

Board Meeting 29 Minute

14:00 – 17:00, Tuesday 14 November 2017
16-18 New Bridge Street, London EC4V 6AG

Present: Walter Merricks (Chair), Iain Christie (until 16:20), Martin Hickman, Emma Jones, Máire Messenger-Davies, David Robinson.

Also in attendance: Jazz Berry (15:08-16:04), Laura Brown (15:08-16:04), Lee Hall (minutes), Ed Procter and Konsta Saastamoinen (15:08-16:04).

No.	Item
1.	<p><u>Procedures</u></p> <p>Apologies None.</p> <p>Declarations of Interest None.</p>
2.	<p><u>Previous Meeting Minute & Matters Arising</u></p> <p><u>Rolling action list</u> Noted.</p> <p><u>Minute</u> Minor amendments were agreed to the previous meeting's Minute.</p> <p>The Board approved the previous meeting's Minute subject to Chair signoff.</p>
3.	<p><u>Finance & Risk</u></p> <p><u>Finance Report</u></p>

No.	Item
	<p>The Chair of the Finance Committee talked the Board through the current financial situation.</p> <p>Future reports should be headline: “Report of the Finance & Audit Committee”.</p> <p>It was resolved that Clydesdale/Yorkshire Bank be appointed as bankers for IMPRESS and that a bank account be opened and further accounts be opened as we may request from time to time, in the name of IMPRESS with Clydesdale/Yorkshire Bank. We acknowledge that the account(s) will be subject to the relevant Terms and Conditions published by the Bank and we agree to be bound by these Terms and Conditions.</p> <p>The executive outlined plans for a new website that links to our CRM. The executive will create a business case that will go to the Finance & Audit Committee.</p> <p><u>Risk Register</u> The executive outlined plans to update the organisation’s risk process. The Finance & Audit Committee have tasked EP and LH with this.</p> <p>The Board flagged that communications is a high-risk area for the organisation.</p> <p>The Board flagged that any new risk policy needs to be of practical benefit to the organisation.</p>
4.	<p><u>Governance</u></p> <p><u>Regulatory Committee Terms of Reference</u> The Chair talked the Board through this document and the Board discussed it.</p> <p><u>Expenses Policy</u> A sentence will be added to the Expenses Policy explaining that director expenses will now be paid through the payroll.</p> <p>The Board approved the papers in this section.</p>

No.	Item
	<p><u>Paperless Board Meetings</u> Training for paperless Board meetings will take place at the Away Day.</p> <p><u>Board Meeting Schedule</u> The updated schedule features a one-hour telecon between the bi-monthly Board meetings.</p> <p>Addition: Tuesday 14 August conference call</p> <p>LH to start sending Outlook invitations for all Board meetings.</p>
5.	<p><u>Information</u></p> <p>EP updated the Board on recent successes and challenges for the organisation including 11 new titles regulated. There will be a Staff Away Day on Thursday 16th and feedback will be submitted to the Board Away Day.</p> <p><i>15:08 – staff joined the meeting</i></p> <p>KS gave an update on the current successes and challenges of business development. We are in a positive & strong position in terms of publisher recruitment.</p> <p>JB gave an update on the current communications situation and the 2018 IMPRESS Conference.</p> <p>LB gave an update on current regulatory activity and challenges.</p> <p>The Board thanked the staff for their contributions and the hard work they are doing.</p> <p>The Chair told the Board that several new policies have been approved with regards to dealing with complaints, and that we will now recruit a Service Complaints Reviewer.</p> <p><i>16:04 staff left the meeting</i></p> <p>EP updated the Board further on current organisational activity.</p>

No.	Item
	<p>MH updated the Board on his recent conversation with a publisher.</p> <p>The Board agreed that publisher members should be informed 24 hours in advance when IMPRESS distributes press releases.</p> <p>The Board noted the Internal Report, Regulatory Activity Report and External Report.</p>
6.	<p><u>Board</u></p> <p>DA to write a note for the Board about the Data Protection Issue.</p> <p><u>Recommendations for new directors</u></p> <p>The Chair told the Board about the 2 new directors that the Appointment Panel have nominated.</p> <p>The Board accepted the two new appointments.</p> <p>A press release about the two new appointments was circulated.</p> <p>The Board agreed that there is still some way to go to ensure the Board is diverse across multiple areas.</p> <p><i>IC left the meeting at 16:20.</i></p> <p>The Board asked about vetting measures in place for new appointments and the Chair explained the process.</p> <p>The candidates need to agree to abide by the Code of Conduct and complete a Register of Interests form before their appointments are officially offered.</p> <p><u>New director induction schedule</u></p> <p>The Board approved the Induction Schedule.</p> <p><u>Away Day planning</u></p> <p>The following items were suggested for the Away Day schedule:</p> <ul style="list-style-type: none"> • Paperless Board Meeting training

No.	Item
	<ul style="list-style-type: none"> • How to interpret the Impartiality Review Guidelines/Code of Conduct • Discussion on the legal issues of public body decision making • A look at overall strategy for the next 5 years • A discussion on leadership <p>The Board had a discussion on leadership issues.</p>
7.	<p><u>Any Other Business</u> None.</p>