

**MEETING OF THE BOARD OF TRUSTEES
OF THE INSTITUTE OF CANCER RESEARCH
THURSDAY 28 SEPTEMBER 2023, 09:30 – 14:00**

CBL LECTURE THEATRE, ICR CHESTER BEATTY LABORATORIES,
237 FULHAM ROAD, SW3 6JB

Members:	Julia Buckingham (JBU), Chair	
	Charlie Foreman (CFO), Deputy Chair	
	Kristian Helin (KHE) (Chief Executive)	
	Chris Bakal (CBA)	Bastien Lecoecur (BLE)
	Anthony Clare (ACL)	Chris Molloy (CMO)
	Margaret Frame (MFR)	Karl Munslow-Ong (KMO)
	Clare Isacke (CIS)	Ruchir Rodrigues (RRO)
	Nic Jones (NCJ)	John Shakeshaft (JSH)
	Nigel Jones (NGJ)	
Observers:	Carolyn Barth (CBAR) – (incoming Board member)	
Apologies:	Cally Palmer (CPA) Bill Burns (BBU)	
In Attendance:	Paul Norris (PNO), Chief Financial Officer Barbara Pittam (BPI), Chief Research and Academic Officer Jon Pines (JPI), Head of Cancer Biology (Science Rep)	
Presenting	Item 4b: Remuneration Committee Report, Carol Ford (CAFO), Chief People Officer	
	Item 6: Sutton Vision & Interim Estates Strategy, Simon Francis (SFR), Director of Estates & Facilities	
	Item 10: Institute Health Safety & Environment Committee (IHSEC) Annual Report 2022 – 23, Richard Woods (RWO), Head of HSEQ, Estates and Facilities	
	Item 16: (Scientific Presentation) Professor Nick Turner, Group Leader, Breast Cancer Research	
Secretariat	Jacqui Philips (JPH) Head of Governance (Minutes)	
	Stela Ivanova (SIV) Corporate Governance Officer	
MINUTES		
1.	FORMAL MATTERS	
	<p>JBU opened the meeting. She thanked Bill Burns (in absentia) for his contribution over two terms, noting that he is due to step down in October. She introduced CBAR who was observing this meeting and who would succeed Bill Burns as a new Trustee in October.</p> <p>CBAR introduced herself to the Board. The Board introduced themselves.</p> <p>JBU welcomed ACL and NGJ to their first meeting of the Board as full members. She welcomed KMO who was attending in place of CPA.</p>	
	<p>JBU informed the Board that she had requested a more secure means of sending out board papers and that the ZendTo website was being used as an interim measure. She said that the Secretariat were working with IT to explore more permanent solutions, including purchasing an external board portal software or developing an in-house solution. She said that the Secretariat would keep the Board informed of progress.</p>	
B/09/23/01 –	<i>Action: Secretariat</i>	

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Board Papers Portal	
	Declarations of interest
	No conflicts were declared.
	Minutes of meeting held on 20 July 2023
	The Minutes were approved.
1.a)	Minutes for external publication
B/09/23/01c) Minutes for external publication	The Board agreed to delegate the agreement of the final redactions to the minutes to JBU and CBU. <i>Action: Secretariat, JBU, CFO</i>
1.b)	Action log
	<p>JBU referred the Board to paper 15 “DABC Action Plan dated February 2020” which had been circulated in response to action point B/07/23/6: Annual Statement on Bullying and Harassment). She reported that she had had a good conversation with the Chief People Officer and had sought and received assurances that these action points were being followed up and that additional training was being rolled out.</p> <p>BPI said that the meetings mandated in Action point B/07/23/6 between HR and Heads of Divisions for information sharing had been reinstated and had taken place in August and September. She said that a number of actions had been agreed and were being progressed. She offered to give a further update to the Board at a later date.</p> <p>JBU thanked BPI for the update and said that the Board would continue to monitor this issue going forward.</p>
1.c)	Approval of two new Audit & Risk Committee (ARC) non-execs as ICR members
B/09/23/01e) – Approval of two new ARC non-execs as ICR members	NJO spoke to this item. The Board approved the two new ARC non-execs as ICR members. <i>Action: Secretariat to inform the two new members.</i>
2.	Chief Executive’s Report
	KHE spoke to his report. The following points were made in discussion:
	<p><i>MRC Centres of Research Excellence</i></p> <p>View that making funding proposals for these was challenging as it involved proposing a new approach to an existing question. The deadlines for expressions of interest in the oncology area is February 2024. It might be possible to bid for matched funding. The applications process was very complex. However, given the sums of money involved and the national approach it was worthwhile making the effort. Applications from groups of institutions were more likely to be successful, so ICR should leverage its partnerships to do this, most notably the ICR-RM partnership. The ICR would be working to develop a theme for the proposal and would then be finding partners.</p>
B/09/23/02i – MRC Centres of Research Excellence	<i>Action: KHE and MFR to discuss</i>

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	<p><i>Inspiring Tomorrow's Leaders</i></p> <p>The Board noted a proposed 'Strengthening career pathways for technicians' programme has been awarded funding from the Wellcome Trust as part of its <i>Institutional Funding for Research Culture (IFRC)</i> call for proposals. The ICR is piloting an ICR specific proof of concept approach with an apprenticeship provider.</p> <p>It was noted that this could be a good route to attract a more diverse pipeline of scientists into the sector some of whom might go on to take degree level qualifications and progress into PhD and post-doc routes. Tthe funded pilot will allow the ICR to evaluate these questions.</p>
	<p><i>Growing Our impact</i></p> <p>JBU reported on a successful visit to the Sutton site by the Minister of State for Health. The board praised the contribution made by Professor Kevin Harrington at the Science and Technology Select Committee hearing.</p>
3.	RM-ICR Partnership - Update
	<ul style="list-style-type: none"> • KHE updated the Board on the progress of the partnership discussions. • The first meeting of the new Strategic Partnership Board will take place in October. • The membership of the Research Strategy Board has been agreed, the new members have been invited and the first meeting will take place on 16 October. • The Research Finance Investment and IP Committee has been established and has met in August and will meet again in October. • The plan to have a common Scientific Advisory Board for the RM and ICR has been solved by inviting two new external members onto the ICR's existing Scientific Advisory Board. • The membership of the joint Research Infrastructure Committee has been agreed. The governance structure and the Terms of Reference will be signed off by the ICR and RM boards. • The RM and ICR CEOs have both held town hall meetings with staff to explain the partnership discussions. •
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B/09/23/03 – Joint ICR-RM IP agreement	<i>Action: Board for agreement by correspondence</i>
4.	FINANCE MATTERS
4.a.)	Pre audited 12 months Q4 Financial Performance
	<p>PNO spoke to the report.</p> <ul style="list-style-type: none"> •
4.b)	Remuneration Committee Report
	<ul style="list-style-type: none"> • CAFO attended by Teams and spoke to this item. JBU stated that the Board would wish to monitor the ICR's progress in closing the gender and ethnicity pay gap over time.
5.	Report from Audit & Risk Committee (ARC) meeting held on 25 September 2023

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	<p>NGJ gave a verbal update on the most recent meeting of the ARC which had taken place on 25 September as follows:</p> <ul style="list-style-type: none">• The Committee looked at the Strategic Risk Register. No changes were recommended.• The Committee approved PWC’s Annual Report. The Committee noted that PWC had concluded that the ICR had Moderate Assurance which was the same level as last year.• The ARC received 4 new reports from PWC as follows:<ul style="list-style-type: none">○ KPI alignment – Low Risk○ Research Publications: Conflicts of Interest – Medium Risk○ Taught Course Marking – Low Risk○ Assurance Mapping• The ARC reviewed and approved the Additional Sources of Assurance paper which has gone forward to the Board of Trustees.• The external audit by BDO has just begun and will be discussed at the next ARC meeting in November.• The Committee approved the TRAC methodology.• Based on BDO advice the ARC has agreed a further change to its Terms of Reference to state that a Board Member must be one of its quorum. The ARC will request the Board of Trustees to approve this amendment to its Terms of Reference at its November meeting. <p>He explained that the main item under discussion was cyber security which is the highest risk in the risk register and the Chief Information Officer had given a presentation at the meeting. The Board took note. JBU thanked NGJ and the ARC for their work and said that the ARC would continue to work on the question of the ICR’s risk appetite on cyber security on behalf of the Board of Trustees and update the Board of progress.</p>
5.a.)	Report from Audit and Risk Committee on Additional Sources of Assurance
	<p>PNO spoke to his paper. NGJ added that the Assurance Mapping document submitted to the ARC by PWC was a live document and would be maintained and updated on a forward going basis. He said that this document would be a useful source of ideas for the design of the internal audit plan over the coming years.</p> <p>The committee took note.</p>
6.	Sutton Vision & Interim Estates Strategy
	<p>SFR attended for and spoke to this item. The following points were made in discussion:</p> <ul style="list-style-type: none">• For the project to be a success all the disparate owners/players involved in the site must work together.• The Board agreed that it was important to have an overall plan for the site and a holistic vision to avoid short-termism and costly mistakes and to open up broader commercial opportunities for external funding. <p>In response SFR agreed that the bidders were attracted by the prospect of working with the ICR and RM and said that he expected that the successful bidder would talk to the ICR and RM before signing the lease. H</p> <p>BPI said that there was a huge demand for life science spaces in London and the surrounding area and such sites were generally over-subscribed. She said that there was lots of data available on similar developments.</p> <p>KHE said that the Innovation Gateway project initially developed by Sutton Borough Council had been more successful than originally anticipated and that there was clearly a demand for more space on the site. He said that it was helpful that the Council had a wider plan for the whole area to</p>

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	<p>be an attractive and affordable community which would help the success of the life sciences hub. He said that the life sciences development would be taken in stages, which had proved a successful strategy to date. He agreed that biotech companies preferred sites in central London but said that this did not detract from the potential of the Sutton site for life sciences.</p> <p>On the Haddow laboratories SFR said that a number of options were under consideration. .</p> <p>KHE said that there was a separate plan in place to review options for the developments at Chelsea. .</p> <p>KMO agreed that the ICR and RM should work together on formulating the vision for the site and said that these discussions were already under way, both for the Chelsea and Sutton sites. SFR said that he was planning to set up a joint Estates Strategy Working Group with the RM and was talking to colleagues at the RM about putting this in place.</p>
B/09/23/06 – Vision and Interim Estates Strategy	<p>The board took note of the Vision and Interim Estates Strategy and asked for an update from SFR on progress in Q1 2024.</p> <p><i>Action: Secretariat, for March 2024 Board of Trustees Agenda</i></p>
7.	Update from the Investments and Building Development Committee
	<p>JSH gave a verbal update on the activities of the Committee.</p> <p>The Board took note.</p>
7.a.)	Minutes of the Meeting of 6 September
	The Committee took note
8.	Evolve Update
8.a.)	Evolve Update
	<p>PNO spoke to the slides.</p> <p>The Board took note and praised the progress made. JBU agreed that it is important to engage with and support the middle managers in implementing the Evolve actions.</p> <p>.</p>
8.b.)	Minutes & Actions from the meeting of the Financial Sustainability Advisory Group 7 September 2023
	<p>CMO spoke to the paper.</p> <p>JBU thanked KHE, BPI and CMO. She said that the Trustees needed to think about how they would help the organisation get through a challenging period. She said that it was important to be ambitious but that it was important not to have unrealistic expectations of what can be achieved in the short term.</p>
8.c.)	Revisions to Terms of Reference for Financial Sustainability Advisory Group
B/09/23/08c. – Revised Terms of Reference for the Financial Sustainability Advisory Group	<p>CMO spoke to this paper.</p> <p>The Board approved the revised Terms of Reference.</p>

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9.	ACADEMIC GOVERNANCE
9.a.)	Academic Board Report
	<p>CIS spoke to this item.</p> <p>BPI gave a verbal update as follows:</p> <p>Over the last 12 months the Academic Board has reviewed and updated the Academic Framework Document which is a description of how the ICR manages academic quality. As part of this exercise the ICR took the opportunity to move away from an explicit reliance on the QAA quality code and instead focus on the OfS requirements as the OfS no longer recognises the QAA as the designated quality body. The OfS prefers the institutions it regulates to spend more time on the quality of delivery and less time on process, which is what is required by adherence to the QAA quality code.</p> <p>BPI pointed out that the report includes the latest PRES and PTES survey results which reflect the views of postgraduate research and postgraduate taught students respectively. She said that these are national surveys and the ICR has many other mechanisms for feedback. The PTES results students at the ICR remain high but unfortunately the PRES results were less good and that there had been a significant drop since the last survey in 2021. She assured the Board that the ICR was working actively to address the concerns raised and that the action plan would be presented at the next formal round of the Academic Board in 2024. She said that immediate actions being taken included increasing the frequency of refresher training for supervisors and addressing issues which had escalated since the pandemic including an increased sense of isolation by international students. Actions to address this included an International Students Day planned for 17 November and the introduction of a 'buddy' system.</p> <p>BLE welcomed these actions but asked for greater communication of the plans to the student population, as announcements were expected following the feedback sessions which had already been held.</p> <p>BPI assured the board that the actions taken would be communicated.</p>
B/09/23/09a. – Academic Board Report including PTES and PRES survey results	Academic Services to communicate the actions being taken following the PRES survey results. <i>Action: BPI</i>
9.b.)	Animal Welfare and Ethical Review Body (AWERB) Annual Report
	CIS spoke to this report. The Board took note.
9.c.)	Credentials Committee Membership
B/09/23/09c. – Credentials Committee Membership	The Board approved the proposals.
10.	Institute Health Safety & Environment Committee (IHSEC) Annual Report 2022 – 23
	RWO attended for and spoke to this item. The Committee approved the report.
11.	Any Other Business <i>To note that no documents have been sealed by the Institute seal since the last meeting</i>

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12.	Scientific Presentation		
	The Board received a presentation from Professor Nick Turner, Group Leader, Breast Cancer Research.		
	JBU thanked Professor Turner and concluded the meeting.		
<i>Date of next meeting: Tuesday 28 November 2023, 0930 – 1400 hrs, CBL Chelsea</i>			
<u>Papers for noting</u>			
The Board took note of the following Reports and Minutes:			
ANNUAL REPORTS	Noting	BPI/PNO	Paper
a) Fundraising Office			
b) Information Governance Committee			
c) Research Committee Annual Report			
d) Staff Consultative Committee			
e) Business & Innovation Office			Late Paper
Minutes of Committees			
a) Academic Board Minutes of meeting held on 17 July 2023	Noting	BPI	Paper
b) ICR/RM Joint Executive Group 3 March 2023	Noting	KHE	Paper
c) Executive Board Minutes of meeting held 11 July 2023	Noting	KHE	Paper
Revised Privacy Notice for the Board of Trustees & Non-Executives	Noting	JPH	Paper
Board of Trustees Business Planner	Noting	Chair	Paper
DABC Action Plan dated February 2020	Noting	CAFO	Paper
<i>(Circulated for information as requested in Action Point: B/07/23/6: Annual Statement on Bullying and Harassment)</i>			