

**CONFIRMED**

**MINUTES OF THE CORPORATE BOARD MEETING HELD ON 13 JULY 2023  
AT 09:30 AT 1B DYNE ROAD**



The Institute  
of Contemporary  
Music Performance

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**PRESENT**

**CORPORATE BOARD MEMBERS**

Chair (DB)  
Senior Non-Executive Director (MD)  
Non-Executive Director (RS)  
Non-Executive Director (AM)  
Non-Executive Director (SD)  
Principal (TH)  
Chief Executive (PK)  
Finance Director (JM)  
Business Development Director (PW)  
Marketing Director (JK)

**IN ATTENDANCE**

Deputy Registrar, Corporate Board Secretary (SJ)

**IN ATTENDANCE [PART OF THE MEETING ONLY]**

Student President (JD)  
Student Engagement Officer (KM)

**APOLOGIES**

No apologies were received.

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*JD and KM joined the meeting*

**1. Session with the Student Presidents**

- 1.1. The Chair welcomed the Student President (JD) and Student Engagement Officer (KM) to the meeting and introduced the session.
- 1.2. The Principal provided feedback on points raised by the Student Officers at the previous meeting, as follows:
  - 1.2.1. *Student Feedback Tracker*. It was noted that the Student Voice Feedback Register had been reinstated.
  - 1.2.2. *Induction and training for student officers*. It was noted that this action is ongoing and the Board will receive an update at the October meeting. The action will be monitored by the Executive Committee.

**ACTION: Induction and ongoing training proposal for Student Officers to be developed.**

- 1.2.3. *Feasibility of sabbatical role*. It was noted that this action is ongoing and the Board will receive an update at the October meeting. The action will be monitored by the Executive Committee.
- 1.3. The Student President reported that measures in place to support continuation was recognised and welcomed by students. It was noted that the appointment of the Associate

Dean Student Engagement will oversee these projects.

- 1.4. The Student Officers reflected on their time in the role with a particular highlight noted as meeting and training the Student Representatives.
- 1.5. The Board discussed the election process. It was recommended that the timing and promotion of the elections are revisited.
- 1.6. The Chair of the Board thanked the Student Officers for their valuable contributions throughout the year and wished them well for the future.

### *JD and KM left the meeting*

## **2. Welcomes, apologies, quoracy and declarations of interest**

- 2.1. The Chair welcomed members of the Board to the meeting.
- 2.2. The Chair welcomed SD to the role of Non-Executive Director.
- 2.3. The Chair welcomed back SJ and thanked the Interim Deputy Registrar (LR) for all her contributions.
- 2.4. The Chair noted the retirement of the Registrar and Chief Operating Officer (HaR) and thanked him for all his contributions to the Board and ICMP.
- 2.5. The Chair noted that it was RS' final meeting as a Non-Executive Director. RS was thanked for her significant contributions to the Board and ICMP.
- 2.6. No apologies were noted.
- 2.7. No conflict of interests were noted.
- 2.8. The Board noted it was quorate to proceed.

## **3. Previous Minutes and matters arising**

- 3.1. The minutes of the meeting held on 27 April 2023 were received.
- 3.2. It was noted that an action was incorrectly assigned to JM. This action was closed and the record updated.

**DECISION:** The minutes were approved as a correct record of the meeting on 27 April 2023.

**DECISION:** Following the discussion, the redacted version of the minutes, incorporating the above amendment, were approved for publication.

### **3.3. Matters Arising**

- 3.3.1. Members received updates on actions from the previous meeting, as noted in the Matters Arising Report:

**Matters arising from the Corporate Board meeting on 27 April 2023 – updated July 2023**

<b>Point</b>	<b>Board</b>	<b>Action to be taken</b>	<b>Target date</b>	<b>Action by</b>	<b>Success indicators</b>	<b>Report to</b>	<b>Date completed</b>	<b>Status and Evaluation</b>
1.	CB03 22/23	The Student Engagement Officer to establish student feedback tracking system.	July 2023	TH/LR	Student feedback tracker in use.	Quality	June 2023	<b>Complete.</b>
2.	CB03 22/23	The Student Engagement Officer to look at what is on offer through AdvanceHE and NUS for Student Representative training, in liaison also with Head of HR. and as necessary to put in a business case for this training.	July 2023	TH/LR	Enhanced Student Officer and Student Rep training organised	Quality		<b>Ongoing.</b>
3.	CB03 22/23	Investigate the feasibility of introducing a sabbatical officer role, initially part-time, as part also of actions relating to this year's External Governance Review.	July 2023	TH	Feasibility of a sabbatical officer presented to CB.	ExCo		<b>Ongoing.</b>
4.	CB03 22/23	Organise a presentation of the Learning Analytics Project to be made at the next meeting of the Board.	July 2023	PW/LR	Presentation on learning analytics project made.	CB	July 2023	<b>Complete.</b>
5.	CB03 22/23	The October 2023 Board to include a student engagement/student union item.	July 2023	PW/LR	Student engagement/SU on agenda	CB		<b>Ongoing.</b>
6.	CB03 22/23	Organize a 'Gen Z' presentation for Corporate Board.	Jul 2023	TH	'Gen Z' presentation received by Board	CB		<b>Ongoing.</b>
7.	CB03 22/23	Provide further strategy guidance for discussion at the Board Awayday.	Jun 2023	PK	Strategy presentation delivered at the Awayday	CB	June 2023	<b>Complete.</b>
8.	CB03 22/23	Organise the joint NEDs meet as a matter of urgency before the strategy day.	May 2023	LR	Joint NEDs meet confirmed.	CB	June 2023	<b>Complete.</b>

9.	CB03 22/23	Ensure that continuation rates are discussed at the joint NEDs meeting.	May 2023	DB	Continuation rates discussed at the joint NEDs meeting.	CB	June 2023	<b>Complete.</b>
10.	CB03 22/23	Academic Board to provide a way forward on improving continuation/student retention rates.	Jul 2023	TH	An AcBo paper outlining plan for tackling continuation/student retention	CB	Jul 2023	<b>Complete.</b>
11.	CB03 22/23	PW to circulate the Skills Matrix for every member of Board to complete.	July 2023	PW	Skills matrix completed by all Board members	CB	May 2023	<b>Complete.</b>
12.	CB03 22/23	All Board members to review their online CVs and provide amendments to LR	Jul 2023	All	Online Board member CVs updated	CB	June 2023	<b>Complete.</b>
13.	CB03 22/23	JM to ask the Head of Industry Partnerships and Business Development to deliver a 'music industry' presentation to the next meeting of Corporate Board.	Jul 2023	JM	'Music Industry' presentation delivered.	CB	June 2023	<b>Complete/Closed.</b>

#### 4. Chair's Action Report

- 4.1. It was noted that on May 15<sup>th</sup> 2023 at 1015 the Board of Directors of ICMP Online Limited had approved the sale of the entire issued share capital of that company to ICMP Management Limited. Minutes of this meeting are provided separately.
- 4.2. It was noted that on May 15<sup>th</sup> 2023 at 1030 a meeting of the ICMP Corporate Board was held electronically to approve the sale of ICMP Management Limited by its shareholders to ADE UK Holdings Limited. The Minutes of this meeting are provided separately. These Minutes set out exactly what ICMP Management Limited did at completion of the sale/purchase and these actions were approved by the full Corporate Board.
- 4.3. It was noted that on May 15<sup>th</sup> 2023 at 1045 the Board of Directors of ICMP Online Limited met to agree that Steffan Davies should join the Board of ICMP Online Limited and that the Board of ICMP Online Limited approved the Side Letter to the Sale Agreement, these minutes also provided separately

#### ITEMS FOR APPROVAL

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##### 5. Academic Board Non-Executive Nomination

- 5.1. The external Academic Board nominee was **approved** by the Board.

#### ITEMS FOR DISCUSSION

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##### 6. Chief Executive's Report including Marketing and Finance Presentation

- 6.1. The Board received and noted the Chief Executive Report.
  - 6.1.1. The Board noted the Research, Scholarship and Professional Practice activity and welcomed a more detailed update at the next meeting.

**ACTION: Principal to coordinate a presentation of RSPP activity.**

- 6.1.2. The Board noted that the Articles of Association are being redrafted.
- 6.1.3. The Board noted the EDI Report as an important next step in the development of EDI at ICMP.
- 6.1.4. The Board agreed that Environmental Social and Governance (ESG) activity should be reported. ESG to be added to the schedule of business. An action will be taken by the SAE integration group to share best practice.

**ACTION: Corporate Board Secretary to add ESG annual report to schedule of business for Board and QBR.**

- 6.2. The Marketing Presentation was made by the Marketing Director.
- 6.3. The Finance Presentation was made by the Finance Director.

##### 7. Report on the Board Awayday, Integration Plans and Strategy

- 7.1. The Board received and noted the paper.
- 7.2. ~~It was noted that the integration workshop is due to meet and timeline for phase 1 will be presented.~~

##### 8. Strategic Risk Report inc. Student Protection Plan

8.1. The Board discussed the Strategic Risk Report and noted several amendments to the Strategic Risk Register.

**ACTION: Executive Committee to develop and present accommodation proposal.**

#### **9. Institutional Health Data**

9.1. The Board received the data dashboard headline report.

9.2. The Board noted that the progression metrics have moved following the outcomes of the Graduate Outcome Survey.

#### **10. Retention Working Group Update**

10.1. The Board received a verbal update of the Retention Working Group.

#### **11. Learning Analytics Presentation**

11.1. The Board received a presentation on the learning analytics project and the agreed target KPIs. The Board welcomed the initiative.

#### **12. Review of Board TOR**

12.1. The Board noted that RGPC completed a review of TOR. The Board supported the recommendations.

#### **13. Review of Academic Quality Indicators**

13.1. The Board discussed the concept of the AQIs and suggested that these may have now been superseded by the schedule of business. The Principal will review.

**ACTION: Principal to review the suitability of the Academic Quality Indicators and make recommendation.**

#### **14. Committee Effectiveness Report**

14.1. The Board received a verbal update. It was noted that the committee effectiveness activity was undertaken by the RGPC Chair and reported in the previous meeting. The consolidation report is no longer required.

**ACTION: Corporate Board Secretary to update schedule of business to remove committee effectiveness report.**

#### **15. Plan for Board Appraisals**

15.1. The Board noted that the plan for Board appraisals will remain unchanged.

#### **16. Division of RGPC**

16.1. The Board did not approve the recommendation from the external review to split the committee.

16.2. The Board **agreed** to change the name of the Remuneration and General Purposes Committee to the Remuneration, Nomination and Governance Committee.

#### **17. Director Engagement**

17.1. The Board received recommendations for sub-committee memberships and NED remuneration. It was agreed that further work should be undertaken by the Executive Committee.

**ACTION:** Executive Committee to prepare and present a proposal for sub-committee memberships and non-executive director remuneration.

**18. EDI Review 2023**

- 18.1. The Board received and discussed the EDI review report.

**ITEMS FOR INFORMATION**

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**19. Subcommittee Business**

- 19.1. The Board received and noted the Executive Committee report and minutes.  
19.2. The Board received and noted the Academic Board report and minutes.  
19.3. The Board received and noted the Audit Committee report and minutes.

**20. OfS Compliance Quarterly Report**

- 20.1. The Board received and noted the OfS Compliance Quarterly Report.

**21. Quality Report**

- 21.1. The Board received and noted the Quality Report.

**22. DAPs Transition Group update report**

- 22.1. The Board received and noted the DAPs Transition Group report.

**23. Portfolio Development Group update**

- 23.1. The Board received and noted the Portfolio Development report.

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

- 24.1. The Board received the Safeguarding and Prevent monitoring report.

**25. Joint meeting of Non-Executive Directors**

- 25.1. The Board noted the report. There would be two meetings of the Board and AcBo Non-Executive Directors during the academic cycle in December and June.

**ANY OTHER BUSINESS**

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**26. Exclusion of Student**

- 26.1. In accordance with ICMP's misconduct policies, the Board was notified of the exclusion of a student.

**27.** The Chair thanked Members of the Board and closed the meeting.

**28. Date of next meeting**

- 28.1. The date of the next meeting is Thursday, 19 October 2023 at 09.30 in the ICMP Boardroom

*The meeting concluded at 12:53.*

Redacted for publication



**Matters arising from the Corporate Board meeting on 13 July 2023**

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3.	CB03 22/23	The October 2023 Board to include a student engagement/student union item.	July 2023	PW/LR	Student engagement/SU on agenda	CB		<b>Ongoing.</b>
4.	CB03 22/23	Organize a 'Gen Z' presentation for Corporate Board.	Jul 2023	TH	'Gen Z' presentation received by Board	CB		<b>Ongoing.</b>
5.	CB04 22/23	Induction and training proposal for Student Officers to be developed.	Sept 2023	TH	Training delivered and Board updated	ExCo		<b>New Action</b>
6.	CB04 22/23	Principal to coordinate a presentation of RSPP activity.	Oct 2023	TH	Item aged to Board agenda	CB		<b>New Action</b>
7.	CB04 22/23	Corporate Board Servicing Officer to add ESG annual report to schedule of business for Board and QBR.	July 2023	SJ	SOB updated	CB		<b>New Action</b>

8.	CB04 22/23	Executive Committee to develop and present student accommodation proposal.	Oct 2023	PK	Proposal developed and presented	ExCo		<b>New Action</b>
9.	CB04 22/23	Principal to review the suitability of the Academic Quality Indicators and make recommendation.	Oct 2023	TH	Recommendation received	CB		<b>New Action</b>
10.	CB04 22/23	Corporate Board Secretary to update schedule of business to remove committee effectiveness report.	July 2023	SJ	SOB updated	CB		<b>New Action</b>
11.	CB04 22/23	Executive Committee to prepare and present a proposal for non-executive director remuneration.	Oct 2023	PK	Proposal developed and presented	ExCo		<b>New Action</b>

Redacted for publication