



## **Governance and Effectiveness Committee of the Board of Governors of the Guildhall School of Music & Drama**

**Date:** THURSDAY, 4 NOVEMBER 2021

**Time:** 2.00 pm

**Venue:** VIRTUAL MEETING

**Members:** Professor Geoffrey Crossick  
Professor Maria Delgado  
Dr Paula Haynes  
Vivienne Littlechild  
Andrew Mayer  
Jeremy Mayhew  
Graham Packham

**Enquiries:** Antoinette Duhaney, [antoinette.duhaney@cityoflondon.gov.uk](mailto:antoinette.duhaney@cityoflondon.gov.uk)

### **Accessing the virtual public meeting**

Members of the public can observe this virtual public meeting via the below link:

<https://youtu.be/p9tgOudJaJc>

This meeting will be a virtual meeting and therefore will not take place in a physical location. A recording of the public meeting will be available via the above link following the end of the public meeting for up to one municipal year. Please note: Online meeting recordings do not constitute the formal minutes of the meeting; minutes are written and are available on the City of London Corporation's website. Recordings may be edited, at the discretion of the proper officer, to remove any inappropriate material

**John Barradell**  
Town Clerk and Chief Executive

# **AGENDA**

## **Public Items**

1. **APOLOGIES**
2. **MEMBERS' DECLARATIONS UNDER THE CODE OF CONDUCT IN RESPECT OF ITEMS ON THE AGENDA**
3. **ELECTION OF CHAIRMAN**  
To elect a Chairman in accordance with Standing Order 29.  

**For Decision**
4. **ELECTION OF DEPUTY CHAIRMAN**  
To elect a Deputy Chairman in accordance with Standing Order 30.  

**For Decision**
5. **TERMS OF REFERENCE**  
The Committee is asked to note its Terms of Reference.  

**For Information**  
(Pages 5 - 6)
6. **PUBLIC MINUTES**  
To agree the public minutes and non-public summary of the meeting held on 5th July 2021.  

**For Decision**  
(Pages 7 - 10)
7. **BOARD OF GOVERNORS MEMBERSHIP**  
Report of the Principal, Guildhall School of Music and Drama.  

**For Information**  
(Pages 11 - 14)
8. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE**
9. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT**

10. **EXCLUSION OF THE PUBLIC**  
**MOTION** - 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.

**Non-Public Items**

11. **NON-PUBLIC MINUTES**  
To agree the non-public minutes of the meeting held on 5th July 2021.  
  

**For Decision**  
(Pages 15 - 20)
12. **POSSIBLE FUTURE BOARD GOVERNANCE STRUCTURES**  
Report of the Principal, Guildhall School of Music and Drama.  
  

**For Information**  
(Pages 21 - 44)
13. **DRAFT STATEMENT OF COMPLIANCE WITH CUC CODE OF GOVERNANCE**  
Report of the Principal, Guildhall School of Music and Drama.  
  

**For Discussion**  
(Pages 45 - 62)
14. **NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE**
15. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**

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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

## GOVERNANCE AND EFFECTIVENESS COMMITTEE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC & DRAMA

Monday, 5 July 2021

Minutes of the meeting streamed to You Tube at 10 am

<https://youtu.be/trWhTzxX8WM>

Please note that this recording will be available for 1 year from the date of this meeting

### Present

#### Members:

Professor Maria Delgado (Chairman)  
Graham Packham (Deputy Chairman)  
Professor Geoffrey Crossick

Vivienne Littlechild  
Lynne Williams

#### In attendance:

Paula Haynes (Member of the Board of Governors of the Guildhall School of Music and Drama)

#### Officers:

Jonathan Vaughan - Vice Principal  
Julie Mayer - Town Clerks

#### 1. APOLOGIES

Apologies were received from Jeremy Mayhew and Andrew Mayer.

#### 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 6<sup>th</sup> November 2020 be approved as a correct record.

#### Matters arising

The Chair advised that matters arising would be taken either in the public or non-public sections of this meeting. The Committee noted that the last meeting had taken place in November 2020. The February meeting had been cancelled, as officers were awaiting key updates on a number of matters, relating to the Target Operating Model (TOM) and the Lisvane Review, that would shape the future of this Committee and the Board of Governors. This approach had been agreed by the Chairs of the Board and this Committee and the Principal and Vice Principal.

**The Annual Plan for reports to the Board.** The Committee need to be aware when strategic documents relating to good governance are due to be submitted and therefore requires oversight of the plan.

**Update on the Research Strategy.** This was under development and the Chair had met with the Head of Research to provide input and, more recently, with the Vice Principal and the Director of Innovation and Engagement, to look at various aspects of the Strategy going forward and the relationship between knowledge exchange and research. The Committee noted that, whilst it did not have responsibility for knowledge exchange and research, it required oversight of the governance arrangements supporting them.

**Update on the Teaching and Learning (T&L) Strategy.** The Vice Principal had received a draft report setting out a substantial review which would examine the School's values and what might inform the next strategy, and its alignment with the QAA proposal guidelines. The new and existing programmes would also be refreshed in terms of 'Me Too', 'Black Lives Matter' and the pandemic. A first draft was expected by the end of the year/early Spring 2022 and would be presented to the Board in due course. The Committee would need to be sighted on proposals about the committee structure and governance implications supporting the T&L Strategy. The Vice Principal advised that the School was also developing the criteria for the new higher education programme proposal. The Committee noted that the process had been made more efficient by placing financial viability at the beginning, rather than at the end.

**Committee Structure.** The Chair and Principal had discussed whether this is fit for purpose in terms of the new T&L and Research Strategies. The Committee noted that the Office for Students (OfS) continues to change rapidly, and committees need to be ready to respond. It was accepted that this was challenging for a small institution, with the same small group of suitably qualified senior staff overseeing all the processes. However, many HE institutions had been similarly affected since the formation of the OfS and had revisited their governance structures. It was also noted that Staff Board Members were likely to have been party to discussions on reports in a number of forums, so it was important to identify where the 'real' discussions need to take place in order to ensure adequate scrutiny.

**Academic Assurance.** The Academic Assurance Working Group (AAWG) often meets in July. As there were currently no plans for the next meeting, the Chair asked if the Committee could have an update since the last meeting of the Board. It was noted that the AAWG had been set up to report to the Board and give quality assurance in respect of the standard of programmes and degrees. The Chair of the Audit and Risk Management Committee (ARMC), also a Member of this Committee, advised that the ARMC had highlighted academic risk as CUC guidelines suggested that it be given priority. The Chair stressed that the Board paid great attention to inflated grades and needs to be aware of high level issues in the sector. Given that the School is a highly



selective institution, with a particularly robust selection process, this enables high calibre students to do extremely well. However, the Committee noted that the School had stopped doing upgrades on border line cases last year, so this reduced the margins. Furthermore, external examiners have assured the School that the grades are where they should be.

The Principal asked the Committee to be mindful of the extremely high number of deferrals and productions before the end of term, together with various issues concerning international students, and the large administrative burden this was placing on the School. The Chair suggested that a meeting be arranged for September, noting the Principal and Vice Principals assurances of the processes for this year and their current pressures. The Chair asked if the Dean and Secretary could please liaise with the Chair of the Academic Assurances Working Group, to arrange a meeting for September, and to agree an agenda that would reflect on the work of the past year and how the School might learn from the processes put in place. It was also noted that, over the next few weeks, more government guidance would be emerging as to what might be possible in terms of hybrid and face to face teaching.

**Vacancy for an external Board Member.** The Chair asked for an update on recruitment, noting the HE Code of Governance Guidance on the importance of expertise in equality, diversity and inclusion in board compositions. The Chair advised that the closing date had been extended, as there had just been just 2 applications to date, and this would allow time for more proactive work in finding suitable candidates. It was agreed that details of the appointment be sent to all Governors on the Board, for circulation amongst their various networks, to ensure it reaches as wide and rich a pool of candidates as possible. The Vice Principal advised that the School had recently subscribed to 'Black Lives Matter in Music', and they too would be able to assist in identifying suitable candidates.

**Research Excellence Framework.** At the last meeting of the Board, Governors had noted that the Equality Impact Assessment needs to be submitted by 31<sup>st</sup> July. Given that this document considers how EDI was reflected in the governance of the process, the Chair suggested that it would be useful for the completed document to be presented to this Committee and the Board, as a point of reference.

4. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE**  
There were no questions.
5. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT**  
There were no urgent items.
6. **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 on the grounds that

they involve the likely disclosure of exempt information as defined in Part I of the Schedule 12A of the Local Government Act.

Item	Paragraph
7,8	2 & 3

7. **NON-PUBLIC MINUTES**  
RESOLVED, that – the Non-Public minutes of the meeting held on 6 November 2020 be approved as a correct record.
8. **CONSULTATION AND RESPONSE TO THE TARGET OPERATING MODEL AND THE LISVANE REVIEW**  
The Committee considered a report of the Principal and recommended it to the Board of Governors.
9. **NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE COMMITTEE**  
There were no questions.
10. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**  
There were no urgent items.

**The meeting closed at 12.05 pm**

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Chairman

**Contact Officer: [julie.mayer@cityoflondon.gov.uk](mailto:julie.mayer@cityoflondon.gov.uk)**

# Agenda Item 7

<b>Committee</b>	<b>Dated:</b>
<b>Governance &amp; Effectiveness Committee, Guildhall School</b>	4 November 2021
<b>Subject: Board of Governors membership</b>	<b>Public</b>
<b>Report of: Professor Jonathan Vaughan, Interim Principal</b>	<b>For information</b>
<b>Report author: Julie Mayer, Town Clerk's Office</b>	

## Summary

Attached is the membership list for the Board of Governors.

At its meeting on 2 November 2021 the Remuneration & Nominations Committee is reviewing the co-opted recruitment and selection process.

## Recommendation

Members are asked to note the report

**Katharine Lewis**  
Secretary & Dean of Students

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

### Governor/Co-optee Appointments as at October 2021

Common Council Governors (11)	Expiry Date of Current Term	
Munsur Ali	April 2023 (thereafter two terms remaining)	
George Abrahams	April 2022 (thereafter one term remaining)	
Randall Anderson	April 2021 (thereafter one term remaining)	
Deputy David Bradshaw	<b>April 2022 (final term)</b> - NB. Deputy Bradshaw's term of service falls across two discrete periods, the first of which was from 1991-1995 when the Board was constituted in a different fashion. His current term on the Board expires in April 2022, after which, he will be eligible for one final partial term of service of one year in length.	
Simon Duckworth	April 2024 (thereafter two terms remaining)	
Marianne Fredericks	<b>April 2022 (final term)</b>	
Andrew Mayer	Remainder of a term expiring in April 2021 ( <i>replaced Ann Holmes in Dec 2020</i> ) – thereafter 2 terms remaining	
Vivienne Littlechild	April 2021 (thereafter one term remaining)	
Jeremy Mayhew	<b>April 2022 (final term)</b>	
Graham Packham	April 2023 (thereafter one term remaining)	
Alderman William Russell	April 2023 (final term)	
Co-opted Governors (6)	Expiry date of current term	Key specialisms relevant to work of the Board
Professor Geoffrey Crossick	July 2022 (thereafter one term remaining)	Higher Education [research, sector policy, institutional leadership]

Amatey Doku	September 2024 (thereafter two terms remaining)	Equality & Inclusion, Higher Education [students],
Maria Delgado	February 2022 (thereafter two terms remaining)	Higher Education [research, small and specialist institutions]
Natasha Bucknor	November 2022 (thereafter two terms remaining)	Arts sector and specifically drama
Dr Paula Haynes	May 2023 (thereafter two terms remaining)	Financial management & audit and risk
Neil Greenwood	May 2023 (thereafter two terms remaining)	Financial skills in arts and heritage sector
<b>Co-opted to Committees of the Board</b>		
Lew Hodges (Finance and Resources Committee)	July 2022 (thereafter two terms remaining)	
Christopher Costigan (Audit and Risk Committee)	May 2023 (thereafter two terms remaining)	
Michael Herington (Audit and Risk Committee)	May 2023 (thereafter two terms remaining)	
<b>School members of Board (x4)</b>		
Jonathan Vaughan (Interim Principal)	Principal of the Institution is an ex-officio appointment on the Board	
Steven Gietzen (Professional Services Member of the Guildhall School Staff, elected by the administrative staff)	2022 (thereafter two terms remaining)	
Andy Taylor (Teaching Member of the Guildhall School Staff, elected by the Teaching Staff)	2021 (thereafter two terms remaining)	
Harry Plant	Student Representative usually President of the Students' Union elected annually. Harry's second and final term in office	

Notes:

- *As per the Instrument and Articles of Government a term of office is for three years (renewable twice).*

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