

BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC AND DRAMA

Monday, 18 November 2013

Minutes of the meeting of the Board of Governors of the Guildhall School of Music and Drama held at Guildhall, EC2 on Monday, 18 November 2013 at 1.45pm

Present

Members:

Alderman David Graves (Chairman)	Gareth Higgins
Deputy John Bennett (Deputy Chairman)	Professor Barry Ife
Deputy John Barker	Pamela Lidiard
Sir Andrew Burns	Kathryn McDowell
Deputy John Chapman	Ann Pembroke
Christina Coker	John Scott
Neil Constable	Jeremy Simons
Ieuan Davies	Angela Starling
Marianne Fredericks	

In Attendance

Nicy Roberts
Peter Young

Officers:

Rakesh Hira	- Town Clerk's Department
Daniel Hooper	- Town Clerk's Department
Deborah Cluett	- Comptroller and City Solicitor's Department
Niki Cornwell	- Chamberlain's Department
Sandeep Dwesar	- Guildhall School of Music & Drama
Jonathan Vaughan	- Guildhall School of Music & Drama
Christian Burgess	- Guildhall School of Music & Drama
Clive Russell	- Guildhall School of Music & Drama
Sean Gregory	- Guildhall School of Music & Drama

1. APOLOGIES

Apologies were received from Daniel Evans, Paul Hughes, Jeremy Mayhew and The Rt. Hon The Lord Mayor, Alderman Fiona Woolf.

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

Nicy Roberts declared her personal interest as a member of the CYM Monitoring Group, editor of the CYM newsletter UPBEAT, and organiser of the LSSO Alumni database (this was a standing declaration).

3. **PUBLIC MINUTES**

The public minutes and non-public summary of the meeting held on 18 September 2013 were approved as a correct record subject to the following amendments:

- a) Listing Nicy Roberts, CYM representative, as in attendance.
- b) Under item 8, Principal's General Report, correcting the total number of snagging items to 6098 and not 6038.
- c) Under item 9, Children and Young People Safeguarding Policy, the resolution be amended to read that Christina Coker and Marianne Fredericks be appointed lead Governors for Child Safeguarding and Vulnerable Adults.

4. **REMUNERATION COMMITTEE**

4.1 **Public Minutes of the Remuneration Committee**

The public minutes of the Remuneration Committee meeting held on 24 September 2013 were received.

RESOLVED – That Deputy John Chapman be elected to serve on the Remuneration Committee of the Board of Governors of the Guildhall School of Music and Drama.

4.2 **Terms of Reference of the Remuneration Committee**

Governors considered the Terms of Reference of the Remuneration Committee.

RESOLVED – That the Terms of Reference of the Remuneration Committee were approved.

5. ***PUBLIC MINUTES OF THE AUDIT & RISK MANAGEMENT COMMITTEE**

The public minutes of the Audit & Risk Management Committee meeting held on 4 November 2013 were received.

6. ***PUBLIC MINUTES OF THE FINANCE & RESOURCES COMMITTEE**

The public minutes of the Finance & Resources Committee meeting held on 4 November 2013 were received.

7. **TERMS OF REFERENCE OF THE BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF MUSIC & DRAMA AND FREQUENCY OF MEETINGS**

The Committee received a report of the Town Clerk which informed Members that as part of the post-implementation review of the changes made to the governance arrangements in 2011 it was agreed that all Committees should review their terms of reference.

RESOLVED: That Members:

a) approve the Terms of Reference for submission to the Court.

b) did not wish to delegate any changes to the Terms of Reference or change the frequency of the Board's meetings.

8. **PRINCIPAL'S GENERAL REPORT**

A report of the Principal updated Governors on a number of general issues which included:

- Awards and Prizes
- 2013/14 recruitment
- Applications for 2014
- Opening of Milton Court
- Operational priorities for 2013/14 session

The Principal reported that there had been a 6.4% increase in the student body and applications for 2014 were positively encouraging. A number of operational priorities had been identified, set out at paragraph 5 of the report, with a report being submitted to the next Board meeting on the review of the visual identity of the School.

In relation to Milton Court there were now 464 snagging items and that the two main issues related to the excessive heat in the Theatre Fly Tower and the leaks into the plant room from the pavement above Silk Street.

In response to a question from a Governor on the increase in the number of applicants, it was noted that a number of auditions had taken place in Hong Kong and the positive relationship with the LSO had played a key factor.

A discussion took place on the recruitment figures for 2013/14 and it was agreed that greater clarity should be provided in future reports on the students who were enrolled and/or temporarily enrolled.

9. **TEACHING & LEARNING BOARD ANNUAL REPORT 2012//2013**

The Principal introduced the Teaching & Learning Board Annual report for 2012/13. The report listed the activities of the Board during the last academic year including its consideration of data for the 2012 admissions cycle and the

2011/12 assessment cycle. The assessment outcomes and External Examiner comments from the most recent assessment cycle, 2012/13 were also included.

In response to a question by the Chairman, the Principal reported that if the TDAP process was successful there would be a change in the governance arrangements and the number of degrees validated or complaints received would be submitted to the Board.

A discussion took place and the Principal explained that the external examiners reports were sent to City University and thereafter sent on to the relevant programme boards.

10. RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE ANNUAL REPORT 2012-13

The Principal introduced the Research and Knowledge Exchange Committee's annual report for 2012/13. The Research & Knowledge Exchange Committee advises the Teaching & Learning Board on the role of research & knowledge exchange in the School's Strategic Plan and also on policy and its implementation. It advises the Teaching & Learning Board on the development of the School's research programmes and monitors the admissions and progress of research students. It commissions funds and evaluates research activity in the School and oversees the preparation of research bids to external bodies.

Governors commented that this was an impressive piece of work and thanked officers for the work being undertaken.

11. HEFCE ANNUAL ACCOUNTABILITY RETURN 2013

A report of the Chief Operating & Financial Officer noted that the School is required by statute to submit to HEFCE a series of annual accountability returns to enable HEFCE to assess Higher Education Institution's (HEI's) compliance with their requirements. The various returns covered corporate strategy, financial performance, financial sustainability, risk management, control and governance, value for money, and the management and quality assurance of data.

The 2013 Annual Accountability Returns for submission to HEFCE by 1 December 2013 comprised the following documents:

- Annual Assurance Return – signed by the School's accountable officer (the Principal)
- Signed audited financial statements
- Completed financial results and forecast tables
- Financial commentary
- Audit & Risk Management Committee Annual Report
- External Audit Management Letter
- Internal Audit Report

11.1 **Annual Assurance Return**

A report of the Chief Operating and Financial Officer was considered which confirmed that the School had met its obligations to the Higher Education Funding Council for England (HEFCE) under the Financial Memorandum thus enabling HEFCE to fulfil its responsibility as principal regulator.

RESOLVED – That Governors note the contents of the report.

11.2 **Audited Financial Statements**

A report of the Chief Operating & Financial Officer was considered regarding the Reports and Financial Statements for the year ended 31 July 2013.

RESOLVED – That the audited financial statements be approved.

11.3 **Internal Audit Update**

A report of the Chamberlain which had been prepared in accordance with the HEFCE Code of Practice for Accountability and Audit was considered. It provided Governors with details of the internal audit work undertaken at the School during the academic year ended 31st July 2013, with the intention of providing an opinion on the adequacy and effectiveness of risk management, control and governance, economy, efficiency and effectiveness.

RESOLVED – That Governors note the contents of the report.

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

There were no questions.

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

Cultural Hub Working Party

The Chairman explained that a report had been submitted to the Policy & Resources Committee on the establishment of a Cultural Hub Working Party and sought one representative from the Board, in addition to the Principal, to sit on the Working Party.

RESOLVED – That the Chairman, Alderman David Graves, be appointed to serve on the Cultural Hub Working Party as the representative from the Board of Governors of the Guildhall School of Music & Drama.

14. **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
15-21	3
22-23	-
24	1,4&7
25	2&3

15. **NON PUBLIC MINUTES**

The non-public minutes of the meeting held on 18 September 2013 were approved as a correct record.

16. ***NON PUBLIC MINUTES OF THE REMUNERATION COMMITTEE**

The non-public minutes of the Remuneration Committee held on 24 September 2013 were received.

17. ***NON PUBLIC MINUTES OF THE AUDIT & RISK MANAGEMENT COMMITTEE**

The non-public minutes of the Audit & Risk Management Committee held on 4 November 2013 were received.

18. ***NON PUBLIC MINUTES OF THE FINANCE & RESOURCES COMMITTEE**

The non-public minutes of the Finance & Resources Committee held on 4 November 2013 were received.

19. **HEFCE ANNUAL ACCOUNTABILITY RETURN 2013**

19.1 **Accounts Direction**

A report of the Principal was received.

19.2 **Financial Results, Forecast Tables and Financial Commentary**

A report of the Chief Operating & Financial Officer was received.

19.3 **Audit & Risk Management Committee - Annual Report**

A report of the Chief Operating & Financial Officer was received.

19.4 **Economy, Efficiency and Effectiveness**

A report of the Chief Operating & Financial Officer was received.

19.5 Letters of Representation

A report of the Chief Operating & Financial Officer was received.

20. GUILDHALL SCHOOL BUDGET REPORT - 2014/15

A report of the Chief Operating & Financial Officer was received.

21. FINANCE REVIEW

A report of the Chief Operating & Financial Officer was received.

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

There were no questions.

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

One urgent item was considered.

24. CONFIDENTIAL MINUTES

The confidential 'Governors Only' minutes of the meeting held on 18 September 2013 were approved as a correct record.

EXTENSION OF THE MEETING

In accordance with Standing Order 40, the Board agreed to extend the meeting beyond two hours.

25. CONFIDENTIAL REPORT

A report of the Principal was considered and approved.

The meeting ended at 4.00pm

Chairman

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