

BRIDGE HOUSE ESTATES BOARD
Wednesday, 27 April 2022

Minutes of the meeting of the Bridge House Estates Board held at Committee Rooms, Guildhall and via Microsoft Teams on Wednesday, 27 April 2022 at 11.00 am

Present

Members:

Deputy Dr Giles Shilson (Chair)
Paul Martinelli (Deputy Chair)
Deputy Henry Colthurst
Alderman Professor Emma Edhem
Alderman & Sheriff Alison Gowman
Judith Pleasance
Deputy Henry Pollard
Deputy Nighat Qureishi

Officers:

David Farnsworth	- Managing Director of Bridge House Estates (BHE)
Simon Latham	- BHE
Karen Atkinson	- BHE & Charities Finance Director (representing the Chamberlain)
Amelia Ehren	- BHE
Anne Pietsch	- Comptroller and City Solicitor's Dept.
Nicholas Gill	- City Surveyor's Department
Paul Monaghan	- Environment Department
Ian Hughes	- Environment Department
Ola Obadara	- City Surveyor's Department
Chris Earlie	- BHE
Geraldine Page	- BHE
Tim Wilson	- BHE
Andrew Cross	- City Surveyor's Department
Tim Fletcher	- Town Clerk's Department
Joseph Anstee	- Town Clerk's Department

At the beginning of the meeting, Alderman & Sheriff Alison Gowman (as the senior Member present) took the chair until the election of a Chair of the Board.

1. APOLOGIES

Apologies for absence were received from Deputy Simon Duckworth (Chief Commoner) and Deputy James Thomson.

2. MEMBERS' DECLARATION 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 on 21 April 2022, appointing the Board and approving its terms of reference.

4. **ELECTION OF CHAIR**

The Board proceeded to elect a Chair in accordance with Standing Order No.29. Expressions of interest were sought and Deputy Dr Giles Shilson, being the only Member indicating their willingness to serve, was duly elected Chair of the BHE Board for the ensuing year.

The Chair thanked Members and officers for their support and for the positive work of the Board during its first year.

5. **ELECTION OF DEPUTY CHAIR**

The Board proceeded to elect a Chair in accordance with Standing Order No.30. Expressions of interest were sought and Paul Martinelli, being the only Member indicating their willingness to serve, was duly elected Deputy Chair of the BHE Board for the ensuing year. The Deputy Chair thanked Members for their support.

6. **VOTE OF THANKS TO FORMER BOARD MEMBERS**

RESOLVED UNANIMOUSLY - That the Members of the Bridge House Estates Board express their sincere thanks to previous members of the Board, Jamie Ingham Clark, John Petrie and Jeremy Mayhew, for their knowledge and warm-hearted manner in which they participated in the BHE Board for the past year.

As Members of the BHE Board in its inaugural year, Jamie, John and Jeremy each volunteered their time and brought their considerable experience and skills to support the charity in its exciting transformation journey to enhance the charity's governance arrangements.

They each helped to steer the Board, ensuring it's clear strategic focus, despite the continued challenges and pressures on the charity. Each showed a sincere commitment to representing the Board with energy and professionalism.

We warmly thank our former Members for their contribution to the Board. It is the hope of the Board that they will all stay in touch and continue to be ambassadors for the charity in the years to come.

The Chair then welcomed new Members of the Board, Simon Duckworth (Chief Commoner), Deputy Nighat Qureishi and Deputy James Thomson and congratulated them on their election.

7. **APPOINTMENT OF COMMITTEES**

a) **Grants Committee of the Bridge House Estates Board**

The Board considered a report of the Managing Director of BHE regarding the appointment of the Grants Committee of the BHE Board. The Chair introduced the item and first sought to appoint a Member of the Board to the vacant

position on the Grants Committee. Expressions of interest were sought, and Deputy Nighat Qureishi, being the only Member indicating their willingness to serve, was duly appointed to the Grants Committee of the BHE Board.

The Chair then noted that four-year terms had previously agreed for Members of the Grants Committee, and given that it was not usual practice, proposed that the Board revert to the practice of appointing the membership of the Committee on an annual basis. Members discussed this and resolved instead to agree the proposals presented, retaining the four-year terms, but keep this element of the Grants Committee's Terms of Reference under review with officers being asked to consider this further and report back ahead of next year's decisions to appoint the Board's Committees.

RESOLVED – That the Bridge House Estates Board, in the discharge of functions for the City Corporation as Trustee of Bridge House Estates (charity no. 1035628) and solely in the charity's best interests:

1. Appoint the Grants Committee for the ensuing year, including the reappointment of Alderman & Sheriff Alison Gowman, Paul Martinelli and Judith Pleasance, and approve the Terms of Reference for the Grants Committee in the form appended;
2. Appoint Deputy Nighat Qureishi to the Grants Committee for the balance of the 4-year term of the current vacant position (for three years, expiring April 2025), and note that in April 2022 the Court of Common Council approved the extension of the two current co-opted Members of the Grants Committee by 12 and 18 months respectively; and,
3. Delegate to the Grants Committee the appointment of the Chair and Deputy Chair positions for 2022/23.

b) Bridge Management Committee of the Bridge House Estates Board

The Board considered a report of the Managing Director of BHE regarding the potential establishment of a Bridge Management Committee of the BHE Board. The Chair introduced the item, noting that Board's previous discussions on the matter, and advised that on balance he felt bridge management continued to be better served at Board level for the time being.

Members discussed the proposal and agreed that the matter should be reviewed ahead of next year, noting that the workload in respect of bridges had not been extensive so far and that delegations to officers could be considered for matters where the Board did not have sufficient expertise. A Member suggested that the Board could consider appointing a Co-opted Member with expertise in this area to the Board in lieu of establishing a Committee, which would also diversify the Board's skills set.

The Chair thanked Members for their comments and proposed that bridge management functions be retained at Board level, pending further review ahead of next year, adding that a Working Group could be established for a

specific purpose should an ad hoc matter arise during the year, and external expertise co-opted as required alongside internal officer expertise.

RESOLVED – That the discharge of functions pertaining to bridge management be retained at Board level for the ensuing year, pending further review next year in advance of decisions to establish the Board’s Committees.

8. **BHE INVESTMENTS WORKING GROUP**

The Board considered a report of the Managing Director of BHE setting out a proposal to establish a BHE Investments Working Group (“Working Group”), comprising of Members of the BHE Board and officers, to make recommendations to the Board on investment matters such as: considering the future management of the charity’s investment portfolio following the anticipated grant of the Supplemental Royal Charter by updating the charity’s Investment Strategy Statement and discussing matters such as return requirements, risk appetite, asset allocation, and regulatory requirements; and also to consider the governance arrangements for the Board in managing the charity’s investments.

The Chair introduced the item and advised that the proposed Working Group could think through the relevant issues in respect of investments before making recommendations to the Board for implementation. Members commented that this was an important idea and would benefit the Board longer-term, and that the Board had relevant experience which would assist this process. The Deputy Chair added that the matter of social investments would need to be considered, adding that he felt oversight would be better served by the Grants Committee.

The Chair sought expressions of interest in serving on the Investments Working Group, and there being three expressions of interest, the Board agreed that Deputy Henry Colthurst, Alderman & Sheriff Alison Gowman and Deputy Henry Pollard should be appointed.

RESOLVED – That the BHE Board:

- i) Agree to establish a BHE Investments Working Group, comprised of Deputy Henry Colthurst, Alderman & Sheriff Alison Gowman, Deputy Henry Pollard and officers, and
- ii) Authorise officers to prepare draft Terms of Reference for the Working Group.

9. **BHE ANNUAL REFERENCES TO OTHER COURT COMMITTEES**

The Board considered a report of the Managing Director of BHE regarding the Board’s previous standing references to other Court of Common Council Committees to support the transition to the new BHE committee arrangements with the establishment of the new BHE Board. The Chair introduced the item and drew the Board’s attention to the references set out, which had been in place during the previous year. The Chair noted that the Board could agree to refer a matter to another Committee at any time it considered appropriate, and that standing references may no longer be required. The Chair suggested that

the Board not make standing references to other Court of Common Council Committees for the ensuing year, but instead note that the Board could refer a matter to another Committee at any point if and where needed, and this revised approach was agreed.

RESOLVED – That the BHE Board agree not to make standing references to other Committees of the Court of Common Council for the 2022/23 civic year.

10. **MINUTES***

RESOLVED – That the minutes of the meeting held on 16 February 2022 be agreed as a correct record.

Matters Arising

The Board was advised that the Privy Council's further consideration of the proposed Supplemental Royal Charter for the charity was expected within the next few weeks.

11. **OUTSTANDING ACTIONS***

The Board received a list of outstanding actions for April 2022 and noted the updates provided.

RESOLVED – That the list of outstanding actions be noted.

12. **MANAGING DIRECTOR'S UPDATE REPORT**

The Board considered a report of the Managing Director of BHE providing an update on key areas of activity across the whole charity since the Board last met in February 2022 and outlining upcoming activities for the Board to note. The Managing Director of BHE introduced the report, welcoming new Members to the Board, before advising the BHE Leadership Team was now established (although noted that the Chief Funding Director has yet to be recruited).

Communications Updates

The Managing Director of BHE advised that branding work was mostly complete, with more complicated work on the primary object ongoing, and further work to be done on the charity's Vision and Mission.

Tower Bridge

In response to a question from a Member regarding the recent Extinction Rebellion demonstrations, the Director of Tower Bridge set out the standing security arrangements at Tower Bridge and advised that the recent protest had been well-organised and was quickly implemented. However, the disruption had been caught early and bridge closed quickly before staff worked with the City of London Police to clear the protest. The Chair commented that the provision of security at Tower Bridge was impressive and that he felt the incident had been handled very well, adding that it would be unrealistic to expect every possible incident to be prevented given Tower Bridge would always be a target for such incidents.

Millennium Bridge

The Executive Director of Environment advised that the Millennium Bridge was due to be repainted in the next eight years, with the need for tensioning and work on the decking system being monitored. Some remedial works had also been undertaken on the bridge in recent years. The Executive Director of Environment added that maintenance of the bridge required it to be closed, which was a challenge.

Member Training

In response to a question from a Member, the Managing Director of BHE advised that a training session for new Members would be scheduled during May, and that the recordings of previous session were available to view. A training session on the City Bridge Trust application and assessment process would also be scheduled.

The Chair then thanked Members and officers for their comments and updates, before drawing the Board's attention to the recommendations, asking that information on the request for volunteers to support with a detailed review of the charity's Risk Register be circulated after the meeting.

RESOLVED – That the Bridge House Estates Board, in the discharge of functions for the City Corporation as Trustee of Bridge House Estates (charity no. 1035628) and solely in the charity's best interests:

- i) Endorse to the Court of Common Council, upon the recommendation of the Grants Committee of the BHE Board, the proposal to re-commit to the overarching vision and mission of the *Bridging Divides* funding strategy and extend the funding strategy for a further five years from 2023 to 2028 (with the Charity Commission being formally notified, subject to Court of Common Council approval); and
- ii) Note the further contents of the report.

13. **TOWER BRIDGE - REPLACEMENT OF DEFECTIVE BRIDGE DRIVING MACHINERY HYDRAULIC COMPONENTS**

The Board considered a report of the Managing Director of BHE presenting the Gateway 6 report of the project to replace defective hydraulic pipework, components and upgrade hydraulic power units associated with the bridge lifting machinery at Tower Bridge.

RESOLVED – That the BHE Board note contents of the report, lessons learned and approve closure of the project.

14. **BHE BRIDGES LIGHTING POLICY**

The Board considered a report of the Managing Director of BHE presenting a Bridge Lighting Policy to be considered and agreed in the best interests of BHE, setting out guidelines and a process to follow regarding requests to use the lighting system on the five Thames Bridges in support of third-party initiatives, anniversaries and events of national significance. The Chair

introduced the item, advising that the policy was most relevant to Tower Bridge but involved the other bridges.

Members commented that a notional limit on uses should be considered in order to preserve the exceptionality of use of the bridges, and sought further information on costs. The Executive Director of Environment added that the wording could be tweaked to give a sense of a limit on usage, and could be aligned with the management of streets. With respect to costs, the costs for events requiring minor changes were usually met by the charity as being *de minimus*, but for events on a larger scale such as the Lord Mayor's Show, reimbursement of costs were sought. A Member commented that lighting displays should be cost-neutral for the charity.

In response to a questions from the Board, the Executive Director of Environment further advised that there was an existing relationship with TfL with regards to Special Event Management, and that use of Tower Bridge was often requested by the GLA and TfL, who had an interest as the highway authority. The Board also noted that banners and structures were typically only authorised for operational reasons, such as for the London Marathon, and suggested that those seeking to put up lighting should demonstrate how they intended to minimise and mitigate against the carbon impact of the display.

The Chair thanked Members for their comments and proposed the policy be approved, accounting for the feedback provided by the Board, and this was agreed.

RESOLVED – That the BHE Board, subject to comments being incorporated, approve the BHE Bridge Lighting Policy appended.

15. **MINUTES OF THE GRANTS COMMITTEE OF THE BRIDGE HOUSE ESTATES BOARD***

RESOLVED – That the draft public minutes and non-public summary of the Grants Committee of the BHE Board meeting on 9 March be noted.

16. **BHE CONTINGENCY FUNDS UPDATE**

The Board received a report of the BHE & Charities Finance Director providing the Board with an overview of the BHE Contingency balances held for 2022/23 and providing detail of new requests being made against these balances.

RESOLVED – That the report be noted.

17. **BHE CONTINGENCY FUND REQUEST - STAFFING**

The Board considered a report of the Managing Director of BHE seeking funding of £43,000 from the BHE Central Contingency Fund for the Tower Bridge Programme Coordinator and £27,000 from the BHE Apprentices Contingency Fund for a Business Administration Apprentice.

At the suggestion of a Member, the Board agreed to implement a standing level of officer delegation for the approval of contingency fund requests, and agreed that authority should be delegated to the Managing Director of BHE in

consultation with the BHE & Charities Finance Director to approve funding requests of up to £100,000 per item going forward, noting that the use of this delegation would be reported to the Board for information on a regular basis.

RESOLVED – That the BHE Board, in the discharge of functions for the City Corporation as Trustee of Bridge House Estates (charity no. 1035628) and solely in the charity's best interests:

- i. Approve the additional funding of £43,000 from the BHE Central Contingency Fund for 1 x Tower Bridge Programme Coordinator (0.4 FTE) – funding from April 2022 until March 2023; and,
- ii. Approve the additional funding of £27,000 from the BHE Apprentices Contingency Fund for 1 x Business Administration Apprentice (1.0 FTE) – funding from July 2022 until March 2023.
- iii. Agree that authority be delegated to the Managing Director of BHE, in consultation with the BHE & Charities Finance Director, to approve funding requests from the BHE Contingency Fund of up to £100,000 per item.

18. CAPITAL FUNDING UPDATE

The Board considered a report of the Chamberlain seeking agreement to the release of BHE funding (following gateway approvals) to allow capital schemes to progress. The BHE & Charities Finance Director introduced the report and advised that a standing delegation to officers would be sought for these matters under the wider corporate Scheme of Delegations. The BHE & Charities Finance Director added that an additional £21,000 of BHE funding was sought for the End Device User Refresh project, which was agreed.

RESOLVED – That the BHE Board agree a contribution of £201,000 towards the cost of progressing the Guildhall Cooling Plant Replacement project, and a contribution of £21,000 towards the cost of progressing the End Device User Refresh project, to be met from the provision set aside from the Unrestricted Income Fund.

19. PROGRESS UPDATE - MINIMUM ENERGY EFFICIENCY STANDARDS & NET ZERO CARBON ACTION PLAN FOR INVESTMENT PROPERTY PORTFOLIO*

The Board received a report of the City Surveyor summarising the progress of a study being carried out by consultants Currie & Brown and WSP to implement tasks of the Climate Action Strategy (CAS) Investment portfolio plan, and update on related Climate Action Plan tasks. The Board noted that the study was progressing according to schedule.

RESOLVED – That the report be noted.

20. **REPORT OF DECISIONS TAKEN UNDER DELEGATED AUTHORITY OR URGENCY***

The Board received a report of the Town Clerk advising of action taken by the Town Clerk since the last meeting of the Board, in consultation with the Chair and Deputy Chair, in accordance with Standing Order Nos. 41(a) and (b). The Chair advised that consideration had been given to four CBT grants of over £500,000, one of which a senior Member was consulted on in place of the Deputy Chair, who was conflicted.

RESOLVED – That the report be noted.

21. **QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD AND ANY OTHER BUSINESS THAT THE CHAIR CONSIDERS URGENT**

The Chair advised that the Chair of the BHE Board, or their nominee, had an ex-officio place on the Digital Services Committee, and with a view to encouraging full Board participation, sought expressions of interest in serving on the Committee as the BHE Board's representative, as well as for the Members Working Group on the ERP project. Noting that Members of the Board already served on the Committee and being assured that simultaneously serving as a Committee Member and a representative of another committee did not inherently represent a conflict of interest, the Board agreed that Judith Pleasance would serve as the BHE Board representative on the Digital Services Committee and the ERP Members Working Group, reporting back to the Board on any matters of relevance to BHE.

22. **EXCLUSION OF THE PUBLIC**

RESOLVED – That with the Court of Common Council for the City Corporation as Trustee of Bridge House Estates (Charity No. 1035628) having decided to treat these meetings as though Part VA and Schedule 12A of the Local Government Act 1972 applied to them, the public be excluded from the meeting for the following items of business on the grounds that their consideration will in each case disclose exempt information of the description in paragraph 3 of Schedule 12A, being information relating to the financial and business affairs of any person (including the City Corporation as Trustee of the charity) which it would not be in the charity's best interests to disclose.

23. **NON-PUBLIC MINUTES***

RESOLVED – That the non-public minutes of the meeting held on 16 February 2022 be agreed as a correct record.

24. **NON-PUBLIC APPENDICES - MANAGING DIRECTOR'S UPDATE REPORT**

The Board received a non-public appendix to Item 12.

25. **NON-PUBLIC MINUTES OF THE GRANTS COMMITTEE OF THE BRIDGE HOUSE ESTATES BOARD***

RESOLVED – That the draft non-public minutes of the Grants Committee of the BHE Board meeting on 9 March 2022 be noted.

26. **BHE: ADELAIDE HOUSE, 1-5 ADELAIDE PLACE - NEW 153 YEAR LEASE**

The Board considered a report of the City Surveyor.

27. BHE - DELEGATED AUTHORITY REQUESTS - CITY SURVEYOR'S DEPARTMENT

The Board considered a report of the City Surveyor.

28. QUESTIONS ON MATTERS RELATING TO THE WORK OF THE BOARD AND ANY OTHER BUSINESS THAT THE CHAIR CONSIDERS URGENT AND WHICH THE BOARD AGREES SHOULD BE CONSIDERED WHILST THE PUBLIC ARE EXCLUDED

There was one item of other business.

29. CONFIDENTIAL MINUTES*

The Board considered the confidential minutes of the meeting held on 16 February 2022.

30. BHE TOM PROPOSAL - PHASE 2

The Board considered a report of the Managing Director of BHE.

The meeting ended at 12.51 pm

Chair

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