

DRAFT Self-assessment of compliance with CUC Code

Element 1 Accountability The governing body is collectively responsible and accountable for institutional activities, approving all final decisions on matters of fundamental concern within its remit.					
Requirements	Comply Yes / No / In Part	Evidence	Further Action Needed	By Whom	By When
1.1 The governing body has overall responsibility for all decisions that might have significant reputational implications for the institution’s sustainability (including partnerships or collaborations). It therefore needs assurance that the institution: a) meets all legal and regulatory requirements imposed on it as a corporate body;	In Part	Given the School’s legal status the Board does not necessarily have the final decision on all matters of fundamental concern, being a committee within the local authority committee structure of the City of London. However, as part of the agreement between the Office for Students (OfS) and the City in respect of the School’s registration with the OfS, the City provided the OfS with a letter, dated 18 February 2019, which included the statement “The Corporation recognises the need for the Guildhall School’s Board of Governors to enjoy operational autonomy and will not without good cause challenge any decision of the Board of Governors”. The Board, like other higher education boards, has an Audit & Risk Management Committee and via that committee and the work of internal audit seeks assurance that the School meets its legal and regulatory responsibilities as a higher education institution.	Whilst the School will still be funded by the City of London, the Lisvane & TOM reviews will explore the future governance arrangements for the School and the level of autonomy. The Board will then need to assure itself that these new arrangements meet the expectations of the Code.	G&E, BoG	Board to advise
b) complies with its instruments of governance such as statutes, ordinances and articles; and	YES	The Board is governed by the Instrument & Articles of Government first approved by the Privy Council in 2006 and subsequently amended in 2016 to accommodate its taught degree awarding powers with a further minor amendment in 2019 in respect of the Board’s quoracy arrangements. The Articles include the Board’s statement of primary responsibilities.			
c) meets the requirements falling upon the institution in respect of public funding issued by bodies, including income from the Student Loan Company.	YES	The Audit & Risk Management Committee keeps under review the School’s engagement with the ongoing conditions of registration with the Office for Students and similar requirements relating to Research England. Statutory returns relating to staff, students and the School’s estate are submitted throughout the year, are monitored by the Principal’s Office, and are subject to data audit under the direction of the Audit & Risk Management Committee (as well as the compliance checking and data validation arrangements of HESA and OfS). The Audit & Risk Management Committee receives yearly (starting 2021) an overview of all the returns made in the academic cycle and compliance with deadlines.			
1.2 The regulatory and legal requirements will vary depending on the constitution of individual HEIs, but, for most governing bodies, members are charitable trustees and must comply with case law and legislation governing charities in the exercise of their duties. Some institutions are constituted as companies, and governing body members are normally the company’s directors; the primary legislation in this case will be the requirements of the Companies Act.	N/A	The School is not a company and does not have charitable status; charitable status resides with The Guildhall School Trust, an entirely independent body that has no responsibility for the management or governance of the School.			

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Requirements	Comply Yes/No/ In Part	Evidence	Further Action Needed	By Whom	By When
1.3 In both instances, members must discharge their duties in line with the accepted standards of behaviour in public life and the values in this Code, accepting individual and collective accountability for the affairs of the institution.	YES	All members of the Board are bound by the seven principles of public life. All members are asked to complete a "Fit and Proper person" self-declaration. All members must complete a "Declarations of Interest" and these are published by the City of London at http://democracy.cityoflondon.gov.uk/mgCommitteeDetails.aspx?ID=387 for common Council members and for other Board members at http://democracy.cityoflondon.gov.uk/ecCatDisplay.aspx?sch=doc&cat=13618 Conflicts of interest, whether pecuniary or other, must be recognised and declared and are then managed appropriately.			
1.4 All members of the governing body (including students and staff members) share the same legal responsibilities and obligations as other members, so no one can be routinely excluded from discussions. All members have a duty to record and declare any conflicts of interest.	In Part	Student and staff members receive the same paperwork as all other members of the Board. However, as the Board of Governors is a committee within the City of London Corporation structure and is not autonomous, the positions of the different types of Member on the Board are not the same: (i) as the Chairman or Deputy Chairman must be able to report to the Court of Common Council, only members of the Board who are drawn from the Court of Common Council can stand for election as the Chairman or Deputy Chairman. (ii) Quoracy is achieved by reference to the Court of Common Council members and co-opted members only.	The future governance arrangements to be explored under Lisvane and TOM could change the chairmanship and the position of Common Council members on the Board. The Board will then need to assure itself that these new arrangements meet the expectations of the Code.	G&E, BoG	tba
1.5 Governing bodies must, as far as practicable, conduct their affairs in an open and transparent manner. This includes publishing accurate information on the use of public funding, value for money and other performance information on their websites, as well as any other information that supports regulatory compliance and accountability to all stakeholders.	YES	The Board's affairs are conducted in an open and transparent manner. The public agenda, minutes and papers of the Board of Governors are published by the City of London at: http://democracy.cityoflondon.gov.uk/mgCommitteeDetails.aspx?ID=387			
1.6 There needs to be a clear separation of roles and responsibilities between the Executive and the governing body with delegated authorities to the HoI and any committees that exist.	YES	There is a clear separation of the roles and responsibilities of the Executive and the governing body, with delegated authorities to the Head of Institution. Whilst the Head of Institution is the Accountable Officer for higher education matters, other matters concerning the management of the School fall within the remit of other senior officers of the City of London and other committees outside of the Board of Governors and its committees. The City has a clear scheme of delegation relating to officers - see https://www.cityoflondon.gov.uk/assets/About-us/appendix1-proposed-scheme-of-delegations.pdf . There are terms of reference for all committees of the Board which are reviewed annually.			

Element 2 Sustainability

Working with the Executive, the governing body sets the mission, strategic direction, overall aims and values of the institution. In ensuring the sustainability of the institution, the governing body actively seeks and receives assurance that delivery of the strategic plan is in line with legislative and regulatory requirements, institutional values, policies and procedures, and there are effective systems of control and risk management in place.

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
2.1 The governing body is responsible for the mission, character and reputation of the institution and therefore sets the values and standards that underpin the institution's strategy and operation.	YES				
2.2 The governing body must be engaged in development of the institution's strategy and formally approves or endorses the strategic plan in accordance with its constitution and the expectations of stakeholders, including students and staff. It will need assurance that the strategic plan is supported by plans or sub-strategies which ensure there are: a) enough financial, physical, human and information resources to support the institution's aims and objectives; meet academic standards; protect the collective student interest; ensure effective delivery and meet any regulatory or funding commitments, including the need to demonstrate value for money;	YES	The School's Strategy sets out the vision and the mission for the School, see https://www.gsmd.ac.uk/fileadmin/user_upload/files/Policies_and_Reports/Guildhall_School_Strategic_Plan.pdf The Board approves the Strategic Plan and receives an update from the Principal at each meeting on progress and other matters of strategic interest. The business case supporting the Strategic Plan identified a number of institutional performance measures. The Board receives regular updates on the Business Plan (and more recently the Business Recovery Plan post pandemic). The Board engages in the development of sub strategies such as the International Strategy (Nov 2019), Research Strategy (Feb 2021), Teaching & Learning Enhancement Strategy (due Feb 2022), and Access & Participation Plan 2020-2025 (Spring 2019 and revision Spring 2021)			
b) effective arrangements in place for the management of information which meet ethical standards, Freedom of Information requirements and other legislation on the use and protection of data;	YES	Data Protection training is mandatory for all staff. Data collected is governed by the privacy notices for the different aspects of the School's work, see overarching and specific policies at: https://www.gsmd.ac.uk/privacy Guildhall School is a department of the City of London Corporation ("the City of London") and the City of London is the data controller.			
c) arrangements in place to ensure that all forms of resources are used in a sustainable (financial, social and environmental), secure and effective manner which supports institutional success; and	YES	The Board receives an update on finances at every meeting, and supported by the detailed scrutiny of the accounts undertaken by the Finance & Resources Committee and Audit & Risk Management Committee			
d) policies and procedures in place which support the delivery of the institution's strategy in an environmentally sustainable way.	YES	List of policies in relation to this available here: https://www.gsmd.ac.uk/about_the_school/about_us/sustainability/ Carbon Management Strategy (replacing carbon Reduction Strategy) was considered by the Board in September 2021. All policies are subject to annual review undertaken in the first instance by the School's Operations Board.			
2.3 The governing body will need to receive regular, reliable, timely and adequate information to monitor and evaluate performance against the strategic plan. The governing body's role is to have oversight of performance and constructively challenge it, encourage quality enhancement, maintain and raise standards, celebrate achievements and learn from difficulties.	Yes	The Board receives: - at each meeting public and private reports setting out achievements and challenges across the wide range of School business - annual report from the Academic Board - regular reports in respect of the Business (Recovery) Plan The Board has established an Academic Assurance Working Group to scrutinise in detail the documentation to support assurances in the maintenance of academic standards and the enhancement of the academic student experience.			

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
2.4 The governing body needs to understand the external environment and – along with the Executive – identify, understand and manage risk appetite and strategic risks and opportunities for the institution.	YES	The Principal's regular reports bring the Board up-to-date with the external environment affecting the School and the strategic risks and opportunities. The Audit & Risk Management Committee considers risks in detail, including risks identified via Internal Audit outcomes, for report to the Board. An additional level of risk scrutiny is provided by the City of London both via the internal audit of corporate activity affecting the School and also by the regular risk challenges for officers by the City's Audit Committee. The Board has an annual away day (excluding 2020/21 pandemic year) to dig deep in to strategic issues and the impact of factors in the external environment.	Board Away Day	Principal	Summer 2022
2.5 The governing body must actively seek and receive assurance that academic governance is robust and effective. Governing bodies also need to provide assurance on academic standards and the integrity of academic qualifications, and will work with the Senate/Academic Board (or equivalent, as specified in their governing instruments) to maintain standards and continuously improve quality. Governing bodies will also wish to receive assurance that specific academic risks (such as those involving partnerships and collaboration, recruitment and retention, data provision, quality assurance and research integrity) are being effectively managed.	YES	The terms of reference of the Academic Board are approved by the Board of Governors in line with the Instrument of Government. The Board receives an annual report from the Academic Board in November covering a wide range of academic and student experience issues to help the Board arrive at the assurances required of the funding body; this includes a summary of all student casework including complaints and appeals and those matters that have been referred to the Office of the Independent Adjudicator. The annual report also includes an action plan and an update on the action plan is received in the summer term each year. The Board also receives the Research & Knowledge Exchange Committee annual report in February. The Board has an Academic Assurance Working Group which considers annually (except during 2020/21) the robustness of the academic assurances given to the Board during the year. The Working Group considers the involvement of students and externals in quality assurance processes. Relevant internal audits: Student data returns audit (completed June 2018) (Academic) Programme development (final report October 2019) Students Affairs (final report February 2019)	Academic Assurance Working Group to meet.	Dean of Students /AAWG	Feb-22
2.6 The governing body needs assurance that the institution is meeting the conditions of funding as set by regulatory and funding bodies and other major institutional funders. These include: a) the need to use funds in line with the principles of regularity, propriety and value for money; b) robust systems of financial control and governance; and c) assurances on social, financial and environmental objectives, e.g. those which support a sustainable environment, the widening of access and participation and civic engagement.	YES	The Financial Management of the School is undertaken by the Finance Department reporting to the Chamberlain within the City of London. Financial systems and polices are, in the main, also City ones. The Board has its own Finance & Resources Committee and Audit & Risk Management Committee to seek assurance on the financial controls in place in respect of the School's finances.			
[Widening access specifically]	YES	The School has a five-year Access & Participation Plan 2020-21 to 2024-25 approved by the Office for Students - the Board was consulted as part of the extensive planning. The Board was also consulted on recent amendments to the plan which are currently with the OfS for approval. Plan can be viewed at: https://www.gsmd.ac.uk/policies The Board receives monitoring information annually and had a presentation on Access & Participation at its February 2021 meeting. Following successful submission of the 2019/20 monitoring return, the enhanced monitoring required imposed for the five year plan has now been removed.			

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
Furthermore, the governing body also needs assurances that: d) the institution's values are practised throughout the organisation;	In Part	Assurances are given through the Principal's reports to each meeting, where challenges in this area would be noted. More informally assurances are received through the Board's engagement with the Students' Union representative and staff presence on the Board. Further reporting needs to be developed.	(i) Formal yearly report on relevant case work. (ii) Formal report on the delivery of EDI objectives	(i) Head of HR/Dean of Students (ii) Principal/VP Innovation	Sept 2022 for preceding year
e) the collective interest of current and future students drives decision making, and growth and innovation throughout the institution;	YES	A Students' Union representative (usually the President of the SU) is a full member of the Board. The SU President also meets regularly with the Principal and has unfettered access to senior officers, notably the Dean of Students. Student representatives are present on many committees and working groups within the School (excluding management committees and student assessment). There is a regular Staff/Student Liaison Committee (twice a term, chaired by the Principal) giving student representatives direct access to senior members of staff across all directorates. Students are surveyed via the NSS and Whole School Survey and the Board of Governors receives the results and requires updates on action to address areas of concern.			
f) there is sufficient management freedom and institutional autonomy;	In Part	The City has a clear scheme of delegation relating to officers - see https://www.cityoflondon.gov.uk/assets/About-us/appendix1-proposed-scheme-of-delegations.pdf . However, the Principal, whilst head of institution and Chief Accountable officer to the OfS, does not have the same level of autonomy as other heads of higher education institutions, particularly in respect of operational matters relating to HR, procurement, finance, and buildings.	Whilst the School will still be financially supported by the City of London, the Lisvane & TOM reviews will explore the future management arrangements for the School and the level of autonomy. The Board will then need to assure itself that these new arrangements meet the expectations of the Code.	G&E, BoG	tba
g) the institution has considered and taken appropriate actions to mitigate the impact of any risks to students' continuation of study e.g. the closure of a course, campus or location, the discontinuation of a discipline;	YES	A Student Protection Plan is in place https://www.gsmd.ac.uk/about_the_school/about_us/policies/			
h) there is an effective and proactive system of risk management in place by which risks are rigorously assessed, understood and effectively managed across the organisation;	YES	There is a risk register comprising corporate risk and local (School) risks which is considered regularly by the Audit & Risk Management Committee and supported by internal audit.			
i) high-quality and robust data is produced and managed to meet all relevant legal and regulatory requirements; and effective control and due diligence take places in relation to institutionally significant external activities, for example commercial transactions, collaborations with HEIs in other countries.	YES	Data submitted to meet legal and regulatory requirements is monitored by the Principal's Office. Audit & Risk Management Committee has commissioned in recent years two internal audits, one of student data returns (completed June 2018) and one on the financial returns (underway).			

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
2.7 The governing body must understand and respect the principle of academic freedom, the ability within the law to question and test received wisdom, and to put forward new ideas and controversial or unpopular opinions without placing themselves in jeopardy of losing their jobs or privileges. The governing body must understand its responsibility to maintain, promote and protect the principle of academic freedom.	YES	The <i>Maintaining good campus relations in higher education</i> policy statement sets out the School's commitment to freedom of expression and the right to express and to challenge controversial views and opinions and for rigorous debate, subject to operating within the law. https://www.gsmd.ac.uk/fileadmin/user_upload/files/Policies_and_Reports/Maintaining_good_campus_relations_Jan_2018.pdf This was very recently updated to recognise the online public events in recent times and also to add an appendix relating to Prevent and external speakers.			
2.8 The governing body should also understand their institution's legal responsibility to uphold freedom of speech within the law.					
2.9 Effective remuneration of all staff, especially the Vice-Chancellor and their immediate team, is an important part of ensuring institutional sustainability, meeting regulatory requirements and protecting institutional reputation. The governing body should provide assurance on the extent of the institution's compliance with The Higher Education Senior Staff Remuneration Code (published June 2018 by the CUC), and in particular ensure that no one is responsible for determining or influencing their own remuneration.	Yes	As the School is a department of the City of London, remuneration of all staff members, including the Principal and other senior staff members, is set by the City of London. The Remuneration & Nominations Committee has an advisory role only in respect of senior staff emoluments. The Board receives an annual remuneration report to provide assurance on the School's compliance with CUC's Higher Education Senior Staff Remuneration Code (at the November Board meeting).			
2.10 Depending on the constitutional documents and regulatory requirements of the institution, some governing bodies will be required to establish a Remuneration Committee to consider and determine, as a minimum, the emoluments of the Vice-Chancellor and other senior staff.	In Part	Remunerations & Nominations is a sub-committee of the Board which is comprised of non-School members of the Board and is chaired by a co-opted member of the Board. This committee does not determine the emoluments of the Principal and Senior Staff because these are the responsibility of the City of London but it meets regularly to consider, amongst other things, comparative data on salaries and staffing profiles to inform discussions with the City. The Principal and other senior staff are invited to attend but are not present for discussions that directly affect them.	Regular cycle of reports on comparative institutional data to be established	R&N Committee	by end of academic year 2021/22
2.11 All institutions will have external auditors unless exempt under the Companies Act 2006 because of their small size. All institutions are encouraged to have an audit function, whether in-house or externally provided. Some regulatory requirements will specify the need for an internal audit service. The appointment and work of auditors will usually be overseen by an Audit Committee, comprising members that have no executive responsibility (although members of the Executive may attend by invitation). Further guidance on the role of Audit Committees is published separately by CUC and governing bodies should assess the extent to which they comply with that guidance.	YES	Internal audit is carried out via the City of London Audit Department with the scheme of work approved by the Audit & Risk Management Committee in consultation with the School's Senior Management Team. The School appoints external auditors to review the School's management accounts. The work of the auditors is overseen by an Audit & Risk Management Committee.			
2.12 The governing body will consider and, where necessary, act upon an annual audit report from the Audit Committee or equivalent (incorporating recommendations by internal and external audit) and approve the audited annual financial statements	YES	The Annual Audit Report and audited annual financial statements are considered at the November Board.			

Element 3

The governing body safeguards and promotes institutional reputation and autonomy by operating in accordance with the values that underpin this Code, its various elements and the principles of public life.

Requirements	Comply Yes/No/In Part	Evidence	Further Action Needed	By Whom	By When
<p>3.1 Members of governing bodies must always act ethically in line with the principles of public life (the Nolan principles), the institution's own ethical framework, and in the interests of the institution, its students and other stakeholders. This applies whether the Board members are elected, nominated or appointed. If a governing body member falls short of these standards, they must be dealt with in accordance with the institution's constitution and Code of Conduct. Such cases must not be ignored.</p>	YES	<p>All members of the Board are required to abide by the principles of public life. The City of London has a Standards Committee whose main responsibility is to promote high standards of conduct by its Members and Members co-opted on to City of London Committees. It monitors the operation of the City of London's Code of Conduct for Members and any complaints of breaches. The City of London has an overarching s whistleblowing policy which encompasses the staff of the School: https://www.cityoflondon.gov.uk/about-the-city/how-we-make-decisions/Pages/whistleblowing.aspx. The scope of the policy does not cover Members of the Board. The School also has a Research Ethics Committee that provides guidance in relation to Research Ethics.</p>			
<p>3.2 Members of governing bodies need to act, and be perceived to act, impartially, and not be influenced by social or business relationships. Institutions must maintain, check and publish a register of the interests of members and senior executives. A member who has a professional, pecuniary, family or other personal interest in any matter under discussion which may be seen to conflict with the best interests of the institution must also disclose the interest in advance of any discussion on the topic. A member does not have a pecuniary interest merely because they are a member of staff or a student.</p>	yes	<p>Details of the Common Council members of the Board of Governors and their declarations are published here http://democracy.cityoflondon.gov.uk/mgCommitteeDetails.aspx?ID=387 The declarations of other members of the Board are published separately at: http://democracy.cityoflondon.gov.uk/ecCatDisplay.aspx?sch=doc&cat=13618</p>			
<p>3.3 In protecting institutional reputation and autonomy, the governing body must ensure that its decision-making processes and those of the institution are ethical and free of any undue pressures from external interest groups, including donors, alumni, corporate sponsors and political interest groups.</p>	Yes	<p>The School's Ethics Policy at: https://www.gsmd.ac.uk/fileadmin/user_upload/Registry/2021-22/Policies/Ethics_Policy_2021.pdf sets out the broad ethical framework of the School including amongst other things the staff and student code of conduct, safeguarding, research ethics, and gift acceptance. A broad summary of the work of the Research Ethics Committee is included in the annual research report to the Board.</p> <p>The Guildhall School Trust is completely separate to the Board of Governors but as the School is in receipt of significant funding from this source, the Board is cognisant of the Trust's ethical policy which is aligned to the School's.</p>			

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
<p>3.4 If an individual member of the governing body has a view that is not consistent with the collective view of the governing body, they should abide by the principle of collective decision making and avoid putting specific interests or personal views before those of the institution. Individually they must not make any agreement for which they do not have authority. Breaches must be taken very seriously and be dealt with in accordance with the institution's governing documents, which should include a Code of Conduct.</p>	YES	<p>Due to the unusual governance structure of the School, some members of the Board, the Common Council Members, sit on the Board as elected representatives to a higher body within the City of London governance structure and have other duties and responsibilities. it is possible but infrequent for areas of tension to arise for these members of the Board and these are conflicts to be recognised, understood and managed. At the macro level the strategic objectives of the School and the City of London, which owns it, are aligned.</p> <p>The majority of the Board are non-executive and as such have no authority to make any agreement on behalf of the School.</p> <p>The City of London has a Standards Committee whose main responsibility is to promote high standards of conduct by its Members and Members co-opted on to City of London Committees. It monitors the operation of the City of London's Code of Conduct for Members and any complaints of breaches.</p>			
<p>3.5 Promoting trust in institutional governing bodies requires assurances that there is effective communication with relevant stakeholders, including the reporting of significant changes in circumstances. Governing bodies will need to consider how they engage stakeholders in decision making and how they publish information and report performance to stakeholders.</p>	Yes	<p>The Board receives assurances through the regular flow of information in the Principal's reports and Academic Board and Research annual reports, with specific reference to funding bodies such as OfS and Research England, and also to the professions for which the School is training its students. The student interest is monitored also in these reports and via NSS and WSS survey results, and through SU representation on the Board itself. Any material change in the student experience, such as programme closure, must come to the full board.</p>			
<p>3.6 The governing body must take practical steps to ensure that the Students' Union or association operates in a fair, democratic, accountable and financially sustainable manner.</p>	YES	<p>The Students' Union of the Guildhall School is an unincorporated association and does not have charitable status. Its constitution is reviewed periodically by the Board of Governors (last reviewed and amended November 2020) and the schedules attached to the constitution set out the mechanisms for its organisation ensuring that it operates in a democratic, accountable and sustainable manner.</p> <p>The SU finances are considered annually by School officers (Finance & Dean of Students) - out-turn and budget forecast - to set the grant from the School for the following year. The SU President meets regularly with the Principal.</p>			

Requirements	Comply Yes / No / In Part	Evidence	Further Action Needed	By Whom	By When
<p>3.7 The governing body requires assurance that there is a transparent, effective and published process for making and handling a complaint or raising a concern, and that any internal or external complaints or concerns are handled impartially, constructively and, in the case of student complaints, in accordance with any requirements of the Office of the Independent Adjudicator for Higher Education (or equivalent for the devolved nations). The governing body should also ensure there is an effective process in place for investigating disclosures under whistleblowing legislation.</p>	YES	<p>Staff complaints are considered under the City's grievance procedures and the City has an overarching whistleblowing policy which encompasses the staff of the School. Student complaints and concerns, including academic appeals, disciplinary and other appeals against process, and formal complaints are covered in the Section B of the <i>Academic regulatory framework</i> available at https://www.gsmd.ac.uk/policies. The School subscribes to the Office of the Independent Adjudicator for the consideration of student complaints after completion of internal procedures. There is an historical complaints procedure (also available at https://www.gsmd.ac.uk/policies). To assist students and staff in locating the correct mechanism for raising a concern, formal or informal, there is a dedicated page on MyGuildhall.</p>			
<p>3.8 If a governing body decides it is appropriate to remunerate governing body members and this is permitted in its constitution, it must ensure that payments are commensurate with the duties carried out, are reported in the audited financial statements, are consistent with charity and employment law, and reflect the institution's values and ethos.</p>	YES	<p>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.</p>			

Element 4 Inclusion and Diversity

The governing body promotes a positive culture which supports ethical behaviour, equality, inclusivity and diversity across the institution, including in the governing body's own operation and composition. Diversity in this context does not just mean protected characteristics – it includes a diversity of voice, attitude and experience. It is a means of ensuring that under-representation and differences in outcomes are challenged and, where practicable, followed by a course of corrective action that ensures fair outcomes for all.

Requirements	Comply Yes / No / In Part	Evidence	Further Action Needed	By Whom	By When
4.1 HEIs are required by law to comply with equality and diversity legislation, and governing bodies are legally responsible for ensuring the institution's compliance. Legislation in this area does not distinguish between domestic and international students and staff.	YES	The School abides by equality and diversity legislation and there are internal procedures in place for when staff or students do not abide by the law or do not meet School expectations in the area of equality and inclusivity.			
4.2 The governing body must ensure that there are arrangements in place to: a) eliminate unlawful discrimination, harassment and victimisation;	YES	There are various mechanisms: - micro-aggressions portal for staff and students - information provided gives a sense of the culture of the School For staff: - formal and informal complaints process (see How to raise a concern on My Guildhall) For students: - formal and informal complaints process (see How to raise a concern on My Guildhall) - Report and support page on my Guildhall (particularly aimed at sexual harassment) - Pilot consent training across the three student directorates (music online module also available to staff) - Policy on harassment, Bullying and Sexual Misconduct (see https://www.gsmd.ac.uk/policies)	Formal report on the delivery EDI objectives including training of staff, students and governors, and relevant casework	Principal/VP Innovation	Sept 2022 for preceding year
b) advance equality of opportunity between people who share and those who do not share a protected characteristic;	In part	Co-opted Board member recruited with extensive EDI experience (Autumn 2021) EDI Committee established 2020/21 to advance equality, role to be reviewed and refined EDI Officer to be recruited (level of role to be determined) There are local departmental action plans but whole School "Equality scheme and action plan" is now out of date and its revision is awaiting on the above.	Appointment of role holder Revised Equality Action Plan. Identified cycle of reporting both annually and at each meeting in Principal's reports	Principal, VP Innovation	2021/22
c) foster good relations between people who share and those who do not share a protected characteristic; and					
d) promote an inclusive culture.					

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
<p>4.3 Governing bodies need to review and report on the institution's approach to equality, inclusivity and diversity. As a minimum, they must receive an annual equality monitoring report setting out work done by the institution during the year, identifying the achievement of agreed objectives and summarising the data on equality, inclusivity and diversity that they are required to produce and publish. The report needs to consider any significant differential educational outcomes by protected groups. For most institutions, an Equality Impact Assessment and proposals for widening participation in, and increasing access to, HE will be included in report.</p>	<p>In part</p>	<p>Annual monitoring in respect of student access to HE including performance against targets is provided in February each year to the Board as part of Access & Participation Plan monitoring.</p> <p>A snapshot of the student body by protected characteristics is provided to the Board each February (after 1 Dec HESES census). Equality monitoring in respect of admissions and assessment and student protected characteristics (where numbers sufficient for statistical analysis) is seen by the Academic Board and reported in the Academic Board annual report.</p> <p>Establishment staff data has also been considered by the Remuneration & Nominations Committee but data is not available for hourly paid academic staff in the same way.</p>	<p>(i) Regular Consolidated EDI reporting to the Board needs to be established (ii) more detailed staff data</p>	<p>(i) Principal/VP Innovation/EDI Officer role (ii) Head of HR with corporate HR</p>	<p>(i) by end of 2021/22 (ii) tba</p>
<p>4.4 The governing body must routinely reflect on its own composition and consider ways it can encourage diversity in all its forms, thus leading by example. This includes consideration of the impact of decisions on equality, diversity and inclusion.</p>	<p>In part</p>	<p>The SU President and staff members are elected by and from their constituent bodies, and the Principal is appointed through the City of London which has an equal opportunities policy. The Remuneration & Nominations Committee considers nominations in respect of the six co-opted members with an open recruitment process and vacancies advertised across a wide variety of platforms. A co-opted member was recently recruited with specialist skills in equality, diversity & inclusion.</p> <p><i>"Common Council members are elected members of the local authority. Whilst there can be no official statement promoting or encouraging diversity in those standing for election which might be perceived to interfere with the electoral/democratic process, when encouraging members of local networks/groups to attend meetings to find out more about standing for election to the Court, the City acknowledges its wish to increase the number of Councillors from a range of backgrounds and different experiences to enrich the City's knowledge and expertise and better reflect the communities it serves."</i> [This was original text provided by Town Clerk's Office who has been asked to review and provide update if appropriate.]</p>	<p>Whilst the School will still be provided for by the City of London, the Livvane & TOM reviews will explore the future governance arrangements for the School including the composition of the board and the role of the Remuneration & Nominations Committee</p>	<p>G&E, BoG</p>	<p>Board to advise</p>

Element 5 Effectiveness

The governing body ensures that governance structures and processes are robust, effective and agile by scrutinising and evaluating governance performance against this Code (and other Codes where an institution constitutional form requires it) and recognised standards of good practice.

Requirements	Comply Yes / No / In Part	Evidence	Further Action Needed	By Whom	By When
5.1 The Secretary (or Clerk) is responsible to the governing body for the provision of operational and legal advice in relation to compliance with governing instruments, including standing orders. They are also responsible for ensuring information provided to the governing body is timely, appropriate and enables informed decision making. The Secretary has a duty to keep governing body members briefed in respect of all relevant developments in governance and accountability. All members of the governing body should have independent access to the advice and services of the Secretary, who must ensure that governing body members are fully aware of the appropriate rules, regulations and procedures. The Secretary should be senior enough to ensure the governing body and the Executive acts in a way which is compliant with the institution's regulations and is independent enough to provide challenge when this is not the case. Arrangements for the appointment or removal of the Secretary may be defined by governing instruments; where they are not, it must be a decision for the governing body as a whole.	In part	<p>The Town Clerk is the Clerk to Board; this is set out in the Instrument and Articles of Government. In practice, standard committee support is provided by the Committee and Members Team within the Town Clerk's Department. The Team also offers advice on City of London standing orders, processes and related legal matters. As the Town Clerk is a role within the local authority, the governing body does not have any decision or advisory role in the appointment to this role.</p> <p>Advice on HE operational and regulatory matters is provided to the Board by officers working within the School with particular responsibility currently residing with the Secretary & Dean of Students.</p> <p>Every member of the board has unfettered access to Town Clerk's Office and Secretary & Dean of Students.</p>	Move of HE Secretary function from Dean of Students to new Chief Operating Officer role.	Principal	
5.2 The governing body needs the appropriate balance of skills, experience, diverse backgrounds, independence and knowledge to make informed decisions. Some constitutional documents specify governing bodies must include staff and student members.	In part	<p>The Remuneration & Nominations Committee currently has no involvement in the appointment of Common Council members to the Board.</p> <p>There are two elected staff members and one student member on the Board.</p> <p>The Board has established a Remuneration & Nominations Committee to consider nominations for co-opted members and the balance of skills, knowledge and experience required by the Board.</p> <p>A survey of the skills and experience of all Board members was conducted in 2018 but a more granular follow-up is still awaited.</p>	<p>(i) Lisvane & TOM reviews will explore the future governance arrangements for the School including the composition of the board and the role of the Remuneration & Nominations Committee</p> <p>(ii) A further skills survey to be undertaken taking into account the detailed feedback fo the G&E Committee</p>	<p>(i)G&E, BoG</p> <p>(ii) Town Clerk's Office</p>	during 2021/22
5.3 The size and composition of the governing body needs to reflect the nature, scale and complexity of the institution and governing bodies need enough time and resources to function efficiently and effectively. There is a need for a shared understanding of the division between independent non-executive governors and executive governors. The governing body will also need to consider having a committee sub-structure which supports its effective operation, with specific consideration being given to Audit, Finance and Nominations committees.	YES	<p>Structure: Board Committees: Audit & Risk Management, Finance & Resources, Remuneration & Nominations, Governance & Effectiveness</p> <p>Details at https://democracy.cityoflondon.gov.uk/mgListCommittees.aspx?bcr=1</p> <p>Plus Academic Assurance Working Group</p>			

Requirements	Comply Yes/ No / In Part	Evidence	Further Action Needed	By Whom	By When
5.4 An effective governing body has a culture where all members can question intelligently, debate constructively, challenge rigorously, decide dispassionately and be sensitive to the views of others both inside and outside governing body meetings.	In part	There is nothing in the structure of the Board or the format and conduct of the meetings themselves to prevent constructive debate and rigorous challenge. It is recognised that there are problems with levels of engagement at meetings. This might be addressed at a Board Away Day and a specialist facilitator might help that discussion.	(i) Board Away Day (ii) Outcome of Lisvane may alter the size and shape of the Board which might impact on how members engage	Principal	Summer 2022
5.5 An effective governing body ensures the Board culture reflects the articulated values and culture of the institution. It also receives assurance that the prevalent behaviours in the institution are consistent with its articulated values.	In Part	Assurances are given through the Principal's reports to each meeting, where challenges in this area would be noted. More informally, assurances are received through the Board's engagement with the Students' Union representative on the Board. Further reporting needs to be developed.	(i) Formal yearly report on relevant case work. (ii) Further discussion at Away Day	(i) Head of HR/Dean of Students (ii) Principal	(i) Sept 2022 for preceding year (ii) Summer 2022
5.6 The governing body needs to focus on strategic risks and emerging opportunities for the institution and have enough flexibility to respond to these quickly and effectively.	YES	The City of London has a comprehensive risk register which incorporates the risks associated with the School. The School's risks are reviewed and monitored by the Audit & Risk Management Committee on behalf of the Board, however the Board receives a report at least annually on the School's risks. Recently the Audit & Risk Committee has worked with officers to develop a more accessible summary version of the risk assessments, which includes strategy for mitigating the risk, and this has enhanced discussions.			
5.7 The governing body needs a suitable arrangement for the continuation of business in the absence of the Chair. Arrangements for a Deputy Chair may be codified within the institution's governing instruments; if not, the Nominations Committee or equivalent can advise the governing body.	YES	The appointment of the Chairman and Deputy Chairman is codified in the <i>Instrument & Articles of Government</i> and both roles must be drawn from the Common Council membership of the Board.			
5.8 The governing body also needs to consider the benefits of appointing a Senior Independent Governor (SIG) or equivalent role and explain the rationale for decisions made in this regard. Their role is seen in other sectors as an important aid to good governance; to help advise the Chair, to be an intermediary for other Board members and to help facilitate an annual appraisal of the Chair. The role of the SIG is different to the Deputy Chair, who should be part of the leadership of the Board and deputise for the Chair as well as take on specific duties which are assigned to them. The SIG should be a voice and a sounding board for other governors to sense-check the effectiveness of the governance arrangements, and to formally lead the appraisal of the Chair (and the Deputy Chair).	NO	The School does not have a Senior Independent Governor (SIG) or equivalent role and there is currently no annual appraisal of the Chair or Deputy Chair.	Lisvane & TOM reviews will explore the future governance arrangements for the School including the composition of the board. Governance & Effectiveness has raised the role of a SIG and will further consider the role of the SIG at its next meeting	G&E, BoG	During 2021/22

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
5.9 The governing body needs a formal process to ensure that its members are fit and proper persons. The governing body also needs the power and process to remove any of its members from office, and must do so if a member breaches the terms of their appointment.	YES	All members of the Board are required to self-certify that they are a "fit and proper person" as defined by the OFS. The City of London has a Standards Committee whose main responsibility is to promote high standards of conduct by its Members and Members co-opted on to City of London Committees. It monitors the operation of the City of London's Code of Conduct for Members and any complaints of breaches.			
5.10 A Nominations Committee (or equivalent) is an effective way to advise a governing body on the appointment of new members, and must be established. The Nominations Committee can provide advice to the governing body on terms of office, the perceived skills balance required on the governing body, succession planning and skills refreshment. Normally, final decisions on appointment are taken by the governing body.	In part	The Board has established a Remuneration & Nominations Committee to consider nominations (for recommendation to the full Board for co-opted members) and the balance of skills, knowledge and experience required by the Board but has no involvement in the appointment of Common Council members to the Board who are drawn from the elected representatives within the City of London.	Lisvane & TOM reviews will explore the future governance arrangements for the School including the composition of the board and the role of the Remuneration & Nominations Committee	G&E, BoG	Board to advise
5.11 In making decisions about terms of office, the governing body needs to ensure there is a planned and progressive refreshing of membership – this includes evaluating the performance of governing body members. The terms of office for governing body members should not be more than nine years (either two terms of four years or three terms of three years) unless there is exceptional justification. This is in line with other Codes and recommended practice.	YES	All Board members are limited to three terms of three years with the exception of the Principal whose membership is ex-officio. This is set out in the <i>Instrument & Articles of Government</i> .			
5.12 Governing body members need induction, updates and development which supports understanding of their role and changes in their operating environment.	In part	The Clerk to the Board provides an induction to the City of London and its committees, and a handbook of information including relevant documentation about the School. The Principal meets with all new Board members to ensure an induction of Higher Education understanding. The annual away day provides an opportunity for members to look at matters in more detail.	(i) HE Glossary of acronyms, and HE policy and regulatory frameworks	(i) Dean of Students	Mar-22
5.13 HEIs must conduct a regular, full and robust review of governance effectiveness with some degree of independent input. This will provide assurance to internal and external stakeholders and allow a mechanism to focus on improvement and chart progress towards achieving any outstanding actions arising from the last effectiveness review. It is recommended this review takes place every three years.	In part	The Board reviews its effectiveness via the work of the Governance and Effectiveness Committee which is chaired by a co-opted member of the Board. Additionally, an extensive and thorough review of the City of London governance arrangements was conducted by Lord Lisvane in 2020; the findings and recommendations of that review are currently being considered within the City of London, through the City's Resource Allocation Sub (Policy and Resources) Committee and elsewhere, and which will inform future discussions for the Governance & Effectiveness Committee.	Creation of New COO role	Principal	2021/22

Element 6 Engagement

Governing bodies understand the various stakeholders (especially staff and students) of the institution globally, nationally and locally, and are assured that appropriate and meaningful engagement takes place to allow stakeholder views to be considered and reflected in relevant decision-making processes.

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
<p>6.1 The governing body needs to ensure the activities of the institution are in the interests of students (current and future) and other stakeholders. Donations, partnerships and similar activities must not inappropriately influence the institution's independence, mission or academic integrity. Governance processes and structures should be clearly visible to staff and students (current and future), who should have opportunities to engage with the governance of the institution, should they choose.</p>	<p>YES</p>	<p>The School's Ethics Policy at: https://www.gsmd.ac.uk/fileadmin/user_upload/Registry/2021-22/Policies/Ethics_Policy_2021.pdf sets out the broad ethical framework of the School including amongst other things the staff and student code of conduct, safeguarding, research ethics, and gift acceptance.</p> <p>The Board's affairs are conducted in an open and transparent manner. The public agenda, minutes and papers of the Board of Governors are published by the City of London at: http://democracy.cityoflondon.gov.uk/mgCommitteeDetails.aspx?ID=387 Details of the Common Council members of the Board of Governors and their declarations of interest are also published on this website. Declarations of interest of other members of the Board are published separately at: http://democracy.cityoflondon.gov.uk/ecCatDisplay.aspx?sch=doc&cat=13618 The Board and its committees all have public sections of the agenda and these parts of the meetings are open to observation either in person or online depending on the meeting.</p>			
<p>6.2 The governing body needs assurance of regular, effective two-way communication with students, staff and other stakeholders, and must be advised of any major issues arising.</p>	<p>YES</p>	<p>The Principal's reports provide assurance of regular, effective two-way communication with students, staff and other stakeholders, and will advise of any major issues arising.</p>			
<p>6.3 The governing body must promote and ensure the social, cultural, economic and environmental impact of the institution, and ensure that institutional success and achievements are reported to stakeholders. The governing body must also ensure that relevant stakeholders are advised of any material changes, adverse or other, in policy or circumstance.</p>	<p>YES</p>	<p>Students' consumer and academic interests are considered at all stages of the student life cycle from admissions to graduation - and there are key documents that advise students of material changes - eg Offer Handbook, Student Handbook, Programme and module specifications (GOLD copy), departmental handbooks. The Governing Body is provided with a summary of complaints and appeals by students annually.</p> <p>Material changes to the institutions, eg retiring Principal, new Chair of Board, are reported to the Office for Student.</p>			

Requirements	Comply Yes/ No/ In Part	Evidence	Further Action Needed	By Whom	By When
6.4 Governing bodies need to promote a collegiate, collaborative and cooperative approach to liaison with students, staff and other stakeholders and ensure that interactions are guided by the values, ethics and culture of the institution.	YES	<p>The School makes efforts to engage with students at every level of governance. A Students' Union representative (usually the President of the SU) is a full member of the Board. Student representatives are present at many committees and working groups within the School (excluding management committees and student assessment). There is a regular Staff/Student Liaison Committee (twice a term, chaired by the Principal) giving student representatives direct access to senior members of staff across all directorates. Students are surveyed via the NSS and Whole School Survey and the Board of Governors receives the results and requires updates on action to address areas of concern. There are regular all-staff meetings at which staff have the opportunity to ask questions of senior officers and key concerns of staff are raised with the Board. There are two staff representatives on the Board of Governors.</p> <p>The Principal and other officers are engaged with officers at the City of London on a regular basis and the Principal talks at least weekly with the Chair of the Board.</p> <p>There are common meetings with key partners such as Barbican and LSO, and the Board has, in the past, had a joint away day with the Barbican Board.</p>			
6.5 Where institutions enter into significant partnership or working arrangements with other organisations, governing bodies need to be assured of the benefits and risks of the partnership, and need to be satisfied that there are effective governance and risk management arrangements in place to support the partnership.	Yes	<p>The Principal's reports provide assurance of regular, effective two-way communication with students, staff and other stakeholders, and will advise of any major issues arising.</p>			
6.6 Governing bodies should ensure the institution is accessible and relevant to its local communities, and should be open to, and engage with, their local communities in identifying their role in delivering public/community benefit and economic, civic duties, cultural and social growth.	YES	<p>The School's strategy recognises the School's civic commitments, and commitment to social impact both through direct activity and research.</p> <p>The School is the biggest provider in the country of music education to under eighteens with a number of regional centres. It is engaged in significant outreach and community work through the short course programme, departmental activities and through its targeted Access & Participation work.</p> <p>The work of the School is open to the local public with numerous performances both ticketed and unticketed.</p> <p>The work of the Board is open to the public with all meetings of the Board and committees having public sections with relevant papers available online.</p>			