

And via Teams

Chair:	Julia Buckingham (JBU), Chair	
Members:	Carolyn Barth (CBAR) Amy Berrington (ABE) Anthony Clare (ACL) Charlie Foreman (CFO), Deputy Chair Margaret Frame (MFR) Kristian Helin (KHE), CEO Karl Munslow-Ong (KMO), RM Representative	Clare Isacke (CIS) Nic Jones (NCJ) Nigel Jones (NGJ) Ricardo Sainz, Student Rep (RSA) Ruchir Rodrigues (RRO) John Shakeshaft (JSH)
Apologies:	Chris Molloy, John Shakeshaft, Cally Palmer	
In Attendance:	Paul Norris (PNO), Chief Financial Officer Olivia Rossanese (ORO), Head of Division & Director of CTU, Cancer Therapeutics: Executive Board Scientific Representative Barbara Pittam (BPI), Chief Research and Academic Officer	
Presenting:	Item 4. Scientific Presentation: Jessica Downs (JDO), Deputy Head of Division, Team Leader, Cancer Biology	
	Item 11. Remuneration Committee Annual Report: Carol Ford (CAFO), Chief People Officer	
	Item 12. Staff Consultative Committee Annual Report: Carol Ford (CAFO), Chief People Officer	
	Item 17. Fundraising Annual Report: Ben Kolbington (BKI), Deputy Director and Head of Communications and Tom Bland (TBL), Deputy Director of Development (Trusts and Corporates)	
	Item 18. Jon Wilkinson, Director of Business and Innovation Office	
Secretariat:	Jacqui Philips (JPH) Head of Governance (Minutes) Stela Ivanova (SIV) Corporate Governance Officer	

NOTE OF MAIN MEETING

1.	Formal Matters
	a) Declarations of Interest
	None were declared.
	b) Minutes of meeting held on 24 July 2024
	These were approved.
	c) Minutes for external publication
	These were approved.
	d) Action log
	This was noted.
	e) Board of Trustees Business Planner
	The Board took note.
B/09/24/1e.) –	It was requested that papers on Going Concern and plans for Long Term Financial

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BOT Business Planner	Sustainability be brought to the Board of Trustees in November for consideration alongside the Annual Report and Accounts. <i>Action: PNO/LBL & Secretariat for BOT Business Planner.</i>
	f) Update on any Significant Incidents
	None were declared.
	g) Revisions to Board of Trustees Terms of Reference
	JPH spoke to these proposals.
<i>Decision</i>	The Board agreed the revisions to the Board of Trustees Terms of Reference.
	h) Revisions to Executive Board Terms of Reference
	JPH spoke to these proposals.
<i>Decision</i>	The Board agreed the revisions to the Board of Trustees Terms of Reference.
	i) Results of Stakeholder Mapping Questionnaire on public policy links
	JBU spoke to this item. She requested members of the Board who had other political contacts and/or who had not yet responded to send responses to the Secretariat.
2.	Chief Executive's Report
	<p>KHE spoke to this item. The following points were made in discussion:</p> <ul style="list-style-type: none"> • A concern was raised that the reported recent appointments had all been male. CIS said that this was an unusual year and in previous years' recruitments there had been an even split between male and female recruitment. • The Board expressed itself very impressed with the volume and calibre of the ICR's scientific papers and praised the Communications Team for their work in publicizing them. It was agreed that the ICR was exceptional amongst UK cancer research institutions in publishing its research. KHE agreed and said that the publicity around the ICR's research publications was important for fundraising purposes. • The Board discussed the potential of the London Cancer Hub to be a multiplier of benefits for the ICR in attracting other researchers and companies to the site as well as bringing in income for research. It was agreed that more could be done to build a sense of a scientific community on the Sutton site, but that this would improve as more tenants came on to the site and the London Cancer Hub reached its full potential. • There was discussion with regards to how to ensure financial sustainability as well as pushing forward with cancer research. • There was a query regarding commercial partnerships developed by the Flow Cytometry team to allow companies to access some of the ICR's core research facilities
3.	Academic Board Annual Report
	<p>CIS spoke to this report. The following points were made in discussion:</p> <ul style="list-style-type: none"> • CIS confirmed that action has been taken in response to concerns raised about the timeliness of marking through giving greater incentives to those who were marking courses to complete the marking within deadline or lose their honorary title. BPI said that this was being monitored systematically through a KPI to ensure that the issue was being tackled. • Reference was made to the OfS considering that the ICR was potentially non-compliant with condition B3. CIS said that this situation had been resolved and arose from the very unusual nature of the part-time MSc for clinicians. This had

	<p>been discussed with the OfS who were now satisfied that the ICR was compliant.</p> <ul style="list-style-type: none"> • There was a question regarding the ethnic mix of the ICR's students. BPI said that the ICR had been looking into this including working with charities who support ethnic minorities in schools entering scientific careers. She said that many students were put off going into science-based careers because of the financial instability of such careers and were more attracted to professions such as engineering and medicine which had a more guaranteed career structure and salary levels. She said that CRUK had ringfenced some PhD studentships for Black students and that this might help to shift the dial. CIS agreed and said that the ICR was working to bring in more socially disadvantaged students and help them seek funding and other support although it was pointed out that such funding was very scarce. CIS added that there were ongoing discussions with the Convergence Science Centre at Imperial College about how such initiatives could be expanded. It was agreed that more could be done to attract students from the Commonwealth.
<i>Decision</i>	The Board of Trustees approved the Academic Board Annual Report.
<u><i>Scientific Presentation</i></u>	
4.	Scientific Presentation: Jessica Downs, Deputy Head of Division, Cancer Biology
	The Board took note of the Scientific Presentation and thanked Professor Jessica Downs for her presentation.
5.	RM-ICR Partnership update
	KHE gave a brief update. The Board took note.
<u><i>Finance Matters</i></u>	
6.	Stratus Update
	<p>PNO gave a verbal update on the status of this project. He said that considerable work had taken place over the summer. A supplier day had been held at the Sutton site with prospective software providers which had been addressed by KHE. The deadline for submitting bids had also been extended in order to enable suppliers to work up their responses. The deadline for submissions had closed a week earlier and the bids were now being evaluated. He said that the submissions constituted a viable field of potential suppliers although there were not as many of them as they had hoped which was potentially due to a rigorous procurement process which had dissuaded a number of potential bids.</p> <p>PNO continued that the business case for the ERP would be brought to the Board in November. He advised that the full evaluation may not be complete but would consist of some 'high watermark' overall costs which the Board would be asked to approve in order to enable the project to move forward.</p> <p>He outlined other key developments as follows:</p> <ul style="list-style-type: none"> • A Programme Director had been recruited for the project. This was an experienced individual who had done a number of ERP projects for other HEIs. • Key elements of the Evolve team would transition to the Stratus team. • The Stratus Programme Board would include senior scientific representatives from Sutton and Chelsea and would also include KHE. <p>In discussion it was asked whether the bidders could demonstrate how they had developed ERPs for other clients and whether those other clients could provide references. PNO said that not all the bidders had submitted bids for all the lots as they were specialist systems. He said that in evaluating the proposals the ICR would pay close</p>

	<p>attention to the experience of the potential suppliers in this area.</p> <p>Asked if the ultimate selection might include more than one supplier, PNO said that two options were being looked at. One was an end-to-end solution from a single supplier. Another option as best in class individual systems and an integration between them.</p> <p>The Board took note.</p>
7.	Evolve Update
	<p>PNO spoke to this. The following points were made in discussion:</p> <ul style="list-style-type: none"> • In response to a question on staff morale given all the changes which had taken place in the prior 12 months, PNO said that it varied but that on the whole most of the organisation was behind the changes and could see that they were moving forward. • PNO said that the Evolve programme had enabled learnings around internal communications and two-way communications and these learnings would be built on for other projects, in particular how best to get engagement from the research community. <p>The Board took note.</p>
8.	Pre-audit Q4 Financial Performance (for 12 months ending 31 July 2024)
	a) Financial Position - Summary (Q4)
	PNO spoke to this paper.
	b.) Update on Pay Negotiations
	<p>PNO reported that union members had voted against this summer's pay award proposal, which included both the annual pay award and benchmarking changes to pay scales. PNO explained that at present the union had not come back with any counter proposals and that discussions with them were ongoing.</p>
<i>Decision</i>	
	Management were asked to continue with the discussions with the union.
	c.) Proposed Investment in Residential Property
	<p>PNO spoke to the slides. He reported that the Investment and Building Development Committee had reviewed the proposed investment at their meeting on 23 September and was recommending it to the Board for approval.</p> <p>CFO said that the ICR currently had a very low exposure to property in its investment funds. He said that whilst the proposed investment took the form of a long-term fixed asset and increased the ICR's property exposure it was still a relatively small investment in terms of the overall funds under management by the ICR. He commended the proposal to the Board saying that the investment would also support the ICR's mission to support its students and scientists.</p> <p>In discussion it was agreed that this was a laudable proposal to in terms of providing an element of guaranteed housing to the ICR's students and scientists. PNO said that the advice that the ICR had received was that the rental market remained strong, and that the location was an attractive investment for the longer term. He said that the ICR had received a discount from the seller on the market price because they would be making a bulk purchase.</p> <p>Asked what the process would be for accepting applications to live in the property, PNO said that this was still being decided, but the likelihood would be that priority would be given to overseas students with no footprint in the UK. KHE said that the building would be an important element in attracting high calibre people to apply to the ICR and cited other institutions in the US who also provided subsidized housing for their postgraduate</p>

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	students.
<i>Decision</i>	The Board of Trustees approved the proposed investment in a residential property.
	d.) KPI Performance Report (Q4)
	<p>PNO spoke to this item.</p> <p>PNO assured the Board that the KPI's were specific to the ICR and were not just sector-wide KPIs. He said that the KPI's could be adjusted during the planning period if required and would be reviewed in advance of the new planning period which started in three years' time.</p> <p>The Board took note.</p>
	e.) Strategic Risk Register (Q4)
	PNO spoke to this item.
<i>Decision</i>	The Board approved the Q4 Strategic Risk Register.
9.	Annual Plan 2023 – 2024: End of Year Report
	JPH and PNO spoke to this item. The Board took note.
10.	Revised 2024 – 2025 Annual Plan
	JPH and PNO spoke to this item.
<i>Decision</i>	The Board approved the revised 2024 – 25 Annual Plan
11.	Remuneration Committee Annual Report
	CAFO attended for and spoke to this item.
<i>Decision</i>	The Board approved the Remuneration Committee Annual Report.
<u>Annual Reports</u>	
12.	Staff Consultative Committee
	<p>CAFO attended and spoke to this item.</p> <p>In discussion it was asked what policies the ICR had in place with regards to the employment of people with disabilities. CAFO said that the ICR was very transparent with regards to its policies on people with disabilities. However, she noted that staff were not obliged to disclose any disabilities to their employers and so it was difficult to collect data in this area. She said that the new EDI Manager was working closely with the ICR's Disability Awareness Group to ensure that there as more championing of people with disabilities within the ICR. She said that the Executive Board had recently appointed one of its members as a Sponsor of the Disability Awareness Group. She said that the ICR was in a good position to build on these initiatives to support staff with disabilities.</p> <p>The Board took note of the report and agreed to be updated in due course of the result of the meeting with the Union on the pay negotiations.</p>
13.	Animal Welfare and Ethical Review Body (AWERB)
	<p>KHE spoke to this report. He said that discussions were under way to replace the outgoing AWERB Chair with a scientist Chair. CIS said that following the organizational changes made the previous year the AWERB was operating much more efficiently than in the past.</p> <p>The Board took note.</p>
14.	Institute Health Safety & Environment Committee (IHSEC)
	KHE spoke to this report. In response to questions, he assured the Board that there was extensive health and safety training available at the ICR, in particular with regards to the

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	handling of liquid nitrogen.
<i>Decision</i>	The Board approved the IHSEC report.
B/09/24/14.) – IHSEC Annual Report	The Board asked for the Institute Health, Safety & Environment Statement to be circulated to all Trustees for information. <i>Action: Secretariat</i>
15.	Data Protection Officer
	BPI spoke to this report. The Board took note.
16.	Management Committee
	The Board took note of this Annual Report
17.	Fundraising Annual Report
	TBL attended and spoke to this report. BPI said that TBL had been freed of some of his interim management responsibilities in order to enable him to free up more time to lead the Trusts team. She said that this had already seen good results. TBL said that the ICR had long established relationships with a number of charitable trusts and that new conversations were being opened with charitable trusts who have not worked with the ICR in the past or with whom relationships had lapsed. The Board praised the work of the Fundraising team and took note of the Annual Report.
18.	Business and Innovation Office
	JWI spoke to the report. In discussion it was suggested that the process for finalizing contracts could be speeded up. It was noted that this was a common issue across HEIs. JWI said that he was looking at strengthening the resourcing of the Contracts Team and hoped that improvements to the contracts process should be the result of this. The Board took note of the report.
<i>Minutes & Other Papers for Noting</i>	
	The Board of Trustees took note of the following:
19.	Minutes of ICR/RM Strategic Partnership Board 13 June 2024
20.	Minutes of Audit & Risk Committee 12 September 2024
21.	Minutes of Executive Board 10 September 2024
22.	Minutes of Academic Board 22 July 2024
23.	Any Other Business:
	JBU thanked RRO on behalf of the whole Board for his service to the Board of Trustees, noting that this was his final meeting before his term ended on 30 September. JBU drew the Trustees' attention to the following two events which she urged them to attend as follows: <ul style="list-style-type: none"> • CCDD Launch Event: 15 October 2024 • Carol Service: 3 December 2024. She asked Trustees to consider donating to the raffle prizes. <p>The meeting then closed.</p>
<i>Date of Next Meeting: Thu 21 Nov, 09.30 - 14.00, CBL, Chelsea</i>	