and students.

Prizes and Awards

It's been a very successful year for 2nd year Undergraduate violist Ami-Louise Johnsson. After winning the Max&Peggy Morgan prize in the autumn, in March she was named one of two Junior Award winners of the Hattori Foundation <https://www.hattorifoundation.org.uk/award-winners.html#>

4th year Undergraduate violinist Sophia Prodanova performed at Wigmore Hall March 26 as a member of the early music ensemble Arcangelo, with soloist Alina Ibragimova. Sophia has been one of three young artists named in 2020 to Arcangelo's *New Ensemblists* scheme for a two-year apprenticeship. Sophia has also joined the professional Pasqualati string quartet, led by Florence Cooke (Guildhall Alumna), Max Mandel (principal viola of OAE) and cellist Christoph Richter (professor at RAM).

Victor Braojos (Artist Diploma, Piano) has been added to the roster of featured artists at the Keyboard Trust.

Staff

Simone Ibbett-Brown (Opera) was the winner of the **Women of the Future Awards**

Alumni

Recent Artist Diploma graduate violinist Pablo Hernán-Benedí (MPerf, Junior Fellow, BMus) performed April 14 and 15 at Wigmore Hall as long-standing member of the acclaimed Chiaroscuro Quartet.

Alumnus violinist Jenna Sherry is currently developing a chamber music programme for the Young Talents Programme at the Conservatoire of the Hague. Jenna is also the founder and artistic director of [The Birdfoot Festival](#), which celebrated its 10th anniversary this year with highly innovative online events, including the signature participatory events [the kitchen table, backstage of backstages](#).

Michaela Coel (Graduate 2012, Acting)

- Winner of a Royal Television Society Award
- Nominated for BAFTAS (- 8 nominations for 'I May Destroy You' - including leading actress, mini series, director)

Kingsley Ben-Adir (Graduated 2011, Acting)

Nominated for an EE British Academy Film Award: Rising Star Award

Report author

Lynne Williams, Principal

principal@gsmd.ac.uk

Agenda Item 10

Committee(s)	Dated:
Finance & Resources Committee of the Guildhall School of Music & Drama – for information Board of Governors of the Guildhall School of Music and Drama – for information	23/04/2021 17/05/2021
Subject: Management Dashboard for the twelve months to March 2021	Public
Which outcomes in the City Corporation’s Corporate Plan does this proposal aim to impact directly?	N/A
Does this proposal require extra revenue and/or capital spending?	No
If so, how much?	£
What is the source of Funding?	
Has this Funding Source been agreed with the Chamberlain’s Department?	Y/N
Report of: the Principal	For Information
Report author: Group Accountant	

Summary

The Management dashboard showing the projected out-turn for the year to 31 March 2021 is attached at Annex 1.

Recommendation(s)

Members are asked to note the contents of the dashboard.

Report author

Graeme Hood
Group Accountant

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GUILDHALL SCHOOL OF MUSIC AND DRAMA
MARCH 2021 FINANCE REVIEW
&
MANAGEMENT INFORMATION

GUILDHALL SCHOOL OF MUSIC AND DRAMA

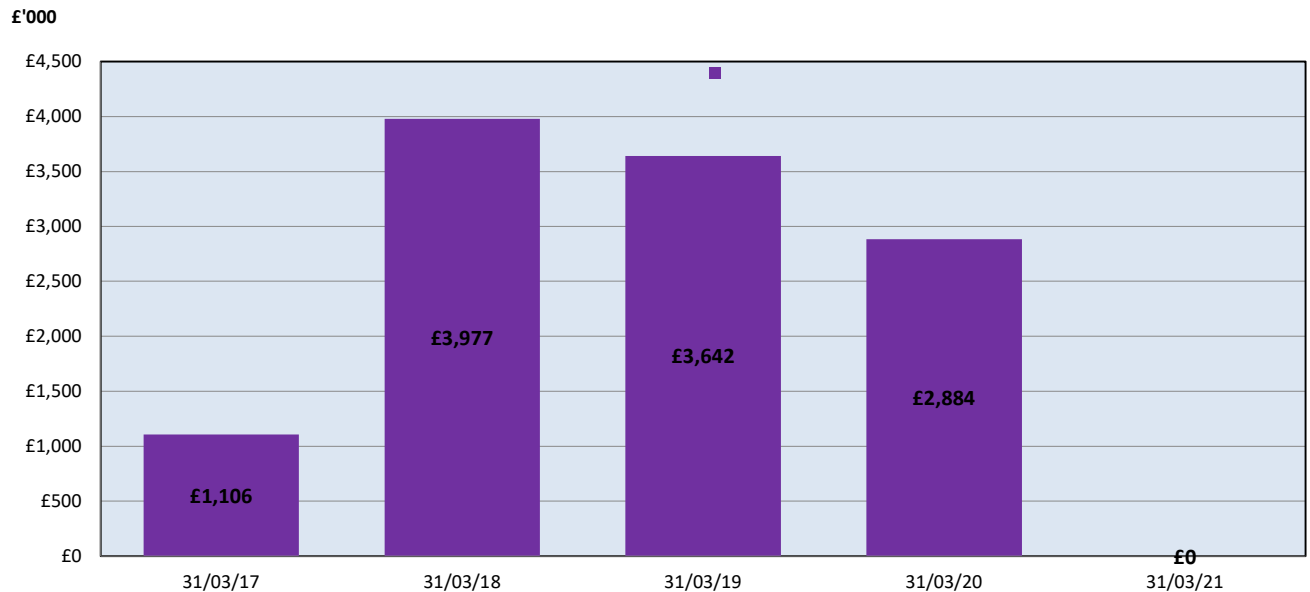
Management Information - March 2021

EXECUTIVE SUMMARY - DRAFT

1. FINANCE	Budget 2020/21	Forecast Outturn 2020/21	Better / (Worse)
1.1 Paying for the School's day-to-day activities			
Income	34,421	30,886	(3,535)
Expenditure	34,871	34,388	483
REVENUE BUDGET - TOTAL NET INCOME / (EXPENDITURE) BEFORE TRANSFERS	(450)	(3,502)	(3,052)
Transfer from Reserve	450	2,884	(2,434)
REVENUE BUDGET - TOTAL NET INCOME / (EXPENDITURE) BEFORE TRANSFERS	0	(618)	(618)

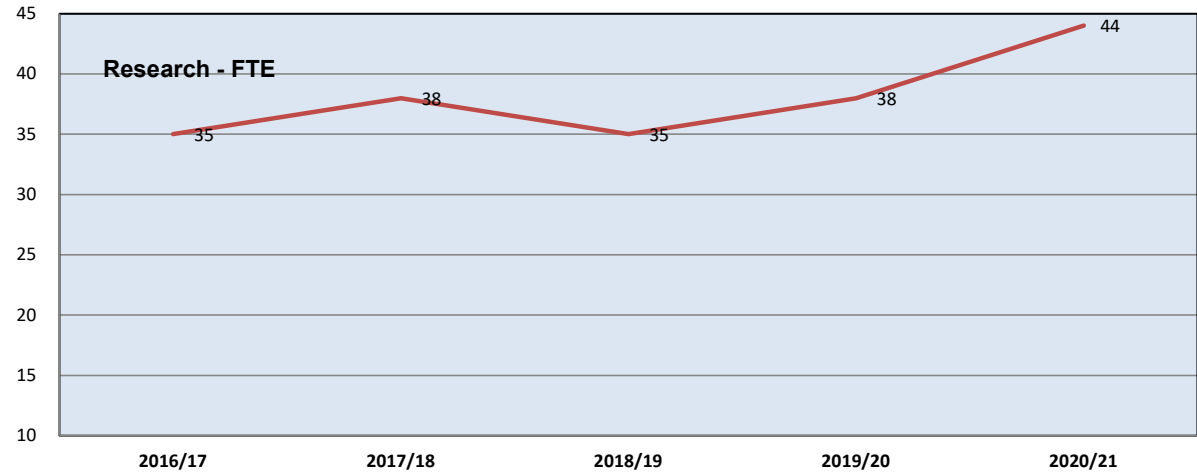
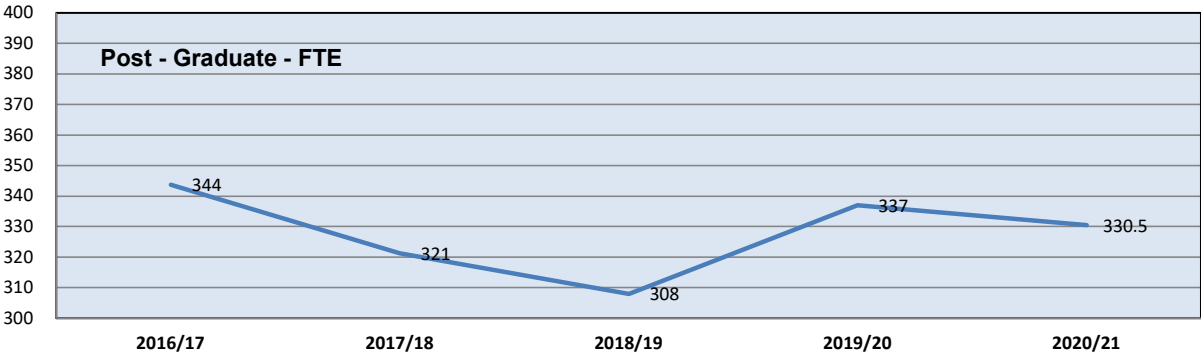
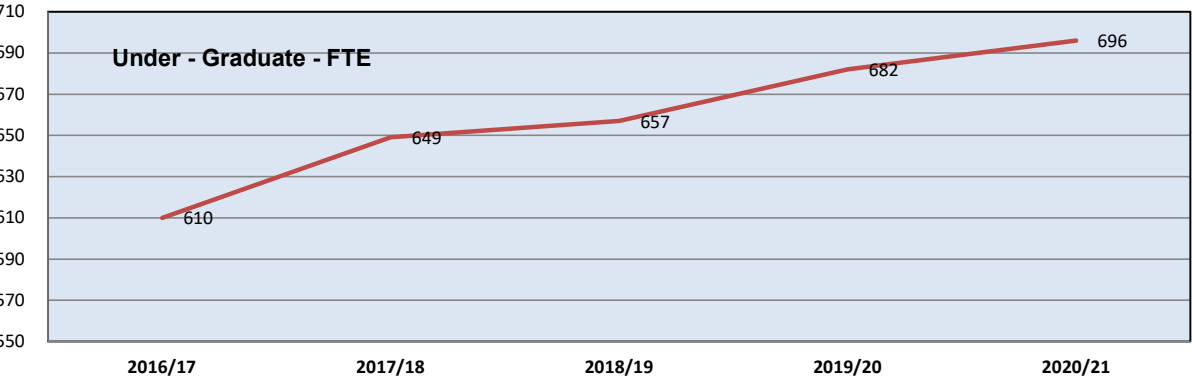
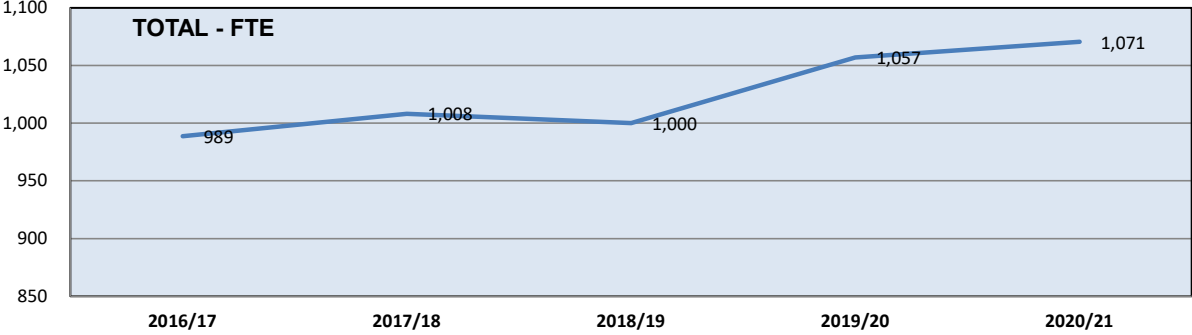
The 2020/21 financial year budget shows a net expenditure position before transfers of £0.450m, which it was agreed could be met with a transfer from reserves. As at April 2021, the School is forecasting a net expenditure outturn of £3.502m, a worse than budget position of £3.052m. At the start of 2021, the School agreed with the Chamberlain's department that it would use its reserves to the fullest extent possible to cover the anticipated shortfall arising during the year, which is largely driven by Covid-19. The City in turn agreed to provide an extraordinary cash grant of £1.335m to support what was the projected shortfall at that time. At the same time the City agreed to set aside a further sum of £500k to support potential further Covid related losses in 2020-21 or 2021-22, as we approached yet another government imposed lockdown. The final outturn means that this additional sum will be required in full this year.

1.2 School Reserve fund - actual and forecast balances at the financial year-end



GUILDHALL SCHOOL OF MUSIC AND DRAMA
Management Information
EXECUTIVE SUMMARY

2. SENIOR STUDENT FTE NUMBER PLAN



2. Current Financial Year (2020/21) - GSMD DRAFT Income and Expenditure Account

12 months to March 2021 NB: DRAFT subject to further change

2019/20 Actual £'000	GSMD Revenue Budget					Notes
		Full Year Budget £'000	Forecast Outturn £'000	B/(W) £'000	B/(W) %	
	INCOME					
4,792	Funding Council Grants (OfS / RE)	4,720	4,673	(47)	(0.99%)	
15,705	Tuition Fee and Education Contracts	17,512	13,712	(3,800)	(21.70%)	1
4,703	Other Earned Income	5,390	4,228	(1,162)	(21.56%)	2
6,548	City of London Grant (Resources)	6,799	6,938	139	2.04%	3
	City of London Extraordinary Grant	-	1,335	1,335	-	3
31,748	Total Income	34,421	30,886	(3,535)	(10.27%)	
	EXPENDITURE					
	Staff Costs					
14,944	- Established Staff	15,699	16,411	(712)	(4.54%)	4
6,167	- Professors	5,433	6,216	(783)	(14.41%)	5
1,772	Professional Fees	1,471	1,578	(107)	(7.27%)	
2,179	Other teaching costs	2,302	2,170	132	5.73%	
3,482	Premises	3,986	3,677	309	7.75%	6
4,409	Other costs	5,980	4,336	1,644	27.49%	7
32,953	Total expenditure (excluding transfers)	34,871	34,388	483	1.39%	
(1,205)	Net income/(expenditure) - before transfers	(450)	(3,502)	(3,052)	677.70%	
	TRANSFERS FROM RESERVES					
1,205	School General Reserve	450	2,884	(2,434)	(540.46%)	
1,205	Total Transfers from reserves	450	2,884	(2,434)	(540.46%)	
(0)	TOTAL NET INCOME / (EXPENDITURE)	-	(618)	-	-	

Notes

Commentary is generally provided for variances of £100k or over

1.

The impact of Covid-19 on fee income for the School has been highly significant this year. Higher Education fee income is reduced by £408k due to students electing to intermit or withdraw as a result of the move to online teaching and / or personal issues arising from the pandemic. Income from under-18 provision is reduced by £667k through a combination of reduced student numbers and discounts provided to those who have stayed to reflect a reduced offering online compared to what would have been delivered through face to face teaching. The cancellation of most of the short course offering has cost a further £1.414m in revenues including the loss of the summer school, the Preliminary Acting Course and significantly reduced output from Open Programmes, Coaching & Mentoring and Guildhall Live Events. Plans to introduce a range of income generating online courses have had to be deferred in order to prioritise the delivery of existing higher education programmes in new ways and account for the remainder of the shortfall in the year.

Notes

Commentary is generally provided for variances of £100k or over

2.

Other earned income is reduced by £1.162 million with the main drivers for the reduction being lost rental income of £1.05m (including student accommodation (having released students from their contract for the Summer term in 2020 and reduced rent during the first quarter of 2021 following the closure of face to face teaching and restrictions on movement) and the lack of external hire of our spaces outside of term time); A £732k shortfall in other commercial income (including catering and ticket sales and reduced philanthropic giving) all of which was partially offset by an increase in grant funding to the School

3.

The core grant from the City has been increased to reflect the cost of contribution pay awarded centrally during the year. The extraordinary grant reflects the requirement for additional financial support from the City to cover the School's losses to the extent that they exceed the brought forward reserves. The figure shown here reflect what was known at the time of the original request in Q4 of calendar year 2020. However, as has been noted in the Executive summary, the School also advised the City that there was the potential for a further shortfall of c£500k in the event of additional Covid-19 related restrictions this year or next and the City agreed to put aside a further £500k that could be called upon if needed. The deficit as shown above means that this will now need to be drawn down in full in order to reduce net expenditure to £Nil.

4.

The cost of establishment staff is £712k over budget. The targeted savings from phase four of the facilities / engineering review, expected to be in excess of £200k per annum, have been delayed due to the ban on redundancies during the pandemic. New posts in Registry (to support the School's access and participation agenda), Production Arts, Junior School, GYA Islington (c£65k, funded by the additional grant income noted above) and the Audio Visual department (to enable development on online teaching across the School) were approved after the budget was set in response to additional demands being placed on those departments. Two permanent posts approved for the Jazz department in recognition of increased student numbers in recent years were missed out of the budget in error. The £139k of contribution pay noted in the change to the core grant from the City also contributes to the increase in establishment staff costs for the year.

5.

The forecast for professors is increased by £783k, largely driven by the need to deliver additional classes in smaller socially distanced groups where face to face teaching has been possible and to cope with the move to online delivery where face to face teaching has not been possible. This was particularly evident with Drama (c£165k over budget) and Music (£389k over budget, much of which related to Jazz where room capacity is particularly relevant to socially distanced teaching). In several cases it has proven necessary to pay both those staff originally contracted to deliver training (due to contractual commitments) and alternative staff delivering training in a different form as a result of Covid. Due to the specialist nature of the majority of our hourly paid staff it is difficult if not impossible to reassign the original staff to other duties. Increases were also recorded in the GYA Islington programme (as with establishment staff funded by additional grant income) and Innovation, though this is offset by reductions in non-staff costs seen on other report lines.

6.

The savings on premises reflect reduced spend on utilities while the building was closed and reduced use of external space hire for face to face teaching while activities were moved online or paused entirely.

7.

The reduction in expenditure on other costs of £1.644m reflects the cessation of activities onsite as a result of Covid-19 including catering, short courses and public performances and serves to partially offset the considerable reduction in earned income from those activities.

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Committee	Date:
Board of Governors of the Guildhall School of Music & Drama	17/05/2021
Subject: Board of Governors Co-opted Role description and person specification	Public
Which outcomes in the City Corporation's Corporate Plan does this proposal aim to impact directly?	3, 4, 8
Does this proposal require extra revenue and/or capital spending?	No
If so, how much?	£
What is the source of Funding?	
Has this Funding Source been agreed with the Chamberlain's Department?	N/a
Report of: Principal	For Decision
Report author: Katharine Lewis, Secretary & Dean of Students	

Summary

The Board of Governors is currently a co-opted member short. Following discussion at the Remuneration & Nominations Committee it was proposed that a revised role descriptor be presented to the Board to accompany the advertisement for that role. Given current needs within the School expertise in Equality and Inclusion is sought and this is set out in the person specification. [Grey highlights show the main changes to the original role descriptor.]

Recruitment will follow the process as set out for the recruitment for co-opted members in November 2019 but with advertising on Equality and Inclusion related sites (see attachment 1).

Recommendation

Members are invited to approve the role descriptor and person specification for immediate advertising of the role and selection and recruitment as set out in the process document.

Katharine Lewis
 Secretary & Dean of Students
 Guildhall School of Music & Drama
 E: katharine.lewis@gsmd.ac.uk

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Main report: Role descriptor and person specification for a co-opted member of the Board of Governors



Guildhall School is a vibrant, international community of young musicians, actors and production artists in the heart of the City of London. Ranked sixth in the world for performing arts (QS World University Rankings 2020), third in the Complete University Guide Arts, Drama and Music League Table 2021, fourth place of all higher education institutions for Music in the 2021 Guardian University Guide music league table, and second of all higher education institutions for Drama in the drama league table, the School is a global leader of creative and professional practice which promotes innovation, experiment and research, with over 1,000 students in higher education, drawn from nearly 60 countries. Guildhall School is also the UK's leading provider of sustained specialist music training at the under-18 level with nearly 2,500 students in Junior Guildhall and the Centre for Young Musicians. The School enjoys collaborative partnerships with a range of high profile arts organisations and community programmes and a unique creative alliance with the Barbican Centre.

The Guildhall School of Music & Drama is provided by the City of London Corporation as part of its contribution to the cultural life of London and the nation. The Guildhall School of Music & Drama Board of Governors and its committees sit within the [committee framework](#) of the City of London.

Board of Governors

The Board of Governors comprises:

- (a) 11 members elected by the Court of Common Council of the City of London for a term of three years (renewable twice);
- (b) the Principal of the Institution;
- (c) one member of the Institution's academic staff to be elected by such staff for a term of three years (renewable twice);
- (d) one member of the Institution's administrative staff to be elected by such staff for a term of three years (renewable twice);
- (e) one of the Institution's student representatives who shall normally be the President of the Students' Union;
- (f) up to six co-opted non-City of London Corporation Governors with appropriate expertise for a term of three years (renewable twice).

There are usually four board meetings each year, two in the autumn term, one in the spring term and one in the summer, plus an annual Board away day in either the spring or summer term.

The Board has the following committees that meet regularly throughout the academic year, and co-opted members are expected to join at least one committee. Additionally, co-opted members are eligible to stand as Chair of the committees marked with an asterisk and will be encouraged to do so:

- Finance & Resources Committee
- Audit & Risk Management Committee*
- Governance & Effectiveness Committee*
- Remuneration & Nominations Committee*

Additionally, the Board has an Academic Assurance Working Group that meets annually.

Statement of primary responsibilities

The Board of Governors is responsible for:

- (1) the approval of a strategic plan and the determination of the educational character and the mission/aims of the Institution and oversight of its activities;
- (2) the effective and efficient use of resources;
- (3) the approval of an annual Business Plan;
- (4) the approval of annual estimates of income and expenditure;
- (5) the setting of fees for students attending the Institution;
- (6) the appointment of the Principal of the Institution and, where appropriate, the deputy;
- (7) the general welfare of students in consultation with the Academic Board;
- (8) the management of the Institution's land and buildings belonging to the City of London Corporation (with the exception of those which are the province of another Committee);
- (9) writing off debts in accordance with such terms and conditions as are from time to time established by the Court of Common Council;
- (10) authorising the institution of any civil proceedings (e.g. for recovery of debts) arising out of the exercise of its functions.

Each of the above to be subject to the City of London's Standing Orders, Financial Regulations and such other terms and conditions as the City of London may determine, other than where varied otherwise.

Co-opted role descriptor

- a) Members are expected to play an appropriate part in ensuring that the business of the Board of Governors is carried on efficiently, effectively, and in a manner appropriate for the proper conduct of public business.

- b) Members are expected to make rational and constructive contributions to debate and to make their knowledge and expertise available to the Board of Governors as opportunity arises. This includes Members putting themselves forward as a member or Chair of a committee of the Board.
- c) Members are required to accept collective responsibility for the decisions reached by the Board of Governors.
- d) Members are responsible for ensuring that the Board fulfils its primary responsibilities including but not limited to approving the strategic direction of the School and ensuring that the performance of the School is adequately assessed against the objectives which the Board has approved.
- e) The School is a department of the City of London and Members have a responsibility for ensuring that the Board of Governors exercises efficient and effective use of the resources of the School both from the City and externally for the furtherance of its educational purposes and that proper mechanisms exist to ensure financial control and for the prevention of fraud.
- f) Members have a responsibility for ensuring that the Board of Governors acts in accordance with the School's *Instrument and Articles of Government*, with The Higher Education Code of Governance [CUC], and with the City of London's internal rules and regulations. In the event of uncertainty, a member should seek advice from the Clerk (on City matters) or the Secretary and Dean of Students (on higher education matters).
- g) Members should endeavour to establish constructive working relationships with City of London employees (both in the School and centrally) in order to provide challenge and criticism in a supportive manner but must recognise the proper separation between governance and executive management, and avoid involvement in the day-to-day executive management of the School.
- h) Members have a responsibility for ensuring that the Board of Governors and its committees are conducted in accordance with accepted standards of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership. Members must at all times regulate their personal conduct as members of the Board of Governors in accordance with these standards.
- i) Members must make a full and timely disclosure of personal interests to the Clerk in accordance with the procedures set out by the City of London. They must as soon as practicable disclose any interest which they have in any matter under discussion and accept the ruling of the Chair in relation to the management of that situation, in order that the integrity of the business of the Board of Governors and its Committees may be, and may be seen to be, maintained.

The External Co-opted Role

- j) Co-opted members may be asked to represent the School externally or asked to play a role in liaising between key stakeholders and the School. A full briefing will be given by the School to enable this role to be carried out effectively.
- k) Members may be asked to use personal influence and networking skills on behalf of the School.

Person specification

The Board of Governors and the School is particularly looking for **one** individual **with expertise in Equality and Inclusion** within a Higher Education Context or Creative Arts setting for an immediate start.

Additionally, the individual should have:

- An active interest in higher education;
- An active interest in the creative arts
- A commitment to the Guildhall School as a world class, specialist higher education institution regionally, nationally and internationally;
- A commitment to the School's mission and vision;
- A commitment to promoting equality and diversity;
- A commitment to quality and enhancement;
- Strong communication skills;
- Critical listening, analytical and problem solving skills;
- The ability to work positively with others and to contribute as a member of a team;
- Time to commit to Board meetings, committees and governor development activities;

Guildhall School of Music & Drama welcomes applications from the widest possible range of people and is particularly keen to encourage interest from women and/or individuals from Black, Asian and Ethnically Diverse communities who are currently under-represented at this level in the organisation.

Practical matters

- (i) Appointment will be for a three-year term in the first instance, with a maximum of three terms. Reappointment for a second or third term will be on the recommendation of the Remuneration & Nominations Committee to the Board of Governors, who in arriving at a recommendation will consider the member's attendance and engagement at the Board and its committees.
- (ii) Board and committee meetings are normally in the morning or early afternoon and last two hours.
- (iii) Members are expected to attend all meetings of the Board and any Committees of which they are a member, or give timely apologies to the Clerk if absence is unavoidable.

- (iv) Members of the Board are not remunerated, but members may reclaim travelling and similar expenses incurred in attending meetings/events. Full details are available from the Clerk.
- (v) Members will be encouraged to engage in regular appraisal/review of the performance of the Boards, its committee and its members as established by the Board of Governors for the purpose.
- (vi) All Members will be expected to sign a declaration to confirm that they fulfil the 'fit and proper' person criteria as set out by the Office for Students.

May 2020

Attachment 1: Co-opted member recruitment process

Advertising

Role will be advertised:

- School website and School social media
- City of London website
- CUC website- <https://www.universitychairs.ac.uk/vacancies/> (new free service and part of the *Board Diversification Project* at Advance HE)
- Women on Boards website
- Diversity websites such as diversityjobsite.co.uk and mydiversity.com [subject to advice from School's equality consultant]

Application

An application form along with the role descriptor will be provided on the School's website to ensure consistency but accompanying CVs for factual information will be accepted.

Ethnicity data for monitoring purposes will be collected.

Applications will be submitted to the Principal's Office.

Selection

Selection will be by a panel¹ comprising:

- Chair of Remuneration & Nominations Committee (in the Chair if attending)
- Chair of the Board of Governors (or Deputy Chair)
- Principal
- One other (non-School) member of the Board of Governors appointed by the Chair of the Board or an external specialist

The panel will short-list the applicants and invite suitable candidates to interview.

The panel will make a formal recommendation to the Remuneration & Nominations Committee who will then make a recommendation to Board of Governors.

Administrative arrangements

The administrative arrangements for advertising and selection will be made by the School (Principal's Office in the first instance). This will ensure that information about the School is consistent and up to date, that fact-checking in respect of the relevant expertise of applicants (particularly in respect of HE or artistic experience) can be undertaken, and that monitoring is conducted across all appointments. Appointment letters will be sent out by the Town Clerk's Office.

¹ A minimum of three persons

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