

10:00am – 4:00pm 12 January 2015
83 Victoria Street, London SW1H 0HW

Present: Walter Merricks (Chair), Iain Christie, Deborah Arnott, David Robinson (until 3:30pm), Maire Messenger Davis, Patrick Swaffer, Sue Evison.

In attendance: Alex Cisneros (minutes), Jonathan Heawood, Nicola Ptohopoulos

Item	Actions
<p>1. Introductions</p> <p>WM welcomed everybody to the meeting and invited the Board and staff to take the opportunity to get to know each other. The aim of the meeting was to talk about the ‘guts’ of IMPRESS – its strategy and constitution – and to help the Board to understand the Royal Charter on Self-Regulation of the Press.</p>	
<p>2. Strategy</p> <p>JH introduced the strategic options paper which had been previously circulated. He defined the aims of IMPRESS as:</p> <ul style="list-style-type: none">• Enabling the press to hold the powerful to account• Enabling the public to hold the press to account• Enabling the public to distinguish between regulated and unregulated journalism <p>He then outlined three potential strategic routes which IMPRESS might follow to achieve its aims:</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	

Item	Actions
<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>The Board agreed with these aims and considered the strategic options in detail.</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p>	<p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>[REDACTED]</p> <p>AC to circulate a copy of the IPSO contract</p> <p>JH to draft a strategic plan for 2015-16</p>
<p>3. Constitution</p> <p>WM introduced the constitutional briefing which had been circulated. The activities of IMPRESS are currently being conducted under the auspices of The IMPRESS Project, a company limited by guarantee. In order to bring IMPRESS to life, the Board would need to finalise and sign its Articles. In due course, The IMPRESS Project may be wound up.</p>	

Item	Actions
<p>WM explained that IMPRESS would be a Community Interest Company (CIC), with appropriate objects and powers for its role as an independent press regulator.</p> <p>The briefing note made a number of additional proposals, which the Board considered in detail.</p> <p>To include a ‘sunset clause’ in the Articles, to cause IMPRESS to be wound up in the event that its independence is compromised by a future government. <u>Agreed.</u></p> <p>To retain the services of the Appointment Panel and accept their proposals that the Board should be appointed on two-year and four-year terms, initially, with the Chair to be appointed on a four-year term. <u>Agreed.</u></p> <p>To create an obligation to consult participating publishers on any proposed changes to the IMPRESS Articles, procedures, contracts, code, auditors and budget; and on the decision whether to seek recognition under the Royal Charter. <u>Agreed.</u></p> <p>To involve the public in the work of IMPRESS through an ‘Advisory Council’ of stakeholders, to be consulted on a range of issues but with no formal status in the constitution. <u>It was agreed that the Board should consider several models of public involvement in comparable organisations before finalising this proposal.</u></p> <p>To establish a Code Committee to advise the Board on the use and development of the Editors’ Code. <u>Agreed.</u></p> <p>Whether to adopt the existing Editors’ Code of Practice or develop an original IMPRESS code. It was noted that the Regulatory Funding Company has asserted copyright in the code, and may seek to prevent IMPRESS from using it. <u>It was agreed that IMPRESS should use the existing code, and that WM and JH should raise this issue with the House of Lords Communications Committee in their evidence session on 13 January.</u></p>	<p>WM to agree terms of appointment with Board members individually</p> <p>AC to draft an options paper on public involvement</p> <p>JH and WM to instruct Goodman Derrick LLP to revise the Articles</p>

Item	Actions
<p>WM then asked the Board for their preliminary views on the IMPRESS complaints-handling procedure, investigations, sanctions, contracts and arbitration scheme. <u>After some discussion, it was agreed that these complex issues should be discussed in more detail at a future meeting.</u></p>	<p>in light of this discussion, and to circulate a revised draft before the February meeting</p>
<p>4. The Royal Charter</p> <p>The Board considered the note on the Royal Charter which had been circulated. <u>It was agreed that the decision whether to seek Charter recognition would be taken very carefully.</u></p>	
<p>5. Finances</p> <p>JH introduced the note on finances which had been circulated. He explained that The IMPRESS Project had £51,000 cash, with £10,000 pending. At current rates, this would last until approximately the end of March. The future costs of IMPRESS would be significantly higher than this. Max Mosley had pledged up to £6m towards these costs over five years. JH had discussed this offer on the basis that any funding would be made by an independent charitable trust, to which MM would make an unconditional donation. This trust (the Independent Press Regulation Trust) was being established.</p> <p>The Board emphasised the importance of secure and credible funding for IMPRESS.</p>	
<p>6. Dates of future meetings</p> <p><u>The dates previously circulated were agreed.</u></p>	
<p>7. Confidential Business</p> <p>The Board agreed to offer JH an ongoing role with IMPRESS.</p>	<p>WM and JH to discuss potential terms of engagement</p>
<p>8. Any other Business</p> <p>There was no other business and the meeting closed at 4:00pm.</p>	