CONFIRMED - REDACTED
MINUTES OF THE CORPORATE BOARD MEETING HELD ON 27 OCTOBER 2022
AT 09:30 AT 1B DYNE ROAD

ICMP

The Institute
of Contemporary
Music Performance

PRESENT

CORPORATE BOARD MEMBERS
Chair (DB)
Senior Non-Executive Director (MD)
Non-Executive Director (RS) - present for part of the meeting
Executive Director and Dean of Academic Studies (TH)
Chief Executive (PK)
Finance Director (JM)
Business Development Director (PW)
Marketing Director (JK)

IN ATTENDANCE
Interim Deputy Registrar, Corporate Board Secretary (LR)

IN ATTENDANCE [PART OF THE MEETING ONLY]
Student President (JD)
Student Vice President (MM)
Registrar/COO (HAR)
Business Intelligence Analyst (DBr)

OBSERVER
Aaron Porter, Advance HE

APOLOGIES
Non-Executive Director (RS) - for 09.30-11am, RS joined the Board from 11am via Teams

1. **Welcomes, apologies, quoracy and declarations of interest**
    1.1. The Chair welcomed members of the Board to the meeting.
    1.2. The Chair welcomed Aaron Porter, who was observing the Board as part of an external governance review of ICMP in accordance with OfS good practice recommendations.
    1.3. Apologies were noted from Non-Executive Director RS who joined the meeting part way through.
    1.4. One conflict of interest was noted for Chief Executive (PK) and Business Development Director (PW) who are shareholders.
    1.5. The Board noted it was quorate to proceed.

JD and MM joined the meeting

    1.6. **Session with the Student Representatives**
        1.6.1. The Chair welcomed the Student Officers John Densham and Minerva McLeod to the meeting and introduced the session.
        1.6.2. The Student Officers reflected on the first weeks of term and noted that there were 'huge improvements' to the third year and that they were mainly happy across the board with improvements made.
        1.6.3. The Student Officer noted however that two modules were viewed by students as 'completely useless'. The Student Officers noted that this issue had already been taken up by the relevant Programme Leaders.
        1.6.4. The Student Officers noted that Freshers Week had been successful.
        1.6.5. The Student Officers noted that the introduction of student societies has been helpful to student life at ICMP and that they have been kept busy with interest from students in joining societies and proposing new ones.
        1.6.6. The Student Officers reflected on communication channels for engagement between student officers and the wider student body. They noted that students do not particularly engage with email. WhatsApp and Instagram are the most popular forms of online communication. Students come up to the Student Presidents on campus; the purple lanyards are helpful in identifying student officers.
        1.6.7. The Student Officers heard about proposals for Phase 3 development of the campus and commented that the new café at Queens Park is a welcome addition, and that students enjoy using the space even though the café itself is not yet selling food and drinks.
        1.6.8. The Student Officers cited gender politics as the biggest issue currently experienced on campus. The Student Officers explained 'dead naming' to the Board as the use of a person's previous name following a name change and explained that this can be traumatic for some students.
ACTION: Review processes for student name changes to ensure that old names do not remain in use.
        1.6.9. The Student Officers offered insights about retention issues. Some students may drop out because they get into music through a different route. For some students, studying music academically might 'kill the passion for it'.
        1.6.10. The Student Officers offered insights into attendance issues. They noted that non-attendance can be contagious; dissatisfaction with a particular class spreads. They noted the challenges of teaching groups comprising students with differing skills levels, such that when a class is aimed at those with lower levels of experience, challenge is suppressed for those operating at a higher skill level and consequently those

students may disengage.

1.6.11. Board members briefly discussed the value of condensed degrees with the Student Officers.

1.6.12. The Chair of the Board thanked the Student Officers for a very interesting discussion.

JD and MM left the meeting

2. Terms of Reference (ToR)

2.1. The Board noted that every committee reviews its own ToRs and that, additionally, all the ToRs were reviewed at RGPC in May 2022 as part of the annual Committee Effectiveness Review process.

2.2. It was noted that there was a version control issue for the AcBo ToR circulated in this Board pack.

ACTION: **The most recent issue of the AcBo ToR to be uploaded to Board pack**.

2.3. The Board received a question to clarify the cycle by which ToRs are published as part of RGPC.

2.4. The Board recommended a policy review for publishing 'golden copies' of terms of reference and other policies to the website.

2.5. The Board noted that Committee membership needs updating on the website.

ACTION: **Consider at which step in the annual cycle ToRs are published as part of RGPC.**

ACTION: **Review the process for publishing 'golden copies' of committee terms of reference to the website.**

ACTION: **Update Committee membership on the website.**

DECISION: Subject to the above actions, the Terms of Reference for the academic year were approved.

3. Schedule of Business (SoB)

3.1. The Schedules of Business for the academic year were received.

3.2. The Board note that Corporate Board SoB includes a new Standing Item: OfS Compliance Quarterly Report, discussed later in the agenda.

3.3. The Board noted that minor changes to the SoBs for sub-committees for 22-23 have been discussed and approved within those committees. No matters have been raised for the attention of the Board.

3.4. The Board received a question regarding at which point in the cycle declarations of interests are reviewed.

ACTION: **Check where 'declaration of interests' submissions come in year.**

DECISION: Subject to the above check, the SoBs were approved.

4.   Previous Minutes and matters arising

4.1. The minutes of the meeting held on 14 July 2022 were received.

DECISION: The minutes were approved as a correct record of the meeting on 14 July 2022.
DECISION: Following the discussion, the redacted version of the minutes was approved for publication.

4.2. **Matters Arising**

4.2.1. Members received updates on actions from the previous meeting, as noted in the grid below:

Point		Action to be taken	Target date	Action by	Success indicators	Report to	Date completed	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.	April 2021 April 2022 Jan 2023	JM	VFM report presented	Chair		**Ongoing.** Update expected in Jan 2023
2.								
3. CB 3 2021/22		Chief Executive to liaise with HR to capture CPD for Board members more formally.	July 2022	PK	CPD formally captured	CB		**Ongoing.** It was noted at October 22 Board that CPD records are currently 'a bit thin'.
4. CB Awayday 21/22		Instigate review of strategy post-2023/24	2023/24 AY	PK	Review of Strategy undertaken	CB	**Oct 22**	**Complete.**
5. CB Awayday 21/22		Propose institutional targets for continuation to the October meeting	Oct 22	TH	Institutional targets proposed (2% over 4 years)	CB	Oct 22	**Complete**
6.								
7.								
8. CB Awayday 21/22		Revisit Consortia purchasing	Oct 22	PW		CB		**Ongoing**
9.								

10. CB Awayday 21/22		Contact identified candidate to replace Amber Davis	Oct 22	PK	Replacement identified	CB			**Ongoing**
11. CB Awayday 21/22		Consider contractual positions and recommend profiles for replacement of any non-Executive Directors due to retire in the next 1-2 years	Oct 22	MD	Replacements identified	RGPC			**Ongoing**
12. CB Awayday 21/22		Amend Board appraisal format	Oct 22	PK	Appraisal template amended	Chair	Jul 22		**Complete.**
13. CB04 21/22		Working with the Student Engagement Officer, Dean of Academic Studies to explore mechanisms to prepare and support Student Officers ahead of the October Board and ways in which the student body can engage in sector discussions	Oct 22	TH	Activity embedded in Student Officer Handover	CB	Oct 22		**Complete**
14.		RGPC to prepare a shortlist of skill categories to target.	Aug 22	PW/MD	Skills identified and shared with Chair and CE	CB	Oct 22		**Complete**
15.		Business Development Director to circulate committee effectiveness summary paper.	Oct 22	PW	Paper received and circulated	CB	Oct 22		**Complete**
16.		Dean of Academic Studies to provide wording to align Corporate Board and AcBo Terms of Reference to Servicing Officer.	Sept 22	TH	Wording provided and TOR updated	CB	Oct 22		**Complete**

5. Chair's Action Report

    5.1. The meeting heard that the first iteration of the Finance OfS pack was uploaded on 3 October 2022 as a Chair's Action.

    5.2. The Chair of Board thanked JM and the Finance team for the very significant and impressive amount of recent work.

ITEMS FOR APPROVAL

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6. Annual Report and Accounts

    6.1. The Board received the annual report and accounts for the year ended 31 May 2022.

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DECISION: The Board approved the annual report and accounts, to be signed off and published by 31 October 2022.

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ITEMS FOR DISCUSSION

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8.   Chief Executive's Report including Marketing and Finance Presentation

    ~~8.1.~~ The Board received and noted the Chief Executive Report.

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████ The Marketing Presentation was made by the Marketing Director.████████████████████████
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9. **Strategic Risk Report inc. Student Protection Plan**
   9.1. The Board discussed the Strategic Risk Report and noted several amendments to the Strategic Risk Register.
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HAR and DBr (online) joined the meeting.

10. Institutional Health Data

10.1.   The Chair welcomed the Registrar and COO (HAR) and Business Intelligence Analyst (DBr – online) to the meeting.

10.2.   The Board received a presentation on ICMP's top-level B3 data, comprising our performance against OfS baseline thresholds for continuation, completion, and progression (graduate outcomes).

ACTION: Set up a separate training session for the Non-Executive Directors on using the data dashboards.

HAR and DBr left the meeting.

11. OfS Compliance Quarterly Report

11.1.   The Board received the OfS Compliance Quarterly Report and noted that this is produced through the new OfS Monitoring Oversight Group who hold responsibility for reviewing, responding to and monitoring all aspects of OfS conditions of registration, and for reporting on such to the Board, raising any issues of concern.

11.2.   The Board was assured by the Chief Executive that we are confident that we are currently compliant.

12. Graduate Outcomes Review

12.1.   The Board received and noted the Graduate Outcomes Review.

13. World Leading Small and Specialist Funding Bid

13.1.   The Board noted that the OfS has delayed notifications of outcomes until mid-November 2022.

14. Capital Funding Bid

~~14.1.~~   ~~The~~ Board noted the outcome

~~14.2.~~

15. Strategic Plan Review

15.1.   The Board received and noted the annual report prepared by the Chief Executive

15.2.   The Board noted that there will be a more in-depth review at the Awayday in July 2023.

16. Sustainability Work

16.1.   The Board received and noted the sustainability report.

17. Committee Effectiveness

17.1.   The Board received and noted the committee effectiveness report.

NB Item 18 was discussed under Matters Arising, item 4.3

18. **Outstanding Board non-Executive Director position**

   18.1.   The Board received and noted an additional paper (marked as 'Late' in Board pack) that provides an overview of Corporate Board Skills. It was noted that the structure and review process of the Skills Matrix is to be reviewed.

   18.2.   The NED appointment process and policy is to be reviewed at RGPC and a paper will be submitted to Corporate Board.

   18.3.   The Board heard that the shortlist for a replacement NED is already in place and that the process for recruitment is being arranged through RGPC.

   18.4.   The Board agreed that should there be two valid candidates, as recruitment for our second NED vacancy might be fast-tracked.

HAR rejoined the meeting

Sara Raybould, Senior Pro Vice Chancellor (Education and Student Experience), University of West London, joined the meeting via Teams

19. **Student Engagement and Retention**

   19.1.   The Board heard a comprehensive presentation about the strategies and projects that have been successfully employed by UWE to improve student experience outcomes. This was in the context of UWE's dramatic improvement in student survey results, particularly the NSS. Board members engaged in a lively debate on the topic with Sara Raybould.

   19.2.   The Chair thanked Sara Raybould for an excellent hour of discussion.

   19.3.   The Board agreed that Executive Members of the Board should take insights from this presentation into the operational business of ICMP.

ACTION: Board members to accept an invitation from Sara Raybould to visit the University of West London.

ACTION: A copy of Sara's slides to be requested and made available to Board members if shared.

ITEMS FOR INFORMATION

20. **Subcommittee Business**

   20.1.   The Board received and noted the Executive Committee report and minutes.

   20.2.   The Board received and noted the Academic Board report and minutes.

   20.3.   The Board received and noted the Audit Committee report.

21. **Quality Report**

   21.1.   The Board received and noted the Quality Assurance and Enhancement report.

   21.2.   The Board received and noted the draft academic quality indicators.

22. **Safeguarding and Prevent quarterly monitoring report**

   22.1.   The Board received and noted the Safeguarding and Prevent report.

23. **DAPs Transition Group update report**

23.1.   The Board received and noted the DAPs Transition Group report.

24. Portfolio Development Group update
24.1.   The Board received and noted the Portfolio Development report.

25. Annual Operational Plans
25.1.   The Board received and noted the 22-23 Operational Plans.

26. TEF working group update
26.1.   The Board noted the TEF working group update.

ANY OTHER BUSINESS

27. The Chair thanked Members of the Board and Observer Aaron Porter and closed the meeting.

28. Non-Executive Directors were scheduled to meet with members of ICMP students directly after the Board.

29. Date of next meeting
29.1.   The date of the next meeting is Thursday 26 January 2022.

The meeting concluded at 1pm.

A meeting between non-Executive Directors and a group of student officers followed the Board. There was a discussion focus on 'Freedom of Expression', facilitated by the Dean.

Matters arising from the Corporate Board meeting on 27 October 2022

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5. CB Awayday 21/22		Contact identified candidate to replace Amber Davis.	Oct 22	PK	Replacement identified	CB		**Ongoing**
6. CB Awayday 21/22		Consider contractual positions and recommend profiles for replacement of any non-Executive Directors due to retire in the next 1-2 years.	Oct 22	MD	Replacements identified	RGPC		**Ongoing**

7. CB01 22/23		Review processes for student name changes to ensure that old names do not remain in use.	Jan 23	TH	Processes for recording student name changes reviewed and, if needed, fixed.	ExCo		**New Action**
8. CB01 22/23		Check where 'declaration of interests' submissions come in year.	Jan 23	LR	Declarations of interest noted in SoB for Board and considered at appropriate point.	Board		**New Action**
9. CB01 22/23		The most recent issue of the AcBo ToR to be uploaded to Oct 22 Board pack.	Oct 22	LR	AcBo ToR in pack replaced with current version.	Board		**New Action**
10. CB01 22/23		Consider at which step in the annual cycle ToRs are published as part of RGPC.	Jan 23	PW	Confirmation of the timing of the RGPC review of 23/24 committee ToRs and their subsequent publishing.	Board		**New Action**
11. CB01 22/23		Review the process for publishing 'golden copies' of committee terms of reference to the website. Update Committee membership on the website.	Jan 23	PW/LR	Website updated.	Board		**New Action**

12. CB01 22/23		Set up a training session for the Non-Executive Directors on using the ICMP data dashboards.	Jan 23	HAR			**New Action;** LR to liaise with HAR to ensure this happens.
13. CB01 22/23		Board members to accept an invitation from Sara Raybould to visit the University of West London.		PW	Members of the Board have visited UW/E	Board	**New Action**
14. CB01 22/23		A copy of Sara Raybould's slides to be requested and made available to Board members if shared.		PW/LR	Slides from UWE presentation circulated and uploaded to Board Sharepoint site.	Board	**New Action**