

BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND DRAMA

Monday, 25 November 2019

Minutes of the meeting of the Board of Governors of the Guildhall School of Music and Drama held at Committee Room - 2nd Floor West Wing, Guildhall on Monday, 25 November 2019 at 1.45 pm

Present

Members:

Vivienne Littlechild (Chairman)	Marianne Fredericks
Graham Packham (Deputy Chairman)	Ann Holmes
Natasha Bucknor	Jeremy Mayhew
George Abrahams	Dave Muncey
Randall Anderson	Andy Taylor
Professor Geoffrey Crossick	Lynne Williams

In Attendance

Officers:

Katharine Lewis	-
Jeremy Newton	- GSMD
Jonathon Poyner	- Barbican Centre
John Cater	-
Gregory Moore	- Town Clerk's Department
Jonathan Vaughan	- Guildhall School of Music & Drama
Jo Hutchinson	- Guildhall School of Music and Drama
Alison Mears	- Guildhall School of Music and Drama

1. APOLOGIES

Apologies were received from Deputy David Bradshaw, John Chapman, Professor Maria Delgado, Shreela Ghosh and The Rt Hon. the Lord Mayor, Alderman William Russell.

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

There were no declarations.

3. +PUBLIC MINUTES OF BOARD MEETINGS

3.1 Board of Governors - 13 May 2019

Due to the meeting being inquorate, the public minutes of the meeting held on 13th May 2019 will be resubmitted for approval to the meeting of the Board on 17th February 2020.

3.2 Board of Governors (inquorate meeting) - 23 September 2019

Due to the meeting being inquorate, the public minutes of the meeting held on 23rd September 2019 will be resubmitted for approval to the meeting of the Board on 17th February 2020.

Officers confirmed that, in light of recent events, all staff Members holding auditions in Hong Kong had safely departed.

4. *PUBLIC MINUTES OF COMMITTEE MEETINGS

4.1 Finance & Resources Committee - 4 November 2019

The minutes of the Finance and Resources Committee of the Board of Governors of the Guildhall School of Music & Drama meeting held on 4th November 2019 were noted by Governors.

4.2 Governance & Effectiveness Committee - 28 October 2019

The minutes of the meeting of the Governance and Effectiveness Committee of the Board of Governors of the Guildhall School of Music & Drama held on 28th October were noted by Governors.

4.3 Audit & Risk Management Committee - 13 November 2019

This item was deferred.

4.4 Remuneration & Nominations Committee - 18 November 2019

This item was deferred.

5. OUTSTANDING ACTIONS

The Board received a Report of the Town Clerk concerning outstanding actions.

RESOLVED – that the Report was noted by the Board.

6. *UPDATED AGENDA PLAN FOR 2019/20 FOR THE BOARD OF GOVERNORS

The Board received a Report of the Town Clerk concerning the agenda plan for the remainder of 2019/20.

RESOLVED – that the Board noted the Report

7. PRINCIPAL'S PUBLIC REPORT

The Board received a Report of the Principal updating Governors on several issues.

The Principle confirmed that the Patron Scheme had been successfully launched and encouraged Governors to sign up.

A Governor added that the achievement of the highly competitive Leverhulme Trust Early Career Fellowships should be noted.

RESOLVED – that the Board noted the Report.

8. **ACADEMIC ASSURANCES**

8.1 **Academic Board annual report for 2018/19**

The Board received a Report of the Principle concerning the Academic Board's assurances for 2018/19.

Whilst thanking officers for the Report, Governors were keen that future iterations came with less detail and, instead, when appropriate, summarised the salient issues.

Governors expressed concern about the ratio between males and females when it came to offers to study music at the School. The Principal responded that her team took diversity and representation incredibly seriously – both in the make-up of the student body and, indeed, amongst staff employed across the School and were determined to ensuring that any barriers in the way of greater female representation at the school were removed.

A Governor was particularly concerned that a paragraph in the Report (5.5), namely; *“This shows that males overall are more likely to be made an offer than females but when looked at on a programme by programme, and instrument by instrument level the picture is not as clear”*, did not provide the requisite level of explanation as to what lay behind the reasons for more offers being made to males.

The Principal added that her team continued to keep the issue of grade inflation top of mind. It was important to recognise that the government model employed was geared more to fit bigger institutions, many of which gave less emphasis to the bespoke training that GSMD offered. An internal review was underway, and an update would be provided to Governors in 2020.

RESOLVED – that the Board noted the Report.

8.2 **Academic Assurances Working Group Report and Recommendation**

The Board considered a Report of the Principal concerning the Academic Assurance Working Group.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

8.3 **Programme closure documentation for the BA in Performance and Creative Enterprise**

The Board considered a Report of the Principal concerning the Academic Assurance Working Group.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

9. **GUILDHALL SCHOOL INTERNATIONAL STRATEGY**

The Board received a Report of the Principal concerning the School's International Strategy.

The Principal stressed that, primarily, the outcome of Brexit would have a significant impact on the shape of the strategy going forward. In a scenario where the UK withdraws from the Erasmus programme, fees for EU citizens will increase considerably.

Whilst maintaining the in-take level of students from the EU was a goal, it was clear that increased fees (the unit costs were approx. £18K for music and £23K for acting) could present a significant barrier to maintaining numbers both in the short and the long term and, as a result, much thought needed to be given to alternatives, including reframing the strategy as "Home" (i.e. the UK) and "the rest of the world" (including the EU), as well as prioritising and forging deeper ties with external institutions based both in the EU and elsewhere.

The Principal noted that another potential mitigating action would be to add resources to those courses that are favoured among UK based students – for example, applications to study jazz and electronic music were particularly popular over recent years. She added, however, that the appetite and aptitude among domestic students would of course be reliant upon the resources and prioritisation provided at primary and secondary education level – something which had been highlighted by the Creative Industry Federation's recent Durham Report.

Due to the meeting being inquorate, a decision to approve the Report will be taken under urgency procedures.

10. **GUILDHALL SCHOOL CAPITAL AND SUPPLEMENTARY PROJECTS PLAN 2020/21**

This Item was taken in the non-public section of the meeting.

11. **REMUNERATION ANNUAL STATEMENT**

The Board received a Report of the Principal concerning remuneration.

RESOLVED – that the Board noted the Report.

12. **RECRUITMENT STRATEGY DOCUMENT FOR CO-OPTED MEMBERS OF THE BOARD AND ITS COMMITTEES**

The Board considered a Report of the Principal concerning co-opted members.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

13. **INTERNAL AUDIT ANNUAL REPORT AND OPINION**

The Board received a Report concerning the Internal Audit.

Governors welcomed the improvement in timeliness compared to previous years, however, they encouraged officers to inculcate a greater culture of challenge and stretch both during the next six months before completion of the 2019-20 Internal Audit Plan and in the longer term.

RESOLVED – that the Board noted the Report.

14. **ANNUAL REPORT OF THE AUDIT & RISK MANAGEMENT COMMITTEE**

The Board received a Report of the Principal concerning audit and risk.

RESOLVED – that the Board noted the Report.

15. ***INTERPRETATION OF OFFICE FOR STUDENTS GUIDANCE CONCERNING THE INDEPENDENCE OF MEMBERS**

The Board received a Report of the Principal concerning the independence of Members.

A Governor expressed his concerns that the City should not have approached the Office for Students directly, but should have liaised, in the first instance, with the Principal, who as the established contact, was the appropriate person to seek clarifications from the OFS.

It was vital, he added, that with the RISTA (Review of Institution Specific Targeted Allocation) Report coming up, all stakeholders were conscious of the risk that the OFS will be keeping a very close watch on all governance related matters and that this approach may well have flagged something, causing further / closer inspection in due course.

A Governor stated that whilst consideration should be given to the OFS's concerns, City officers were operating in good faith and, significantly, in their corporate capacity and had every right to do so. The Principal accepted that appropriate City officers had the right to communicate with external bodies such as the OFS but said it would have been helpful if the initial communication had gone through her, so any further discussions or outcomes were dealt with swiftly and effectively.

RESOLVED – that the Board noted the Report.

16. ***REPORT OF URGENT ACTION TAKEN BETWEEN MEETINGS**

The Board received a Report of the Town Clerk concerning decisions taken since the last meeting.

RESOLVED – that the Board noted the Report.

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

There were no questions.

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

There was no urgent business.

19. **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.

20. **+NON-PUBLIC MINUTES OF BOARD MEETINGS**

20.1 **Board of Governors - 13 May 2019**

Due to the meeting being inquorate, the non-public minutes of the meeting held on 13th May 2019 will be resubmitted for approval to the meeting of the Board on 17th February 2020.

20.2 **Board of Governors (inquorate meeting) - 23 September 2019**

Due to the meeting being inquorate, the non-public minutes of the meeting held on 23rd September 2019 will be resubmitted for approval to the meeting of the Board on 17th February 2020.

21. ***NON-PUBLIC MINUTES OF COMMITTEE MEETINGS**

21.1 **Finance & Resources Committee - 4 November 2019**

The non-public minutes of the Finance and Resources Committee of the Board of Governors of the Guildhall School of Music & Drama meeting held on 4th November 2019 were noted by Governors.

21.2 **Governance & Effectiveness Committee - 28 October 2019**

The non-public minutes of the meeting of the Governance and Effectiveness Committee of the Board of Governors of the Guildhall School of Music & Drama held on 28th October were noted by Governors.

21.3 **Audit & Risk Management Committee - 13 November 2019**

This item was deferred.

21.4 **Remuneration and Nominations Committee - 18 November 2019**

This item was deferred.

22. **PRINCIPAL'S NON PUBLIC REPORT AND BREXIT UPDATE**

The Board considered a Report of the Principal updating Governors on several issues.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

23. **BUSINESS PLAN**

The Board considered a Report of the Principal concerning the 2018 – 2023 Business Plan.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

24. **ANNUAL ACCOUNTABILITY RETURN**

The Board considered a Report of the Principal concerning the accountability return.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

25. **FINANCIAL FORECAST TO THE OFFICE FOR STUDENTS**

The Board considered a Report of the Principal concerning the financial forecast to the OFS.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

26. **OFFICE FOR STUDENTS ACCOUNTS DIRECTION FOR 2018/19**

The Board considered a Report of the Principal concerning the OFS Accounts Direction.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

27. **RISK REGISTER**

The Board received a Report of the Principal concerning risk management.

RESOLVED – that the Board noted the Report.

28. **FINANCIAL STATEMENTS FOR 2018/19 AND AUDIT ASSESSMENT**

The Board received a Report of the Principal concerning Report and Financial Statements for the 2018/19 Financial Year.

RESOLVED – that the Board noted the Report.

29. **REVIEW OF YEAR ON YEAR SALARY MOVEMENTS**

The Board received a Report of the Principal concerning the year on year salary movements.

RESOLVED – that the Board noted the Report.

30. **INDEPENDENT REASONABLE ASSURANCE REPORT TO THE GUILDHALL SCHOOL OF MUSIC AND DRAMA AND CITY OF LONDON CORPORATION**

The Board received BDO LLP's Reasonable Assurance Report.

RESOLVED – that the Board noted the Report.

31. **GUILDHALL SCHOOL MANAGEMENT INFORMATION 'DASHBOARD' 2019/20 - SEPTEMBER 2019 (PERIOD 6)**

The Board received a Report of the Principal concerning management information.

RESOLVED – that the Board noted the Report.

32. **GUILDHALL SCHOOL BUDGET REPORT - 2020/21**

The Board considered a Report of the Principal concerning the School Budget.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

33. **WAIVER REPORT: MA CTPD BERGERAC CIRCUS PROJECT**

The Board considered a Waiver Report of the Principal concerning a residential course in production arts for circus skills.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

34. **SAFEGUARDING UPDATE**

The Board received a Report of the Principal concerning safeguarding.

RESOLVED – that the Board noted the Report.

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

There were no questions.

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

There was no other business.

36.1 **Guildhall School Capital and Supplementary Projects Plan 2020/21**

The Board considered a Report of the Principal concerning the Capital and Supplementary Plan.

Due to the meeting being inquorate, a decision to approve will be taken under urgency procedures.

The meeting ended at time not specified

Chairman

Contact Officer: Greg Moore
tel. no.: 020 7332 1399
gregory.moore@cityoflondon.gov.uk