

Committee(s) Policy & Resources Committee – for information	Dated: 15/09/2022
Subject: Decisions taken under delegated authority or urgency powers.	Public
Which outcomes in the City Corporation's Corporate Plan does this proposal aim to impact directly?	See Background Report
Does this proposal require extra revenue and/or capital spending?	See Background Report
If so, how much?	See Background Report
What is the source of Funding?	See Background Report
Has this Funding Source been agreed with the Chamberlain's Department?	See Background Report
Report of: Town Clerk	For Information
Report author: Chris Rumbles, Town Clerk's Department	

Summary

This report advises Members of action taken by the Town Clerk in consultation with the Chairman and Deputy Chairman, in accordance with Standing Order Nos. 41(a) and 41(b) since the last meeting.

Recommendation

That Members note the action taken since the last meeting of the Committee.

Main Report

- Since the last meeting of the Committee, approval has been given under urgency procedures or delegated authority arrangements, pursuant to Standing Order No. 41, as follows: -

Urgent Decision: Amendment to Instrument & Articles (I&A) of Government in respect of the appointment of 2 new Co-opted Governors for the Guildhall School of Music and Drama (GSMD)

BACKGROUND:

In January 2022, the Establishment Committee and the Policy & Resources Committee approved the Guildhall School of Music and Drama's proposals for a governance restructure under the Target Operating Model (TOM) process. This included the provision of a second Deputy Chair, drawn from the Co-opted Governors of the GSMD Board, and a rebalancing of Governors from 11 Court of Common Council (CoCo) plus 6 Co-opted to 8 CoCo plus 6 Co-opted, respectively. Quoracy arrangements were also amended from 7 CoCo plus 3 Co-opted to 4 CoCo plus 3 Co-opted. *NB. Staff and ex-officio Governors are disregarded for the purpose of establishing quoracy.*

Since this was established, the Board of Governors of the GSMD has been reviewing the School's Strategic Plan and the Governance resources required to support it. Over

the last ten years, there has been a growing need for expert support from Governors to meet the ever-increasing demands on the School. These areas are in Higher Education compliance, Safeguarding and Equality, Diversity and Inclusion. The Board has recruited new Co-opted Governors to meet these challenges. These new Governors have come under increasing pressure, as the regulatory requirements imposed on the School by the Office for Students have continued to grow.

To enable the School to continue to flourish and develop, two more specialist areas have been identified, i.e. - (i) fundraising and (ii) artistic practice and industry representation, neither of which are represented within the skills sets of the current Board membership. The Board's existing Co-opted Governors represent essential areas of specialism and cannot be replaced to make room for further requirements. As this position is not likely to change in the foreseeable future, the most obvious remedy is to appoint two additional Co-opted Governors. There are no financial implications in the proposals beyond officer time in posting an advertisement and arranging interviews with candidates.

The proposal will change the balance of Court and External Members, so that there is an equal number of each and therefore the quoracy, agreed under the TOM, ie -. - a requirement of 4 Co-Co plus 3 Co-opted Governors, with the Chair retaining the casting vote.

The use of hybrid meetings should minimise the likelihood of non-attendance. The requirement set out in the I&A, to circulate agendas 6 clear days in advance of Board Meetings, will provide sufficient time for all Governors to read the reports, and submit comments in advance of meetings, if they are unable to attend

Reason for urgency:

Having determined their proposed course of action, the Board requesting Policy and Resources Committee urgent approval be sought, in order that the final approval of the full Court of Common Council can be sought at the meeting on 8 September 2022.

This would allow for recruitment to commence in September and new Governors being recommended for appointment at the November 2022 Board meeting. The Board does not meet thereafter until February 2023 and so, should Court approval be delayed until October 2022, recruitment timetables would mean that the Board was not able to benefit from new Governors until that time, adding considerable delay in bringing in the desired skills and expertise.

Approval was therefore sought and granted by the Town Clerk, in consultation with the Chairman and Deputy Chairman that: -

The Town Clerk, in consultation with the Chair and Deputy Chair of the Policy and Resources Committee agreed to: -

1. Recommend to the Court of Common Council endorsement of the appointment of two new Co-opted Governors of the Board of Governors of the Guildhall School of Music and Drama (increasing the total of permitted co-optees from 6 to 8), to allow for requisite specialisms in fundraising, artistic practice and industry representation

2. Note that fundraising is essential if the School is to meet its ambitions in launching a £50m fundraising campaign, and artistic practice and industry support in acting or music will enable the School to keep pace with a fast-changing industry; ensuring that it is fit for purpose and keeps pace with cultural and technical developments within the performing arts industry.
3. Note that the Board of Governors of the GSMD will review their quorum arrangements at their October Board Meeting, under a 'Report of Action Taken' which will then allow revised proposals to either be considered under a Delegated Authority, or at the November Board meeting, to coincide with the proposals to appoint new Governors, and subsequently report back to Policy and Resources Committee and the Court of Common Council. NB. *For the time being, the quoracy arrangements are to remain as agreed under the TOM: i.e., a requirement of 4 Co-Co plus 3 Co-opted Governors and with the Chair retaining the casting vote.*
4. Note that, if approved by the Court, the revised Instrument and Articles will be presented to the Office for Students as a reportable event.

In accordance with Standing Order 41 (a) and 41 (b), Members are asked to note the recent decisions taken by the Town Clerk in consultation with the Chairman and Deputy Chairman.

Copies of background papers concerning these decisions are available from Chris Rumbles on request.

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