

## Board Meeting 36 Minute

14:05 – 17:10, Tuesday 22<sup>nd</sup> January 2019  
16-18 New Bridge Street, London EC4V 6AG

**Present:** Iain Christie, Martin Hickman, Emma Jones, David Leigh, Máire Messenger Davies, Walter Merricks (Chair), David Robinson (Treasurer), Patrick Swaffer, Andrea Wills.

**Also in attendance:** Clara Aguirre (partial), Lee Hall (minute), Jonathan Heawood, Lexie-Kirkconnell-Kawana (partial), Ed Procter, Konsta Saastamoinen (partial)

### 1. Procedures

#### Apologies

Deborah Arnott is out of the country.

#### Declarations of Interest

None.

#### Minute

Meeting 34 minute was approved.

### 2. Strategy

#### Strategic Direction 2019-24

JH introduced the Strategic Direction 2019-24 paper and explained the process behind its creation. After the Board agrees a direction, the Executive will create a strategic plan with financial and timeline considerations included.

The paper's scope includes a time period beyond current funding, which can last to late 2022 with prudent expenditure management.

The Board discussed the various directions outlined in the document.

The Board discussed the current fee paid to the PRP.

	<p>JH talked the Board through a timeline for what needs to be achieved and signed off over the next three months. In September there will be a detailed budget review.</p> <p>The Board agreed that a more detailed paper will be presented at the March Board meeting.</p>
<p><b>3.</b></p>	<p><b><u>Board development</u></b></p> <p><u>Board Effectiveness Review Action Plan</u> Noted.</p> <p><u>Board Development Plan</u> The Board discussed the composition of the Board moving forward and agreed an amendment to the plan.</p> <p><u>Board remuneration</u> The Board discussed proposed changes to Board remuneration. The Board noted that, as they are individually affected by these changes, all Board members have a conflict of interests in relation to this agenda item. Nonetheless, the Board agreed to reach a decision, and approved this section of the Board Development Plan, which has the effect of reducing Board remuneration.</p> <p>The Board approved the Development Plan.</p>
<p><b>4.</b></p>	<p><b><u>Budget</u></b></p> <p><u>Budget 2019-20</u> EP gave a presentation of the various components of the 2019-20 budget including the assumptions that have been made to come to the figures.</p> <p>The budget for 2019-20 was approved.</p> <p><u>Participants' Consultation 2019</u> The Board approved the Consultation based on a minor change being made.</p>
<p><b>5.</b></p>	<p><b><u>Policies</u></b></p> <p><i>KS, LKK, CA joined the meeting</i></p> <p><u>Annual Policy Updates</u></p>

	<p>The Board reviewed the suggested updates to policies.</p> <p><i>Grievance Policy</i> The policy was approved after minor changes.</p> <p><i>Articles of Association</i> One point was referred to the Code Committee for advice.</p> <p><i>Regulatory Committee Terms of Reference</i> The changes were approved.</p> <p><i>Code Committee Terms of Reference</i> The policy was approved after minor changes.</p> <p><i>Board Appraisal Policy</i> The changes were approved.</p> <p><u>Code Review Recommendations</u> This was approved after a minor change.</p>
6.	<p><b><u>Finance</u></b></p> <p><u>Report to the IMPRESS Board by the Finance &amp; Audit Committee</u> The F&amp;AC Chair outlined his report and Risk Register updates to the Board. The F&amp;AC Chair reminded the Board that risk is an important responsibility of the Board.</p>
7.	<p><b><u>Information</u></b></p> <p><u>Internal Report for Quarter Ended 31 December 2018</u> Noted.</p> <p><u>Regulatory Activity Report for Quarter Ended 31 December 2018</u> Noted.</p> <p><u>External Report for Quarter Ended 31 December 2018</u> Noted.</p>
8.	<p><b><u>Any Other Business</u></b></p> <p>None.</p>