

**BRIDGE HOUSE ESTATES BOARD**  
**Tuesday, 4 May 2021**

Minutes of the meeting of the Bridge House Estates Board held at Virtual Public Meeting (Accessible Remotely) on Tuesday, 4 May 2021 at 1.45 pm

**Present**

**Members:**

Deputy Dr Giles Shilson (Chair)  
Dhruv Patel (Deputy Chairman)  
Henry Colthurst  
Alderman Emma Edhem  
Alderman Alison Gowman  
Deputy Jamie Ingham Clark  
Paul Martinelli  
John Petrie  
Judith Pleasance  
Deputy Henry Pollard

**Officers:**

Simon Latham	-
Karen Atkinson	-
Amelia Ehren	-
Anne Pietsch	-
David Farnsworth	- Managing Director of Bridge House Estates

At the outset of the meeting, Alderman Alison Gowman, as senior Member present, was moved into the Chair at the start of the meeting, and welcomed all Members and officers, as well as Members of the public watching on YouTube, to the first meeting of the Board following its constitution at the April 2021 Court of Common Council meeting.

**1. APOLOGIES**

There were no apologies.

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

There were no declarations.

**3. ORDER OF THE COURT OF COMMON COUNCIL**

The Board received the Order of the Court of Common Council on 15 April 2021 appointing the Board and approving its terms of reference.

**4. ELECTION OF CHAIR**

The Board proceeded to elect a Chairman in accordance with Standing Order No.29. As multiple expressions of interest were sought, an electronic ballot of

eligible Members present was undertaken and Deputy Dr Giles Shilson, upon receiving a majority of votes cast, was duly elected as Chair of the Board for the ensuing year.

The newly elected Chair thanked Members for their support and expressed his anticipation at working with all Members to further the work of the Board and the charity.

**5. ELECTION OF DEPUTY CHAIR**

The Board proceeded to elect a Deputy Chair in accordance with Standing Order No.30. As multiple expressions of interest were sought, an electronic ballot of eligible Members present was undertaken and Dhruv Patel, upon receiving a majority of votes cast, was duly elected as Deputy Chair of the Board for the ensuing year.

The newly elected Deputy Chair then thanked Members for their support and added his equal anticipation at working to further the work of the Board and charity, as well as supporting the Chair.

**6. INDUCTION: BRIDGE HOUSE ESTATES (BHE) TRUSTEE DUTIES AND GOVERNANCE ARRANGEMENTS**

The Board received a report of the Managing Director of Bridge House Estates presenting an induction of BHE trustee duties and governance arrangements, also receiving a presentation from Bates Wells LLP. The Managing Director of Bridge House Estates introduced the report before introducing the presentation from Bates Wells LLP.

The Board then received the presentation from Bates Wells LLP, which outlined the governance structure of BHE, before giving Members further detail on the general duties of charity trustees, Trustees' investment duties, duties in connection with charity registration, other legal duties and obligations; and a briefing on good governance and the Charity Governance Code. The Board was advised that a full BHE Handbook would be produced for distribution to Members.

The Chair thanked Bates Wells LLP for their presentation before inviting questions from Members. In response to a question regarding potential conflicts of interest for Members of the Planning & Transportation Committee in considering matters relevant to BHE, the Board was advised that further work was to be done in this area reflecting the terms of the Supplemental Royal Charter, which made provision for a written policy on managing conflicts of interest. A Member suggested that Members of the Board who also sat on the Planning & Transportation Committee may wish to consider voluntarily withdrawing from decisions on items where there may be a conflict for the time being. The Comptroller & City Solicitor noted that Members should follow any specific requirements and advice which were in place for the Committee concerned as was already the case with the Planning & Transportation Committee. The Board then noted that the charity did not currently have express powers for social investment. The Chair commented that more clarity would be needed on this to inform decisions going forward.

In response to a question from a Member regarding the Supplemental Royal Charter, the Board was advised that work was ongoing with the Privy Council Office and once settled the Supplemental Royal Charter would be submitted for approval. The Chair commented that it would be helpful to see a draft if possible and advised that he would take this away to discuss.

**RESOLVED** – That the report be noted.

**7. MANAGING DIRECTOR'S UPDATE REPORT**

The Board received a report of the Managing Director of BHE providing an update on key areas of activity for BHE, across the whole charity: its primary and ancillary objects, and its support functions. The Managing Director of BHE introduced the report and drew Members' attention to the key points, also outlining the strategic operating context for BHE, governance arrangements and officer support for the BHE bridges, City Bridge Trust and BHE investments. The Managing Director of BHE also outlined BHE's position in the context of the City of London Corporation's review and implementation of a new Target Operating Model process.

In response to a question from a Member, the District Surveyor confirmed that all BHE bridges underwent a structural survey every 2 years.

**RESOLVED** – That the report be noted.

**8. BHE STRATEGIC GOVERNANCE REVIEW UPDATE REPORT**

The Board received a report of the Town Clerk & Chief Executive and the Managing Director of BHE providing Members with an update of the work that has been undertaken as part of the BHE Strategic Governance Review in recent months and the plans to implement the changes arising from the Review. The Town Clerk introduced the report and outlined the three main areas of current work, in the Supplemental Royal Charter, brand positioning and resourcing and budget.

Members noted the BHE brand positioning statement set out in the report and suggested amendments in respect of the bridges, and references to London as the capital so as to avoid confusion with the City of London. It was noted that this would be brought back to the Board for further consideration in due course.

**RESOLVED** – That the report be noted.

**9. BHE FINANCIAL POSITION AND BUDGET REPORT**

The Board received a report of the Chamberlain summarising the financial position of BHE, as presented to the Court of Common Council for approval on 4 March 2021 and presented to the Board to provide context for future decision making. The Chamberlain introduced the report and drew Members' attention to the key points. In response to a question from a Member regarding pensions, the Chamberlain advised that BHE would take a share of any surplus, but deficits within the Pensions Scheme would have to be funded out of BHE

reserves. The Chamberlain then updated the Board on the progress of various project budgets held.

**RESOLVED** – That the report be noted.

**10. BHE RISK PROTOCOL AND RISK REGISTER**

The Board considered a report of the Managing Director of BHE providing Members with an overview of the proposed approach to be adopted for the effective management of risks for BHE. The Managing Director of BHE introduced the report and drew Members' attention to the key points.

A Member noted some divergence from the corporate Risk Register template and advised that this was a slight concern which required further clarity, as the City of London Corporation was Trustee of the charity, some risks must still be considered wider corporate risks. Another Member commented that it was important to align with wider corporate practice as far as possible, as this would be beneficial for the City of London Corporation in managing risks across all of its operations and activities, as well as for the charity itself. The Managing Director of BHE assured the Board that there would not be a parallel process set up for BHE and that any feedback would be taken away to improve the Risk Register.

The Chair advised that this be followed up and worked on in conjunction with the Audit and Risk Management Committee and proposed that the Board approve the recommendations on this basis.

**RESOLVED** – That the Bridge House Estates Board:

- i. Approve the Bridge House Estates Risk Management Protocol set out in the report;
- ii. Review the Bridge House Estates Principal Risk Register and confirm that the risks are comprehensive, scored correctly and that appropriate control measures are in place; and
- iii. Request that further work be undertaken in conjunction with the Audit & Risk Management Committee to ensure that the above documents are satisfactorily aligned with wider City of London Corporation practice going forward.

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

There were no questions.

**12. ANY OTHER BUSINESS THAT THE CHAIR CONSIDERS URGENT**

The Board gave thanks to Bill Redfern, Senior Principal Surveyor for BHE, and to Jenny Field, Deputy Director of City Bridge Trust, for their long and valuable service to the charity and congratulated them ahead of their retirement.

**13. EXCLUSION OF THE PUBLIC**

**RESOLVED** – That with the Court of Common Council for the City Corporation as Trustee of Bridge House Estates (Charity No. 1035628) having decided to treat these meetings as though Part VA and Schedule 12A of the Local Government Act 1972 applied to them, the public be excluded from the meeting for the following items of business on the grounds that their consideration will in each case disclose exempt information of the description in paragraph 3 of Schedule 12A, being information relating to the financial and business affairs of any person (including the City Corporation as Trustee of the charity) which it would not be in the charity's best interests to disclose.

14. **NON-PUBLIC APPENDICES - INDUCTION: BHE TRUSTEE DUTIES AND GOVERNANCE ARRANGEMENTS**

The Board noted non-public appendices in respect of Item 6.

15. **NON-PUBLIC APPENDIX: MANAGING DIRECTOR'S REPORT**

The Board noted non-public appendices in respect of Item 7.

16. **SUB COMMITTEES, APPOINTMENTS, CO-OPTION PROCESS AND FREQUENCY OF MEETINGS**

The Board considered a report of the Managing Director of BHE.

17. **REFERENCES TO OTHER GRAND COMMITTEES**

The Board considered a report of the Managing Director of BHE.

18. **BLACKFRIARS BRIDGE PARAPET REFURBISHMENT AND BRIDGE RE-PAINTING**

The Board considered a report of the Director of the Built Environment.

19. **TOWER BRIDGE HV SYSTEM REPLACEMENT AND INCREASING RESILIENCE**

The Board considered a report of the City Surveyor.

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

There were two questions.

21. **ANY OTHER BUSINESS THAT THE CHAIR CONSIDERS URGENT AND WHICH THE BOARD AGREES SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**

There was other business.

**The meeting ended at 3.56 pm**

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Chairman

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