

**BOARD OF GOVERNORS OF THE GUILDHALL SCHOOL OF
MUSIC AND DRAMA**

Monday, 21 September 2020

Minutes of the meeting streamed to
You Tube at <https://youtu.be/Wlh-0rrY-F8> at 1.45 pm

Present

Members:

Vivienne Littlechild	Marianne Fredericks
Graham Packham	Steven Gietzen
Natasha Bucknor	Ann Holmes
George Abrahams	Jeremy Mayhew
Randall Anderson	Andy Taylor
Deputy David Bradshaw (in the Chair)	Lynne Williams
John Chapman	Neil Greenwood
Professor Geoffrey Crossick	Dr Paula Haynes
Professor Maria Delgado	Munsur Ali
	Harry Plant

In Attendance

Officers:

Niki Cornwell	- Chamberlain's Department
Jonathan Vaughan	- Guildhall School of Music and Drama
Katharine Lewis	- Guildhall School of Music and Drama
Sandeep Dwesar	- Guildhall School of Music and Drama & Barbican Centre
Sean Gregory	- Guildhall School of Music and Drama & Barbican Centre
Jonathan Poyner	- Guildhall School of Music and Drama & Barbican Centre
Graeme Hood	- Guildhall School of Music and Drama
Alison Mears	- Guildhall School of Music and Drama
Amy Grimes	- Guildhall School of Music and Drama
Andy Lavender	- Guildhall School of Music and Drama
Dan Shorten	- Guildhall School of Music and Drama
Kieron Tilley	- Guildhall School of Music and Drama

TAKING THE CHAIR: It was moved by Jeremy Mayhew, seconded by Graham Packham and agreed that Deputy David Bradshaw take the Chair.

1. APOLOGIES

Apologies were received from the Rt. Hon the Lord Mayor, Alderman William Russell, Shreela Gosh and John Chapman. Mr Chapman joined the meeting later.

2. **MEMBERS' DECLARATIONS 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, dated 16th July 2020, appointing the Board and approving its terms of reference.

4. **ELECTION OF THE CHAIRMAN**

The Board elected a Chairman in accordance with Standing Order 29. Being the only Member indicating a willingness to serve, it was

RESOLVED, That - Vivienne Littlechild be elected as Chairman of the Board of Governors of the Guildhall School of Music and Drama for the ensuing year.

Upon taking the Chair, the Chairman thanked Governors for her re-election and thanked retiring Governor, Deputy Michael Cassidy for his past service to the Board. The Chairman also welcomed Munsur Ali to the Committee, noting Mr Ali's strong connections with the Arts world, and welcomed the new Students' Union President, Harry Plant, to the Board.

5. **ELECTION OF THE DEPUTY CHAIRMAN**

The Board elected a Deputy Chairman in accordance with Standing Order 30. Being the only Member indicating a willingness to serve, it was

RESOLVED, That – Graham Packham be elected as Deputy Chairman of the Board of Governors of the Guildhall School of Music and Drama for the ensuing year.

Upon taking the Chair, the Deputy Chairman thanked Governors for his re-election.

6. **APPOINTMENT OF COMMITTEES, ETC FOR 2020/21**

The Board received a report of the Town Clerk in respect of the annual appointments to its various Committee and the approval of their Terms of Reference. The Town Clerk took Governors through the appendix to the report, which set out the previous years' memberships, and asked Members to indicate if they wished to stand down or be considered as a new Member.

Ms Marianne Fredericks announced that, as she was in her last term as a Governor of the Board, she would stand down from the Audit and Risk Management, Governance and Effectiveness and Remuneration and Nominations Committees, in order to give other Governors a chance to serve. Ms Fredericks was thanked for her service to these committees over a number of years, and particularly for her role as Chairman of the Audit and Risk Management Committee.

The Town Clerk had received 2 expressions of interest ahead of the Board Meeting in respect of the Audit and Risk Management Committee (ARMC); one of these from Geoffrey Crossick , who was also seeking election as Chairman (of the ARMC), this being a Board appointment; and another from Paula Haynes. Governors were supportive of the nominations and Mr Randall Anderson, the existing Deputy Chairman (of the ARMC) also expressed a willingness to continue to serve in that role and was unchallenged.

Governors noted that, in accordance with the Terms of Reference, the other sub committees of the Board appointed their own Chairmen. The Town Clerk further advised that it was within the gift of the Board to vary the size of its sub committees, as it saw fit.

Mr Jeremy Mayhew agreed to serve in place of Ms Fredericks on the Governance and Effectiveness Committee.

In respect of the Remuneration and Nominations Committee, Mr Michael Hoffman's Term had expired and there would also be a vacancy in the room of Ms Fredericks. Deputy David Bradshaw and Mr Jeremy Mayhew expressed a willingness to serve and were appointed accordingly.

Governors also discussed the Reference Sub Committee, which had not met since 2016 and agreed to hold this in abeyance until such time as a meeting was required.

Whilst the appointment of two Safeguarding Lead Members for Adults and Children was not normally a formal part of the annual appointments process, Ms Fredericks expressed a wish to stand down, to give others a chance to serve. Ms Natasha Bucknor (Board Co-optee) expressed a willingness to serve and was duly appointed. The other serving Member was Ms Shreela Gosh (Board Co-optee).

There was some discussion in respect of the Capital Projects Strategic Working Group and the appointment of its Chairman, as a previous Co-opted Governor had expressed a willingness to continue to serve. As this Working Party, along with the Academic Assurances Working Group, was administered directly by the School it was agreed that this matter should be considered at the next meeting of the Working Group.

RESOLVED, that:

The various Terms of Reference be approved, and the following appointments be made to the Board's Committees and Working Groups for 2020/21:-

Audit and Risk Management Committee

Geoffrey Crossick (Co-optee/Chairman)

Randall Anderson (Deputy Chairman and City of London Corporation Governor (CoLCG))

John Chapman (CoLCG)

Dr Paula Haynes (Co-optee - serving on the Board)

Christopher Costigan (Co-optee)

Michael Herington (Co-optee)

Finance and Resources Committee

Vivienne Littlechild (Chairman of the Board and CoLCG)
Graham Packham (Deputy Chairman of the Board and CoLCG)
George Abrahams (CoLCG)
Lew Hodges (Co-optee)

Governance & Effectiveness Committee

Geoffrey Crossick (Co-optee and by virtue of being Chairman of ARMC)
Jeremy Mayhew (CoLCG)
Maria Delgado (Co-optee on the Board and current serving Chairman of this Committee)
Ann Holmes (CoLCG)
Vivienne Littlechild (Chairman of the Board and CoLCG)
Graham Packham (Deputy Chairman of the Board and CoLCG)
Lynne Williams (Principal of the School)

Reference Sub

To be held in Abeyance

Remuneration and Nominations Committee

Randall Anderson (CoLCG)
John Chapman (CoLCG)
Jeremy Mayhew (CoLCG)
Deputy David Bradshaw (CoLCG)
Shreela Ghosh (Co-optee on the Board and current serving Chairman of this Committee)
Vivienne Littlechild (Chairman of the Board and CoLCG)
Graham Packham (Deputy Chairman of the Board and CoLCG)
Andy Taylor (Senior Member of the Academic Staff (not VP) and Board Member)

Academic Assurances Working Group (administered by the School)

Geoff Crossick
Maria Delgado
Anne Holmes
Katharine Lewis
Vivienne Littlechild
Graham Packham
Lynne Williams
Harry Plant (Student Union President)

Capital Projects Strategic Working Group (Administered by the School)

Randall Anderson
John Chapman
Ann Holmes
Vivienne Littlechild
Graham Packham

Lynne Williams

NB. The position of a former co-opted Member (Andrew Burns) as Chairman to be considered at the next meeting – composition states ‘A Member of the Board of Governors, or Committee of the Board of Governors, without residential or electoral interest in the Barbican Estate’.

7. PUBLIC MINUTES

RESOLVED, That – the public minutes and non-public summary of the Board Meeting held on 18th May 2020 be approved.

8. PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS

RESOLVED, That – the draft minutes and non-public summaries of the following committees be received.

8.1 Renumeration and Nominations Committee - 2nd September 2020

8.2 Audit and Risk Management Committee - 2nd September 2020

8.3 Finance and Resources Committee - 8th September 2020

9. PRINCIPAL’S PUBLIC REPORT SEPTEMBER 2020

The Board received the Principal’s Public report.

RESOLVED, that – the report be noted.

10. ANNUAL SAFEGUARDING POLICY UPDATE

The Board considered a report of the Principal, which updated the Safeguarding Policy and Governors welcomed its new, simplified layout. Governors also noted that the Head of Safeguarding regularly attended the City’s various safeguarding boards and met with peer institutions, in order to share best practice, and noted a suggestion to share policies.

RESOLVED, that – the revised Safeguarding Policy be approved.

11. CARBON REDUCTION STRATEGY KEY PERFORMANCE INDICATOR

The Board received a report of the Principal which updated Governors on the School’s progress against its carbon reduction targets. The Chairman and Governors thanked staff for a positive report, noting the School’s nomination for the forthcoming Well Award. The new Students’ Union President asked for the headlines in the report to be widely communicated to students, as it would provide a timely morale booster.

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
15-24, 28	3
25-27	2
29-30	-
31	2,3

15. NON-PUBLIC MINUTES

RESOLVED, that – the non-public minutes of the meeting held on 18th May 2020 be approved.

16. NON-PUBLIC MINUTES OF RECENT COMMITTEE MEETINGS

RESOLVED, That – the non-public minutes of the following committees be received.

16.1 Remunerations and Nominations Committee - 2nd September 2020

16.2 Audit and Risk Committee - 2nd September 2020

16.3 Finance and Resources Committee

17. COBRA MEETINGS

RESOLVED, That – the non-public minutes of the following committees be received.

17.1 COBRA Meeting - 6 May 2020 (*noting an error - 1.12 should say 'spike' and not 'spoke'*)

17.2 COBRA meeting - 18 May 2020

17.3 COBRA Meeting - 9 June 2020

17.4 COBRA Meeting - 25 June 2020

18. PRINCIPAL'S NON-PUBLIC REPORT SEPTEMBER 2020

The Board received a report of the Principal.

19. CAPITAL CAP UPDATE

The Board approved a report of the Principal. the Barbican Centre Board.

20. CAPITAL BIDS SUBMISSION 2021/22

The Board agreed to delegate authority for a decision on this report to the Town Clerk, in consultation with the Chairman and Deputy Chairman of the Board.

21. GUILDHALL SCHOOL MANAGEMENT INFORMATION 'DASHBOARD' 2020/21 - JULY 2020

The Board received a report of the Principal.

22. BUSINESS PLAN UPDATE

The Board received a report of the Principal.

23. **FINANCIAL HEALTH OF THE GUILDHALL SCHOOL**
The Board received a report of the Principal.
24. **GUILDHALL SCHOOL OF MUSIC & DRAMA RISK REGISTER**
The Board received a report of the Principal.
25. **SAFEGUARDING UPDATE**
The Board received a report of the Principal.
26. **COACHING & MENTORING ANNUAL SUMMARY 19-20**
The Board received a report of the Principal.
27. **RECOMMENDATION FOR FELLOWSHIPS AND HONORARY FELLOWSHIPS, 2020**
The Board considered and approved a report of the Principal, together with the recommendations of its Remuneration and Nominations Committee.
28. **GUILDHALL LIVE EVENTS REPORT**
The Board received a report of the Principal.
29. **NON-PUBLIC QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD**
There were no questions.
30. **ANY OTHER BUSINESS THAT THE CHAIRMAN CONSIDERS URGENT AND WHICH THE BOARD AGREE SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED**
Governors also received an update on the Orchestra and Gold Medal and were pleased to note good feedback in the Guardian and on the BBC.
31. **CONFIDENTIAL MINUTES OF THE REMUNERATION AND NOMINATIONS COMMITTEE MEETING HELD ON 2 SEPTEMBER 2020**
RESOLVED, that – the draft Confidential Minutes of the Meeting of the Remuneration and Nominations Committee, held on 2 September 2020 be approved.

The meeting ended at 4.04 pm

Chairman

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