

UNCONFIRMED – Agreed by Chair for circulation.

**MINUTES OF THE CORPORATE BOARD MEETING HELD ON 30 JANUARY 2025
0930, ICMP BOARD ROOM, KILBURN.**

PRESENT

CORPORATE BOARD MEMBERS

Chair (David Baker, DB)
Chief Executive (Steffan Davies, SD)
Executive Director (Paul Kirkham, PK)
Principal (Tony Harris, TH)
Marketing Director (Joanne VanVuuren, JV)
Finance Director (Hannah Collins, HC)
Chief Operating Officer (Jenny Marzano, JM)
Senior Non-Executive Director (Martin Day, MD)
Non-Executive Director (Ann Mroz, AM)
Non-Executive Director (James Denton-Clark, JDC)

IN ATTENDANCE

Academic Registrar, Corporate Board Servicing Officer (Stef Jones, SJ)

IN ATTENDANCE [PART OF THE MEETING ONLY]

ICMP Student President (Gus Granchelli, GG) *for Student Representative discussion*
Student Engagement Officer (Karl Mak, KM) *for Student Representative discussion*
Director of Student Recruitment and Admissions (Amar Trivedi, AT) [[for item 4.2](#)]
ADE UK Head of Industry and Brand Partnerships (Ace) [[for item 22](#)]

APOLOGIES

None

KM and GG joined the meeting online via MS Teams.

Session with the Student Representatives.

- 1.1. The Chair welcomed the ICMP Student President (GG) and Student Engagement Officer (KM) to the meeting.
- 1.2. The Board received an update on the Student President's recent attendance at parliament with the National Union for Students to discuss amendments for the renter's rights bill. The Board were pleased to see such visible external engagement from the Student Officers, and expressed their support in attendance at future events and forums.
- 1.3. The Chair noted the notes and actions from the NED and Student Officer meeting held on 31 October 2024. It was noted that a summary against these actions will be provided at the next Senior Manager and Student Officer meeting.
- 1.4. The Student President requested an update on the Student Union Development. The Principal reported that the constitution and MoU have now been agreed through Student Senate and Academic Board. The documents will now be submitted to Executive Committee for final approval.
- 1.5. It was reported that the ADE UK Associate Dean of Student Engagement will be leading the

development of the Student Union and further developing more broadly the student voice across the two institutions of ADE UK (SAE UK & ICMP).

- 1.6. The Board discussed the timeframe for this activity and agreed that a decision needs to be taken ahead of the March 2025 student elections.

Action: Student Union Working Group to confirm arrangements for student representation across ADE UK ahead of the March 2025 student officer elections.

- 1.7. The Student President reported a number of challenges with departments responding to student officer queries. Board recommended exploring different channels of communications to reach teams and also to direct queries through the Student Engagement Officer. The Chief Operating Officer agreed to discuss with the Student Engagement Officer to identify the challenges and agree on the most suitable approach.

Action: Chief Operating Officer to meet with Student Engagement Officer to clarify the challenges.

- 1.8. The Student President reported student safety as a key concern of students. It was noted that the Student President has started a dialog with the MP for Queen's Park and Maida Vale, Georgia Gould to discuss.
- 1.9. Board members considered previous working relationships with the Police and were supportive to remake the connection.

Action: Chief Operating Officer to work with team to connect with Metropolitan Police to continue discussions on student safety off-campus.

- 1.10. The Student President reported that the Student Union intend to carry out a survey on student safety concerns.
- 1.11. The Board discussed safety concerns at other campuses. It was noted that SAE London and SAE Glasgow also have noted concerns off-campus. Advice and guidance has been provided to students.
- 1.12. The Chief Executive summarised the progress and actions of the Student Union Working Group noting;
 - 1.12.1. that the constitution and MoU have been established and are ready for sign off
 - 1.12.2. work is underway to further develop the ADE UK Student voice
 - 1.12.3. work will be undertaken to improve the connections between central teams and the student officers.
- 1.13. The Board acknowledged the Student Presidents achievements in getting the Student Union project this far and confirmed support of the initiative.

KM and GG left the meeting

CORPORATE BOARD 02 MAIN MEETING

1. **Welcomes, apologies, quoracy and declarations of interest**
 - 1.1. The Chair welcomed members of the Board to the meeting.
 - 1.2. There were no noted apologies.
 - 1.3. There were no new noted conflicts of interests.
 - 1.4. The Board noted it was quorate to proceed.
2. **Previous Minutes and matters arising**
 - 2.1. The minutes of the meeting held on 31 October 2024 were received and **approved**.

2.2. The redacted minutes of the meeting held on 31 October 2024 were received and approved.

DECISION: The minutes were approved as a correct record of the meeting on 31 October 2024.

DECISION: The redacted version of the minutes was approved for publication.

2.3. **Matters Arising**

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

REDACTED

Matters arising from the Corporate Board meeting on 31. October 2024

Point	Board	Action to be taken	Target date	Action by	Success indicators	Report to	Date completed	Status and Evaluation
1.	CB03 23/24	Executive Committee to consider actions from the NED and staff meeting and report back to the July Board.	July 2024	SD	Paper received	ExCo	Jan 2025	Complete. Actions received and considered by ExCo. Actions taken where appropriate.
2.	CB04 23/24	Student Voice Working group to develop a proposal for the structure of Student Representation across ICMP Management Ltd for implementation in 2025/26.	January 2025	TH	Proposal presented	CB		Ongoing. New Associate Dean in post from Feb 2025 to continue leading the project.
3.	CB04 23/24	Executive Committee to review the actions from the Corporate and Academic Board externals meeting and provide an update on progress at the next meeting.	October 2024	SD	Actions reviewed and update provided	ExCo	Jan 2025	Complete. Actions received and considered by ExCo. Actions taken where appropriate.
4.	CB04 23/24	Executive Committee to undertake further discovery on options 1, 2 and 6 of the presented student accommodation proposal, scalable across both brands and report back.	January 2025	SD	Discovery undertaken	ExCo	Jan 2025	Closed. As part of the merger, Student Services team structure has changed. Limited resource currently to drive this forward and action de prioritised. ExCo will revisit at a later date.
5.	CB01 24/25	Principal to take forward the review of the student officer salary.	January 2025	TH	Salary reviewed	SRC	Jan 2025	Complete. SRC are currently reviewing the proposal.

3. Chair's Action Report

- 3.1. The Board received and noted the Final Draft Statutory Accounts for ICMP Management Limited Year Ending 31 August 2024 ("FY24") considered and agreed as a Chair's Action.
- 3.2. These accounts came with Audit Committee ("AuCo") recommendation and endorsement.

DECISION: The accounts were approved and signed off via Chairs Action by the Chair and Chief Executive in December 2024.

ITEMS FOR APPROVAL

4. AuCo report and minutes

- 4.1. The Board received and noted the AuCo report. AuCo is recommending that the committee be renamed, Audit & Risk Committee to better reflect the proposal for the committee to take responsibility for the review of operational risk registers.
- 4.2. The Board welcomed the change to the risk management framework and were assured that sufficient scrutiny was being undertaken at AuCo, ExCo and SMT levels.
- 4.3. Board **approved** the change, subject to receiving the revised Terms of Reference and schedule of business.

ACTION: Board to receive and approve updated Terms of Reference and Schedule of Business for Audit & Risk Committee.

DECISION: The Board approved this decision, subject to the completion of the above-mentioned action.

ITEMS FOR DISCUSSION

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

[REDACTED]

AT joined the meeting

5.9. The Marketing Presentation was made by the Marketing Director.

[Redacted text block containing multiple lines of blacked-out content]

AT left the meeting

5.10. The Finance Presentation was made by the Finance Director.

[Redacted text block containing multiple lines of blacked-out content]

6. Strategic Plan 2030

- 6.1. The Board received the report noting that it will form part of the discussion at the upcoming away day on 11th February.
- 6.2. The Board noted the evolution of the Strategy from the initial concepts agreed in July 2024.
- 6.3. The refreshed vision, mission and values were received and endorsed.
- 6.4. The Board agreed to further explore at the away day before launching the consultation to staff.

7. Institutional Dashboard

- 7.1. The Board received the revised format of the institutional dashboard noting five key data points: *OfS B3 metrics, National Student Survey, Graduate Outcomes, Access and Participation Plan Targets* and *TEF*.
- 7.2. All 5 metrics have been reported on. Subsequent reports will only note update data sets.
- 7.3. Board welcomed the report however noted that this data is looking back. Board asked what activity is being undertaken to clarify the internal position and report on lead indicators in order to forecast the institutional performance.
- 7.4. It was reported that alongside this reporting mechanisms, a more robust centralised programme health dataset is being established. Reporting protocols for this data set will be determined in due course.

8. DAPs Variation Project Update

- 8.1. [REDACTED]
- 8.2. The Board were updated on DAPs Variation Project Board activity, and comforted in the investment in resource and time made to ensure preparedness for this project, in spite of any delay announcement from the regulator.

[REDACTED]

10. ADE Integration Team update

- 10.1. The Board received and noted the report. [REDACTED]

11. Project Geography update

- 11.1. The Board received a verbal update from the Chief Operating Officer noting that a number of key updates have already been captured throughout the agenda.
- 11.2. The Board noted that the Liverpool property (Pall Mall Press) is once again a viable option. Alternative locations are still being explored to mitigate any future risk.

12. Strategic Risk Report

- 12.1. The Board noted the new process in place going forward, with the amending of the AuCo to Audit and Risk Committee.

- 12.2. The Board noted that the organisation risk registers have been heavily scrutinised through Quarterly Operation Review (QOR) and Quarterly Business Review (QBR) and moving forward will also be managed through Audit & Risk Committee (ARC).

13. Skills Audit Report

- 13.1. The Board received and noted the Skills Audit Report.
- 13.2. The findings confirm that the Corporate Board has a broad range of skills and experience across its members with no significant gaps in skill.
- 13.3. It was agreed that in light of this, any future recruitment should focus on value to the Institution and not to fill any skills gap.
- 13.4. A discussion on succession planning of long-standing Board members was had, and Chief Executive and the Chair will discuss prior to next meeting.

14. Report on Board appraisals

- 14.1. The Board received the report and noted the key recommendation to hold a mid-year away day.
- 14.2. It was noted that the previous report had a number of outstanding actions that should be brought into the report to close down.

ACTION: Servicing Officer to provide Chief Executive with previous report and action table.

15. Board Awayday planning

- 15.1. Discussion captured throughout the agenda and date and venue confirmed for 11th February '25 at For a Kings Cross.

16. OfS compliance quarterly report

- 16.1. The Board received and noted the OfS Monitoring Group report. The following items were flagged for Board's attention:
- 16.1.1. A number of scheduled reviews were in progress due to timing of meetings, a follow up OfS Monitoring Group meeting is scheduled end of Feb '25 to review.
- 16.1.2. A working group has been established to consider the new OfS condition of registration on Sexual Harassment and Misconduct.
- 16.1.3. No further action required in relation to the Freedom of Speech requirements at present.
- 16.1.4. Potential APP variation following the confirmation of 3-year delivery at SAE as discussed within Chief Executive Report.

ITEMS FOR INFORMATION

17. Subcommittee Business

- 17.1. The Board received and noted the Executive Committee report and minutes.
- 17.2. The Board received and noted the Academic Board report and minutes.
- 17.3. The Board received and noted the RNGC committee.

18. Quarterly Safeguarding and Prevent Report

- 18.1. The Board received and noted the quarterly safeguarding and prevent report.

19. Portfolio Development Group update.

- 19.1. The Board received and noted the portfolio development group update.

20. Academic Faculty Update

20.1. The Board received and noted the ADE UK NSS action plan.

21. Quality Assurance Update

21.1. The Board received and noted the quality assurance reports.

ANY OTHER BUSINESS

22. Academic Governance Proposal

22.1. The Board received and noted the Academic Governance Proposal to adjust the timing and proposed merge of the academic committees to align with the ADE UK Academic Calendar.

22.2. The Board were supportive of the alignment.

DECISION: The Board were supportive of the proposal to realign the academic governance schedule.

Ace joined the meeting.

23. Ace to present

23.1. The Board welcomed, Ace, ADE UK Head of Industry and Brand Partnerships to present on current activity.

23.2. The Board discussed the exposure for brand partners with SAE UK and also engagement with AD Education.

23.3. The Board discussed the potential 'target list' of partners that are on 'wish list'. Board agreed to support Ace and team with linkages and contacts to try to make this a reality for the benefit of current and future students.

23.4. The Board thanked Ace for attending and recognised the value that Ace brings to the institution.

Ace left the meeting.

24. Date of next meeting

24.1. The date of the next meeting is scheduled for Thursday 17 April 2025.

25. The Chair thanked Members of the Board and closed the meeting.

The meeting concluded at 13:00

Matters arising from the Corporate Board meeting on 30 January 2025

Point	Board	Action to be taken	Target date	Action by	Success indicators	Report to	Date completed	Status and Evaluation
1.	CB04 23/24	Student Voice Working group to develop a proposal for the structure of Student Representation across ICMP Management Ltd for implementation in 2025/26.	January 2025	TH	Proposal presented	CB		Ongoing. New Associate Dean in post from Feb 2025 to continue leading the project.
3.	CB02 24/25	Student Union Working Group to confirm arrangements for student representation across ADE UK ahead of the March 2025 student officer elections.	April 2025	TH	Arrangements confirmed	CB		New Action
4.	CB02 24/25	Chief Operating Officer to meet with Student Engagement Officer to clarify any perceived communication challenges.	April 2025	JM	Meeting held	CB		New Action
5.	CB02 24/25	Chief Operating Officer to work with team to connect with Metropolitan Police to continue discussions on student safety off-campus.	April 2025	JM	Connection made	CB		New Action
6.	CB02 24/25	Board to receive and approve updated Terms of Reference and Schedule of Business for Audit & Risk Committee.	April 2025	MD/JM	Documents updated	CB		New Action
7.	CB02 24/25	Servicing Officer to provide Chief Executive with previous Board Appraisal report and action table.	April 2025	SJ	Report shared	CB		New Action