

CONFIRMED - REDACTED FOR PUBLICATION

**MINUTES OF THE CORPORATE BOARD MEETING HELD ON 22 APRIL 2021
AT 10:00 BY TEAM VIDEO CONFERENCE**

PRESENT

CORPORATE BOARD MEMBERS

Chair (DB)
Non-Executive Director (AD)
Senior Non-Executive Director (MD)
Executive Director and Dean of Academic Studies (TH)
Chief Executive (PK)
Marketing Director (JK)
Finance Director (JM)
Non-Executive Director (RS)
Director (PW)

IN ATTENDANCE

Servicing Officer (JR)
Registrar & Chief Operating Officer (HaR), for items 30 and 34

APOLOGIES

Student President (JPE), invited to attend for start of meeting

1. Welcomes, apologies, quoracy and declarations of interest

The Chair welcomed everyone to the meeting including AD to her first meeting of the Corporate Board since being appointed NED.

The newly appointed Registrar and COO, HaR, would attend the meeting to discuss the Registry review and APP monitoring return (items 30 & 34 below) and was welcomed to his first meeting of the Corporate Board.

The Corporate Board noted that the meeting was not observed and received a verbal update from the Dean on recent DAPs meetings with the OfS.

There was no Session with the Student representative

Apologies had been received from the Student President who had declined the invitation to attend due to assessment pressures.

No other apologies were received and the Chair confirmed that the meeting was quorate.

2. Minutes and matters arising

DECISION: The minutes were approved as a correct record of the meeting on 28 January 2021.

DECISION: With the addition of brief sentences where comments were shown, the redacted version of the summary minutes was approved for publication.

An updated 'matters arising' chart is shown below reflecting the updates discussed.

Outstanding Matters arising from Corporate Board meetings reported at the meeting on 22 April 2021 additions shown in red

Point	Action to be taken	Target date	Action by	Success indicators	Report to	Status and Evaluation
1. CB1 2020/21	A suite of financial performance policies will be presented to Audit Committee and a draft vfm report will be presented to the Corporate Board. 2 separate reports + operational plan included. MD said vfm strategy and financial policies had been discussed by AuCo	April 2021 October 2021	JM	Vfm report presented	Chair	Discussed by AuCo; VFM on agenda for information. Financial policies to go to AuCo in September and CB thereafter
2.CB1 2020/21	A more detailed and strategic report on graduate outcomes will be presented to the CB with action plans.	January 2021	TH/AF	Report on graduate outcomes presented	Chair	Complete; On agenda for discussion
4.Board awayday Oct 2020	Develop a strategy covering the best way to deliver courses (face to face, blended, online) for presentation to CB in April 2021.	April 2021	PK	Strategy presented	Chair	Complete; On agenda for information under strategic plan
5. CB2 2020/21	The Chair requested that ICMP continues the previous practice in April 2020 of Corporate Board members meeting with AcBo members. TH to provide a briefing paper	Q2 2021	TH	Meeting between CB and AcBo	Chair	Complete; Dean to find a date to suit everyone before awayday 23/24 June
7.CB2 2020/21	Any suggested topics for the awayday to be notified to the CE.	April 2021	ALL	Awayday agenda created	Chair	Draft on agenda for discussion

4. Plans for the Board's awayday and topics for discussion

The Chair welcomed comments on the proposals for the awayday and stated that the venue had been agreed. Corporate Board members noted the proposed timetable and agenda

The Chair commented that he was pleased to see the energy expressed about the event and the topics for discussion.

DECISIONS: The awayday will be held on 23-24 June 2021. It was agreed that the Registrar/COO will be invited to the awayday sessions on 24 June.

6. Review and recommendation for appraisal process

DECISION: Corporate Board members approved the Chair's proposed approach to, and process for, the appraisal of Corporate Board members.

7. Health & Safety Statement

The Chair reminded members that the Corporate Board was responsible for this area and commended the approval of the H&S statement by members. The Director explained that the policy statement sat above the suite of policies and said that the H&S Committee had developed it for Corporate Board approval to be signed by the Chair.

A Non-Executive Director (NED) commented that the statement was comprehensive and the Corporate Board was assured by the Director that all activity could be undertaken effectively in accordance with the policy statement.

It was agreed that the statement would reflect the Corporate Board's collective decision that both staff and students should take responsibility for their own actions in relation to health & safety and that the wording in the statement would be changed to refer to 'all stakeholders on site'. This provision will be aligned with induction handbooks (student and staff) and contract documentation. **ACTION: PW**

DECISION: With the inclusion of 'all stakeholders on site' the statement was approved for signature by the Chair.

8. Chief Executive's report

8.1 Corporate Board members discussed the CE's report. Highlighted points were noted:

- The potential implications for ICMP of the appointment of the new OfS Chair were discussed.

8.2 Marketing:

Recruitment

The Marketing Director highlighted key findings in her presentation,

8.3 Finance:

The Finance Director gave a presentation on ICMP's financial performance at Q2.

9. Draft Strategic Plan

The CE invited members to identify any omissions in the draft plan and to comment on the proposed direction of travel.

DECISION: The Corporate Board agreed the recommendation to move to the next phase of delivery of the strategic plan for wide consultation with staff, students and other stakeholders as appropriate.

10. Report on blended course delivery

The Dean's report was discussed, and Corporate Board members noted that it had been considered by ExCo and AcBo; both had reported a positive view of the proposed approach. The model would be proposed to the Student Senate in due course.

11. Graduate outcomes update

The Corporate Board noted the overview report and considered and commented on the plans to further address graduate outcomes challenges. The report outlined the action plan which was being implemented by the Graduate Outcomes Working Group.

12. Risk register report

The Corporate Board considered the risks as presented and were invited to advise the executive if they felt changes or adjustments were required and instruct on any actions they wished to be undertaken to address these risks.

The Director explained that the ExCo was planning to recast risks on the operational risk register to enhance clarity and focus.

The Corporate Board will receive an updated report at the next meeting in July.

ACTION: PW

13. Equality, Diversity and Inclusivity (EDI) review

The CE reported that the new EDI Committee had been established and Corporate Board members noted its areas of activity and progress. The Chair agreed that it was appropriate for the CE to chair the committee to emphasise its importance to ICMP.

14. New ICMP Code of Governance

The CE said that the redrafted Code had taken into account the new CUC code published in 2020 and that it was good practice to follow it. The review had cross checked the new code against the existing code and governance guidelines for small companies. The new code had been redrafted more succinctly and was based on ICMP's values.

DECISION: The Corporate Board approved the new ICMP Code of Governance to be in place until the planned review of governance in 2022 (in a four-year cycle), at which time the Code and ICMP's governance arrangements would be reassessed.

The Register of interests will be annually checked, updated and published. **ACTION:PW**

15. Student Governance report

The Dean introduced the report and the Corporate Board noted that no private provider in the sector has a student representative on the Board. External advice to ICMP has confirmed that current arrangements and the governance structure are appropriate as set up at present and that students are well represented and have a clear voice.

The proposals and recommendations made by the Working Group were discussed at length and the Corporate Board made the following **DECISIONS**:

- To maintain the current model whereby the Student President is a member of the Academic Board with comprehensive student representation throughout the academic committee structure, with regular interaction between the Student President and the Corporate Board.
- When the Corporate Board considers the governance strategy including a move from nine to 11 members of the Corporate Board, and assessment of appropriate skills required, consideration will be given to an additional member with student-related knowledge and experience.
- Post-DAPs, ICMP will consider the creation in the longer term of a formal Student Union and a salaried sabbatical Student President post.

The Corporate Board commented that ICMP was in a strong position at present in the arrangements made for student representation at an academic level and in ensuring the student voice was heard effectively throughout ICMP.

16. Executive Committee report and minutes

Noted

17. Academic Board report & minutes

Noted

18. Update on Corporate Board NEDs meeting with AcBo

Noted

19. Audit Committee report and minutes

20. Corrib Property update

Noted

21. Review of Governance strategy

Noted

22. Draft Value for Money report

Noted

23. Board member CV update

Noted

24. Health, Safety & Security Quarterly report

Noted

25. Prevent quarterly monitoring report

Noted

26. Quality Assurance and Enhancement report

Noted

27. Degree Awarding Powers update

Noted

28. Notification of changes to the OfS Register – ongoing condition E4

Noted

29. Provision of information to the OfS - ongoing condition F3

Noted

30. Registry review

HaR joined the meeting

The Corporate Board noted progress made with the implementation of the recommendations made following the review of Registry by HaR.

HaR updated the meeting on the recruitment to the agreed posts in the restructured Registry. The Corporate Board noted the plans to transition between the existing and new structure up to June 2021.

31. OfS Student Protection Plan (SPP) update and Market exit risk regulation

Noted

32. New OfS metric – start to success – update

Noted

33. Audit of consumer protection

Noted

34. AOB

OfS APP Monitoring return

This is the first year that ICMP has had to complete an APP Monitoring return. This monitoring return asks us to report on progress against commitments set out in our 2019-20 Access and Participation Plan. It forms part of the information the OfS will use to monitor compliance with condition A1 of the Regulatory framework. Sign-off is by the Chief Executive as the Accountable Officer based on the return that ICMP's Head of Student Services (AM) put together with support from expert external consultant (EM). There has been student engagement in the design, evaluation and monitoring of the plan. Students were invited to submit their own monitoring submissions but in our case they decided not to. We now wait to get feedback from the OfS on the submission.

35. Date of next meeting

The date of the next Corporate Board meeting is 15 July 2021 with the intention to meet in person, and the awayday will be held on 23-24 June.

Matters arising from Corporate Board meeting on 22 April 2021

Point	Action to be taken	Target date	Action by	Success indicators	Report to	Date completed	Status and Evaluation
2.CB3 2020/21	H&S statement to be changed to refer to 'all stakeholders on site'. This will be aligned with induction handbooks (student and staff) and contract documentation.	Before July 2021	PW	Document content consistent	ExCo		New action
4. CB3 2020/21	Awayday to include potential sector changes including publishing, management and performance changes and emerging trends.	June 2021	PK AD	Awayday agenda updated	CB		New action
6. CB3 2020/21	Updated report on Risk register presented at the next meeting in July	July 2021	PW	Report to CB	CB		New action
7. CB3 2020/21	The Register of Interests will be annually checked, updated and published.	June 2021	PW	Register up to date	CB		New action
8. CB3 2020/21	SNED to contact Corporate Board members to discuss their views on the focus of internal audits	July 2021	PW MD	IA reviews determined	AuCo		New action