

Main report: Role descriptor and person specification for a co-opted member of the Board of Governors



Guildhall School is a vibrant, international community of young musicians, actors and production artists in the heart of the City of London. Ranked sixth in the world for performing arts (QS World University Rankings 2020), third in the Complete University Guide Arts, Drama and Music League Table 2021, fourth place of all higher education institutions for Music in the 2021 Guardian University Guide music league table, and second of all higher education institutions for Drama in the drama league table, the School is a global leader of creative and professional practice which promotes innovation, experiment and research, with over 1,000 students in higher education, drawn from nearly 60 countries. Guildhall School is also the UK's leading provider of sustained specialist music training at the under-18 level with nearly 2,500 students in Junior Guildhall and the Centre for Young Musicians. The School enjoys collaborative partnerships with a range of high profile arts organisations and community programmes and a unique creative alliance with the Barbican Centre.

The Guildhall School of Music & Drama is provided by the City of London Corporation as part of its contribution to the cultural life of London and the nation. The Guildhall School of Music & Drama Board of Governors and its committees sit within the [committee framework](#) of the City of London.

Board of Governors

The Board of Governors comprises:

- (a) 11 members elected by the Court of Common Council of the City of London for a term of three years (renewable twice);
- (b) the Principal of the Institution;
- (c) one member of the Institution's academic staff to be elected by such staff for a term of three years (renewable twice);
- (d) one member of the Institution's administrative staff to be elected by such staff for a term of three years (renewable twice);
- (e) one of the Institution's student representatives who shall normally be the President of the Students' Union;
- (f) up to six co-opted non-City of London Corporation Governors with appropriate expertise for a term of three years (renewable twice).

There are usually four board meetings each year, two in the autumn term, one in the spring term and one in the summer, plus an annual Board away day in either the spring or summer term.

The Board has the following committees that meet regularly throughout the academic year, and co-opted members are expected to join at least one committee. Additionally, co-opted members are eligible to stand as Chair of the committees marked with an asterisk and will be encouraged to do so:

- Finance & Resources Committee
- Audit & Risk Management Committee*
- Governance & Effectiveness Committee*
- Remuneration & Nominations Committee*

Additionally, the Board has an Academic Assurance Working Group that meets annually.

Statement of primary responsibilities

The Board of Governors is responsible for:

- (1) the approval of a strategic plan and the determination of the educational character and the mission/aims of the Institution and oversight of its activities;
- (2) the effective and efficient use of resources;
- (3) the approval of an annual Business Plan;
- (4) the approval of annual estimates of income and expenditure;
- (5) the setting of fees for students attending the Institution;
- (6) the appointment of the Principal of the Institution and, where appropriate, the deputy;
- (7) the general welfare of students in consultation with the Academic Board;
- (8) the management of the Institution's land and buildings belonging to the City of London Corporation (with the exception of those which are the province of another Committee);
- (9) writing off debts in accordance with such terms and conditions as are from time to time established by the Court of Common Council;
- (10) authorising the institution of any civil proceedings (e.g. for recovery of debts) arising out of the exercise of its functions.

Each of the above to be subject to the City of London's Standing Orders, Financial Regulations and such other terms and conditions as the City of London may determine, other than where varied otherwise.

Co-opted role descriptor

- a) Members are expected to play an appropriate part in ensuring that the business of the Board of Governors is carried on efficiently, effectively, and in a manner appropriate for the proper conduct of public business.

- b) Members are expected to make rational and constructive contributions to debate and to make their knowledge and expertise available to the Board of Governors as opportunity arises. This includes Members putting themselves forward as a member or Chair of a committee of the Board.
- c) Members are required to accept collective responsibility for the decisions reached by the Board of Governors.
- d) Members are responsible for ensuring that the Board fulfils its primary responsibilities including but not limited to approving the strategic direction of the School and ensuring that the performance of the School is adequately assessed against the objectives which the Board has approved.
- e) The School is a department of the City of London and Members have a responsibility for ensuring that the Board of Governors exercises efficient and effective use of the resources of the School both from the City and externally for the furtherance of its educational purposes and that proper mechanisms exist to ensure financial control and for the prevention of fraud.
- f) Members have a responsibility for ensuring that the Board of Governors acts in accordance with the School's *Instrument and Articles of Government*, with The Higher Education Code of Governance [CUC], and with the City of London's internal rules and regulations. In the event of uncertainty, a member should seek advice from the Clerk (on City matters) or the Secretary and Dean of Students (on higher education matters).
- g) Members should endeavour to establish constructive working relationships with City of London employees (both in the School and centrally) in order to provide challenge and criticism in a supportive manner but must recognise the proper separation between governance and executive management, and avoid involvement in the day-to-day executive management of the School.
- h) Members have a responsibility for ensuring that the Board of Governors and its committees are conducted in accordance with accepted standards of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership. Members must at all times regulate their personal conduct as members of the Board of Governors in accordance with these standards.
- i) Members must make a full and timely disclosure of personal interests to the Clerk in accordance with the procedures set out by the City of London. They must as soon as practicable disclose any interest which they have in any matter under discussion and accept the ruling of the Chair in relation to the management of that situation, in order that the integrity of the business of the Board of Governors and its Committees may be, and may be seen to be, maintained.

The External Co-opted Role

- j) Co-opted members may be asked to represent the School externally or asked to play a role in liaising between key stakeholders and the School. A full briefing will be given by the School to enable this role to be carried out effectively.
- k) Members may be asked to use personal influence and networking skills on behalf of the School.

Person specification

The Board of Governors and the School is particularly looking for **one** individual **with expertise in Equality and Inclusion** within a Higher Education Context or Creative Arts setting for an immediate start.

Additionally, the individual should have:

- An active interest in higher education;
- An active interest in the creative arts
- A commitment to the Guildhall School as a world class, specialist higher education institution regionally, nationally and internationally;
- A commitment to the School's mission and vision;
- A commitment to promoting equality and diversity;
- A commitment to quality and enhancement;
- Strong communication skills;
- Critical listening, analytical and problem solving skills;
- The ability to work positively with others and to contribute as a member of a team;
- Time to commit to Board meetings, committees and governor development activities;

Guildhall School of Music & Drama welcomes applications from the widest possible range of people and is particularly keen to encourage interest from women and/or individuals from Black, Asian and Ethnically Diverse communities who are currently under-represented at this level in the organisation.

Practical matters

- (i) Appointment will be for a three-year term in the first instance, with a maximum of three terms. Reappointment for a second or third term will be on the recommendation of the Remuneration & Nominations Committee to the Board of Governors, who in arriving at a recommendation will consider the member's attendance and engagement at the Board and its committees.
- (ii) Board and committee meetings are normally in the morning or early afternoon and last two hours.
- (iii) Members are expected to attend all meetings of the Board and any Committees of which they are a member, or give timely apologies to the Clerk if absence is unavoidable.

- (iv) Members of the Board are not remunerated, but members may reclaim travelling and similar expenses incurred in attending meetings/events. Full details are available from the Clerk.
- (v) Members will be encouraged to engage in regular appraisal/review of the performance of the Boards, its committee and its members as established by the Board of Governors for the purpose.
- (vi) All Members will be expected to sign a declaration to confirm that they fulfil the 'fit and proper' person criteria as set out by the Office for Students.

May 2020

Attachment 1: Co-opted member recruitment process

Advertising

Role will be advertised:

- School website and School social media
- City of London website
- CUC website- <https://www.universitychairs.ac.uk/vacancies/> (new free service and part of the *Board Diversification Project* at Advance HE)
- Women on Boards website
- Diversity websites such as diversityjobsite.co.uk and mydiversity.com [subject to advice from School's equality consultant]

Application

An application form along with the role descriptor will be provided on the School's website to ensure consistency but accompanying CVs for factual information will be accepted.

Ethnicity data for monitoring purposes will be collected.

Applications will be submitted to the Principal's Office.

Selection

Selection will be by a panel¹ comprising:

- Chair of Remuneration & Nominations Committee (in the Chair if attending)
- Chair of the Board of Governors (or Deputy Chair)
- Principal
- One other (non-School) member of the Board of Governors appointed by the Chair of the Board or an external specialist

The panel will short-list the applicants and invite suitable candidates to interview.

The panel will make a formal recommendation to the Remuneration & Nominations Committee who will then make a recommendation to Board of Governors.

Administrative arrangements

The administrative arrangements for advertising and selection will be made by the School (Principal's Office in the first instance). This will ensure that information about the School is consistent and up to date, that fact-checking in respect of the relevant expertise of applicants (particularly in respect of HE or artistic experience) can be undertaken, and that monitoring is conducted across all appointments. Appointment letters will be sent out by the Town Clerk's Office.

¹ A minimum of three persons