

CONSERVATOIRE FOR DANCE & DRAMA

MEETING OF THE BOARD OF GOVERNORS

Wednesday, 9 October 2019
London Contemporary Dance School
16 Flaxman Terrace, London WC1H 9AT

MINUTES

Present:

James Smith (Chair)	Independent
Dr Roderick Clayton	Independent
Emily Fletcher	Independent
Janice French	Independent
Rabia Harrison	Independent
Rebecca Laschetti	Independent
Allison Morris	Independent
Lesley Payne	Independent
Julian Roskill	Independent
Jane Alexander	Nominated, LCDS
Richard Cooper	Nominated, Rambert
Prof David Halton	Nominated, BOVTS
Derek Hicks	Nominated, LCDS
David Ruebain	CEO
Matt Slater	Elected Staff

In attendance:

Amanda Britton	Principal, Rambert
Clare Connor	Principal, LCDS
Paul Rummer	Principal, BOVTS
Janet Smith	Principal, NSCD
Kate White	Principal, NCCA
Carolyn Braby	Finance Director, CSB
Vanessa Penzo	Finance Director, CDD
Emma Swift	CDD
Jill Leigh (Interim Clerk)	CDD

Apologies:

Martin Halliwell	Independent
Mindy Kilby	Independent
Heidi Hall	Principal, CBS
Brian Brodie	Nominated, NSCD
Matthew Lloyd	Nominated, NCCA
Tamas Wood	Nominated, CBS
Elyssa Sena	Student

1. Welcome, Apologies & Quorum

- 1.1 The Chair welcomed the members of the Board of Governors, Principals and others in attendance to the meeting noting that the business of the Board would take place first, followed by the awayday activity on strategic direction.
- 1.2 It was **acknowledged** that the meeting was quorate.

2. Declarations of Interest

2.1 There were no interests declared.

3. Minutes of the Previous Meeting

3.1 The minutes of the meeting of the Board of Governors held on 17 July 2019 (**BG19/49**) were **confirmed** as a fair and accurate record of the meeting.

4. Matters Arising from the Minutes

4.1 Matters arising from the minutes of the previous meeting (**BG19/50**) were **received**.

4.1.1 It was **noted** that all matters included on the action plan had been actioned or would be considered on the agenda for the November meeting.

4.1.2 **[part redacted]** The CEO was invited by the Board to provide an update on the position of the Operating and Finance Agreement (OFA) (Minute 7.1). The Board noted that, at the July meeting no final agreement had been reached on the content of the OFA but that the CEO had requested detailed comments be sent to him as soon as possible. Following receipt of the comments, an annotated version of the OFA had been circulated to the Principals with an offer to hold a round table meeting to agree the final version of the OFA. At the time of the meeting, the OFA was still under discussion, one of the schools having expressed the view that the agreement was overly complex and required significant amendment. The CEO met with representatives from the school concerned and received further feedback on the issues which concerned the school. The current position would mean a further review of the agreement by the CEO with the involvement of the legal advisors (Eversheds) if that was felt to be appropriate. The CEO reiterated to the Board that the matter needed urgent resolution.

4.1.3 There were no other matters arising.

5 RESERVED BUSINESS- Appointment of Chair

5.1 The Chair relinquished the chair to an alternate, Emily Fletcher, for consideration of the agenda item as he had rightly not been part of the process for finding a new chair. He left the room to ensure there would be no impediment to a full discussion of the proposal for the new chair.

The Board received the recommendation of the Nominations Committee with respect to the appointment of a new Chair of the Board. The Board noted that the recommended candidate, Caragh Merrick, had a range of executive and board experience including boards in higher education providers as well as in creative arts organisations.

Board **approved** the appointment of Caragh Merrick as Chair of the Board unanimously, with effect from Wednesday 20 November 2019 following the Board AGM on that date.

The Board expressed its gratitude to the outgoing chair, James Smith, with recognition of his many years of service and his commitment to the Board.

Date of the Next Meeting of the Board of Governors: Wednesday, 20 November 2019 at 11:00 a.m.