

Committees: Barbican Centre Board	Date: 18 May 2022
Subject: Appointment of Sub-Committees 2021/22	Public
Which outcomes in the City Corporation's Corporate Plan does this proposal aim to impact directly?	N/A
Does this proposal require extra revenue and/or capital spending?	N
If so, how much?	N/A
What is the source of Funding?	N/A
Has this Funding Source been agreed with the Chamberlain's Department?	N/A
Report of: Town Clerk	For Decision
Report author: Ben Dunleavy, Town Clerk's Department	

Summary

The purpose of this report is to consider the appointment of the Barbican Centre Board's Sub-Committees and to approve their compositions and Terms of Reference.

The Board is responsible for appointing representatives on to the following Sub-Committees:-

- Finance and Risk Committee of the Barbican Centre Board
- Nominations, Effectiveness & Inclusion Committee of the Barbican Centre Board

A revision to the Terms of Reference of the current Nominations, Effectiveness & Inclusion Committee is being proposed to give that Committee oversight of the Arts Council England Funding agreement with the Barbican Centre. If the recommendations of the ACE Arrangements report (Item x of this agenda) are approved, the Terms of Reference and composition as outlined below will be amended slightly. If the recommendations are not approved, the original Terms of Reference and Composition of the Sub Committees will stand (paras 9 - 12).

Recommendations:

Members are asked to:

- Approve the Terms of Reference of the Board's Sub-Committees;
- Approve the Composition of the Board's Sub-Committees;
- Appoint the Membership to the Sub-Committees for the year ensuing.

Main Report

Background

1. Each year, the Board is asked to consider the appointment of its Sub-Committees, approve their compositions and their Terms of Reference. Accordingly, this report sets out the details of each of those Sub-Committees below.

Current Finance and Risk Committee of the Barbican Centre Board

2. In July 2020, the Finance and Risk Committees were merged to form the Finance and Risk Committee due to the overlap in topics and issues at meetings and an almost identical membership. This merger was also considered to be in line with the City Corporation's move to reduce the high number of Committees.
3. The Committees terms of reference were changed in May 2021 to reinforce its delegated powers to act on the Board's behalf.
4. The current Finance and Risk Committee terms of reference are as follows:-
 - To review all financial matters with delegated power to act;
 - To consider the business plan and budget prior to submission to the Board;
 - To review all capital cap and premises matters with delegated power to act;
 - To review any matters that may affect the finances of the Barbican Centre, reporting to the Board if the annual revenue is expected to vary by +/- 10% or the annual funding requirement from the Corporation is expected to vary by +/- £1 million
 - To consider corrective measures proposed by Barbican Centre management to address material budget variances;
 - To review risk management and consider periodic assessment of the adequacy of internal controls and financial best practices; and
 - To review the Barbican Centre's Risk Register every six months, and make recommendations to the Barbican Board.
5. The membership of the Finance and Risk Committee for 2021/22 was:

Tijs Broeke (Chair)	Anne Fairweather
Deputy Tom Sleigh (Deputy Chair)	Robert Glick
Randall Anderson	Deputy Wendy Hyde
Russ Carr	Alderman David Graves

6. The composition of the Finance and Risk Committee is as follows:-

Chairman of the Board

Deputy Chairman of the Board

City of London Finance Committee Representative

The Chairman plus one additional representative of the Barbican Centre Trust

Up to four other Board Members*

**There is a requirement for City of London Members (including the three ex-officio positions above) to have a majority on the Sub-Committee.*

7. The quorum is any three Committee Members.
8. Board Members are invited to express their interest in serving on the Finance and Risk Committee of the Barbican Centre Board, which has **four** vacancies.

Current Nominations, Effectiveness & Inclusion Committee of the Barbican Centre Board

9. The Nominations, Effectiveness & Inclusion (NEI) Committee terms of reference are as follows:-
 - To make recommendations to the Board on the appointment of all external Members to the Board;
 - To undertake Skills Audits of the Board periodically, to inform the appointment of external Members to the Board and Board effectiveness; and
 - To consider the most appropriate way to recruit external Members to the Board, including the placing of advertisements or the use of personal contacts.
10. The Committee has advisory powers only and will make recommendations to the Board.
11. The membership of the NEI Committee for 2020/2021 was:

Deputy Tom Sleigh (Chair)	Zulum Elumogo
Stephen Bediako (Deputy Chair)	Mark Page
Randall Anderson	Jens Riegelsberger
Tijs Broeke	Jane Roscoe

12. The composition of the NEI Committee is currently as follows:-

Chairman of the Board
Deputy Chairman of the Board
Up to four other Board Members*

**At least one external Member must sit on this Committee and City of London Members must be in the majority.*

Revised Terms of Reference and Composition for the Nominations, Effectiveness & Inclusion Committee of the Barbican Centre Board

13. Members will note that the report at item [x] on the agenda proposes a change to the NEI Committee terms of reference and its composition, in line with recommendations from Arts Council England. If that proposal is agreed by Members, the terms of reference and composition for the NEI Committee will be subsequently amended. If the proposal is not agreed, there will be no change from the terms of reference and composition presented here.

Ben Dunleavy

Governance Officer, Town Clerk's Department
E: ben.dunleavy@cityoflondon.gov.uk