MEETING OF THE BOARD OF DIRECTORS
FULL MINUTES

Title of meeting College Board of Directors
Date 3 June 2015
Venue Ryton, Committee Room

Board Directors
Dame Shirley Pearce (SP) (Chair) Julia Lawrence (JL)
Millie Banerjee (MB) Alex Marshall (AM) (Chief Executive)
Katy Bourne (KB) Sir Denis O’Connor (DOC)
Irene Curtis (IC) Larry Sherman (LS)
Christine Elliott (CE) Robin Wilkinson (RW)
Sir Peter Fahy (PF)

Other Attendees
Rob Beckley (RB) Chief Operating Officer
David Buckle (DB) Director, Membership & Business Development
Oliver Cattermole (OC) Chief of Staff
Geoff Hosking (GH) Head of Finance
Vicky Martin (VM) Observer (Board Director from July 2015)
Claire Radley (CR) Senior Adviser to the Chair
Anne Taylor (AT) Company Secretary
Rachel Tuffin (RT) Director of Knowledge, Research & Education

Agenda Item 1 - Welcome and administration

1.1 In her opening remarks, the Chair welcomed Christine Elliott to her first Board meeting and informed the Board that the Home Secretary had approved the appointment of Vicky Martin, who was at this meeting as an observer and would take her seat on the Board, following Julia Lawrence’s retirement, in July. She thanked Directors and attendees for their positive and thoughtful participation in the two Development Sessions that had preceded the meeting.
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1.2 The meeting was opened formally by the Chair who noted that the meeting had been duly convened, notice of the meeting had been given to each director and the meeting was quorate.

1.2 There were no apologies.

1.3 The Chair asked if there were any declarations of interest. None were declared.

1.4 The Chair asked if there was Any Other Business. No items were raised.

1.5 The Board agreed that the minutes of the meeting on 24 March were an accurate reflection with one amendment. The Board agreed the updated action log.

1.6 In relation to Action 06 from the last Board, the Chair proposed that the Board should own the core narrative and work with the Executive to develop it. The Board agreed that a sub-group, including CE, RW and DOC would: review the strategy and related risks and opportunities, in the light of the changing environment; develop the core narrative; and create “stories” about the most transformational areas of the College’s work. Other Board members were invited to join the group that would present its work at the next Development Session.

**ACTION (Ref AC030615 - 01)** The Strategy and Narrative sub-group to meet and report to the July Development Session

1.7 Action 03 from the last Board related to the College writing to the Home Secretary about its role in diversity and inclusion. The Board agreed that the diversity agenda and the reply to the Home Secretary would be taken forward by a sub-group, including MB, RW, PF and IC, working with AM and the Executive. The sub-group would report to the July Board meeting.

**ACTION (Ref AC030615 - 02)** Diversity and Inclusion sub-group to meet and report to the July Board.

**Agenda Item 2 - Chair’s Update**

2.1 The Board received the Chair’s written update. She noted that LS had raised a question about how the College defines standards of “evidence” so it can be assured that what is published in its newsletter and elsewhere is accurate. RT and colleagues are addressing the issue.

**Agenda Item 3 – Chief Executive’s Report**

3.1 The Board received AM’s written update. He highlighted the on-going work on the staff survey action plan and the appointment of the four chairs of the Professional Communities. SP asked for the Staff Survey summary to be sent to the Board.

**ACTION (Ref AC030615- 03)** Staff survey summary to be sent to the Board.
Agenda Item 4 – Leadership Review

4.1 AM updated the Board on the positive feedback received on the interim report and confirmed that there would be no material changes in the final report. RB introduced the paper. He put to the Board that the College must take strategic decisions now about its role in taking forward specific recommendations and whether it should co-ordinate the overall implementation of the recommendations. The Board recognised that this was an opportunity for the College to define its place in wider landscape, demonstrate its commitment to its members and drive cultural change.

4.2 PF proposed that the implementation may require a discrete, cross-sector, Strategic Board that the College may lead. AM agreed to seek the views of the main stakeholders. KB informed the Board of the strong support of the PCCs for the review and their potential role in its implementation. The Board agreed that the College would aim to convene a scoping meeting, before the review launch on 30 June, to explore issues such as: inter-dependencies; appetite for delivery; views on recommendations and implementation; and what must be addressed nationally.

**ACTION (Ref AC030615 - 04)** AM to establish a small group, including Giles York, Andy Rhodes, Bernard Hogan-Howe and representatives of the APCC, the PSAEW, the Police Federation and the NPCC. Board members to advise AM of any other stakeholders who should be invited.

4.3 The Board discussed Recommendation 1, Continuous Professional Development (CPD) for chief officers. It noted the importance of Chief Constables committing to CPD now in order to set an example to others. It asked the Executive to set out, on one page, what CPD means for Chief Officers and the supporting products and services that the College will provide.

**ACTION (Ref AC030615 - 05)** The Executive to develop a one-side summary of CPD for chief officers and send it to the Board.

4.4 The Board then considered the Leadership Review communications and engagement strategy. Directors were keen to have material that they could use as ambassadors for the College, with some core messages and some for specific audiences, setting out the benefits of the new ways of working. RW suggested making a link to the documentaries being filmed in the MPS that will conclude at the end of June, coinciding with publication of the final report.

**DECISION** - to publish the final report on 30 June and not, at this stage, to take forward the options set out in the paper.

**ACTION (Ref AC030615 - 06)** The Executive to send to the Board in w/c 8 June: the revised Leadership Report; the key messages; the details of the launch event; and the media handling plan.

**Agenda Item 5 – Strategic Planning**
5a) **Business Planning 2015/16**

5b) **Financial Modelling**

5.1 The two papers were taken together.

5.2 RB described the greater integration of business planning with performance management, risk management and the Five–year Strategy and said that the current focus was on defining performance measures for current projects and programmes and assessing the impact of the College’s work on its members. The Board commended the Business Plan. The Chair noted that it must include the right information on the College’s structures and governance when it is published.

5.3 The Chair noted that the Board had not yet been given the list of the College’s priorities. The Board acknowledged that the initial work on the financial modelling was helpful and agreed with the Executive that more work was needed on the grid and overall process. The next stage would be informed by the work of the new Strategy and Narrative sub-group and would identify the transformational outcomes that would have the most positive impact on the College’s members across policing.

**DECISION** – with the proviso regarding the structural and governance information, the Board agreed that the Business Plan should be submitted to the Home Secretary before being published.

**DECISION** – the Board sought more work on the prioritisation approach.

**ACTION (Ref AC030615 - 07)** The Executive to ensure the College’s structure and governance are reflected correctly in the Business Plan.

**ACTION (Ref AC030615 – 08)** The Executive to continue its work on the financial modelling and the definition of the College’s top priorities and report to the Board.

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**Agenda Item 6 - Management Updates**

6a) **Performance and Risk report**

6.1 RB introduced the paper. RW proposed that the assessment of performance should include a focus on the College’s “brand”, making clear how action taken would impact on its members. He used the example of training, where performance could be measured by a triangulation of timeliness, quality and the impact on CPD.

6.1 The Board was content with the final report on 2014/15 performance. It sought more rounded performance information for 2015/16, including impact, risk and assurance.

**DECISION** – The Board agreed that the performance report was a fair assessment of progress and headline action.
6b) Finance Update

6.2 GH presented the financial report and informed the Board that there had been no material changes since the paper was produced. The first point was that the College had calculated that its resources expenditure would show a £1.4m underspend at the end of the 2014/15 financial year but recognised now that some post-balance sheet events may change the final figure. The College had received the formal indication of its Grant-In-Aid for 2015/16 from the Home Office and had delegated budgets within the College.

6.3 Following a brief discussion about international income, the Chair asked for the developing Commercial Strategy to be brought to the next Board meeting to enable the Board’s, consideration of the opportunities and risks in this area.

ACTION (Ref AC030615 - 09) The Executive to share the latest Commercial Strategy with the Board, to inform a discussion at the July Meeting.

Agenda Item 7 - Committee Updates

7a) Nominations and Remuneration Committee (NRC)

7.1 MB gave a verbal summary of the NRC meeting that had been held that morning. The main issues were as follows.

- The Home Secretary has approved the re–appointment of Katy Bourne and the appointment of Vicky Martin to the College Board.
- The NRC has agreed the appointment of Robin Wilkinson as the Chair of the Members’ Committee and Irene Curtis as a member of the ARC and now sought the approval of the Board.
- The NRC would now be seeking expressions of interest from Board Directors to join the Committee.
- Members of the Members’ Committee are being recruited.

DECISION - The Board agreed the appointments of RB and IC.

7.2 KB asked for the details of the tenures of all Board members.

7.3 JW asked if the new Representative Forum gave its members the ability to bring issues to the forum. AM confirmed that was the case and agreed to review the draft Terms of Reference to ensure that was made clear.

ACTION (Ref AC030615 - 10) AT to send details of the current tenures of the Board Directors to the Board.

ACTION (Ref AC030615-11) AM to review Terms of Reference of the Representative Forum
7b) **Professional Committee**

7.4 The Board had received the paper that included the committee summary from the 6 May meeting and an update on the review of the Professional Committee, including the draft Terms of Reference (ToR). AM noted the recent appointment of the Chairs of the four Professional Communities and set out, in brief, the recent review that had led to the proposed changes in the size and composition of the Committee.

7.5 The Board raised a number of issues to be considered in relation to the Terms of Reference, including the need to make clear:
- the distinct role and responsibilities of the Committee, as opposed to the College Board, the National Police Chiefs’ Council (NPCC) and other bodies;
- that its purpose is to achieve the strategic direction that is set by the Board; and
- how it will avoid any one group on the Committee being able to veto any proposal.

7.6 In describing the new composition, AM noted that it comprised fewer Chief Officers and more PCCs and members from the federated ranks and that a much broader range of partners would be working on issues and attending the meetings. He acknowledged that, given the responsibilities of the members of the committee and the chairs of the new professional communities, the Committee would still comprise a majority of Chief Officers.

7.7 KB asked how the Board could be assured that the issues that should be considered by the Board would be brought to the Board. AM explained that the Committee would work to the delegated authority given to it by the Board, as set out in the Terms of Reference, and that he would continue to send to the Board a full report of all the issues considered by the Committee so that Directors could ask for any to item to be escalated.

**ACTION:** (Ref AC030615-12) Board members to send any further comments on the Professional Committee ToR to AM and AT to inform the next iteration.

**DECISION** – that a revised ToR may go to the Professional Committee for consideration and revert to the Board for its approval

7c) **Audit and Risk Committee (ARC)**

7.8 DOC updated members on the business of the ARC including: welcoming Irene Curtis to the Committee; the positive relationship with the NAO, as the College prepares for the annual external audit; the collaborative work between the Executive and the ARC to develop the new corporate risks; and the work on the risk appetite, that will be informed by the July Board.

7.9 He informed the Board of the comprehensive and high quality work the Executive had completed on assurance across the processes and governance of the College, using the Treasury’s “three line of defence” model. He had asked AM to oversee the same
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process for some of the major strategic projects and programmes, such as: membership; defining the College’s place in the landscape; and other products and services.

Agenda Item 8 – Confidentiality

8.1 No specific issues.

Agenda Item 9 - Next Board meeting

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<th>22 July</th>
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<tr>
<td>11.00</td>
<td>Strategy Review and Narrative - Update from the sub-group</td>
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<td>The Leadership Review and College Staff</td>
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<td>13.00</td>
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<td>Board Meeting</td>
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Closing remarks

The Chair and the Board gave their formal thanks to Julie Lawrence, as this was her last Board meeting before she retired from policing. The Chair acknowledged her significant contribution to the College over the last two years, not only in her role as a Director but also through her work on many of the major programmes across the College.

Signed: ________________________________________(as a true and accurate record of the meeting)

Name: Shirley Pearce

Position: Chair of the College of Policing