

## Board Meeting 39 Minute

14:00 – 17:00, Tuesday 9<sup>th</sup> July 2019  
16-18 New Bridge Street, London EC4V 6AG

**Present:** Deborah Arnott, Iain Christie, 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, Alex Ward (partial).

No.	Public minute for website
1.	<p data-bbox="284 1003 1385 1041"><b><u>Procedures</u></b></p> <p data-bbox="284 1086 1385 1164"><u>Apologies</u> Emma Jones.</p> <p data-bbox="284 1209 1385 1288"><u>Declarations of Interest</u> None.</p> <p data-bbox="284 1332 1385 1456"><u>Minute</u> Minor changes to the meeting 38 minute were agreed. Subject to these changes the minute was approved.</p> <p data-bbox="284 1500 1385 1579"><u>Rolling action list</u> The Board noted the Rolling Action List.</p> <p data-bbox="284 1624 1385 1747"><i>LKK, AlexW, CA joined the meeting.</i> EP introduced Alex Ward to the Board. The directors introduced themselves.</p> <p data-bbox="284 1792 1385 1870"><u>Internal Report</u> The Board noted the Internal Report for quarter ended 30 June 2019.</p> <p data-bbox="284 1915 1385 2004">The Board discussed the upcoming meeting between IMPRESS and PRP.</p>

	<p>The Board asked why the number of adjudications had decreased despite the number of regulated publications growing. EP said that publishers who generated complaints took them seriously and focussed on improving so that they had fewer complaints escalated. The Board agreed this was a positive development and should be highlighted in the Annual Report.</p> <p><u>External Report</u> The Board noted the External Report for quarter ended 30 June 2019.</p>
<b>2.</b>	<p><b><u>Strategy</u></b></p> <p><u>Strategic Update</u> JH presented a Strategic Update to the Board, which had also been presented at the Staff Away Day.</p>
<b>3.</b>	<p><b><u>Governance</u></b></p> <p><u>Board Reappointments</u> WM presented his report that would be submitted to the Appointment Panel about Board recruitment and reappointments, based on the Board Development Plan that had been previously agreed.</p> <p><u>Decision to delegate responsibility for staff policies</u> The Board agreed to delegate responsibility for reviewing and advising the Board on new and updated company policies to the Finance &amp; Audit Committee.</p>
<b>4.</b>	<p><b><u>Committee reports</u></b></p> <p><u>Reports from Committee Chairs</u> There was no update from the Business Development &amp; Communications Committee.</p> <p>The Code Committee was working on Opportunity to Respond issue.</p> <p><u>Report to the IMPRESS Board by the Finance &amp; Audit Committee</u> DR presented the F&amp;AC report to the Board.</p> <ul style="list-style-type: none"> <li>• The Committee recommended a review of the Risk Register in the autumn.</li> <li>• The Committee recommended drafting a new Reserves Policy, which the Executive would work on.</li> </ul> <p>The Board approved the Committee's recommendations.</p>

<p><b>5.</b></p>	<p><b><u>Statutory Accounts</u></b></p> <p>DR reported on a meeting with audit manager Joanna Pittman from Sayer Vincent who had reported positively on IMPRESS’s financial controls and systems. Joanna had highlighted safeguarding as an important issue for similar organisations.</p> <p>DR on behalf of the Finance &amp; Audit Committee recommended that the Board approve the Report &amp; Financial Statements for Year Ended 31 March 2019, and the letter of representations.</p> <p>The Board thanked LH for his work on the statutory accounts.</p> <p>The Board approved the Report &amp; Financial Statements for Year Ended 31 March 2019 and the letter of representations.</p> <p>The Board noted the Post-audit Report.</p>
<p><b>6.</b></p>	<p><b><u>Any Other Business</u></b></p> <p>None.</p>