

Board Meeting

Minutes of Board Meeting held on 15 February 2023

Chair Approved

Location	Present	In Attendance
Video Conference	Alan Kershaw (Chair) Mark Bottomley Derek Bray Professor Elena Marco Dr Teri Okoro Liz Male Stephen McCusker Cindy Leslie Tom McDermott Shamooun Hussain (Boardroom Apprentice)	Hugh Simpson (CEO & Registrar) Emma Matthews Simon Howard Brian James Rebecca Roberts-Hughes Marc Stoner Alice Pun Jodie James (Observer) Mandy Kaur (Minutes) Henry Asson (Items 6 & 10) James Farrar (Items 6 & 10) Claudette Woodburn (Observer) Jolyon Daw (DLUHC, Observer) Patricia Ramallo (NCARB, Observer) Harry Falconer (NCARB, Observer) Mike Armstrong (NCARB, Observer) Bayliss Ward (NCARB, Observer) Helen Gordon (Science Council, Observer)

OPEN SESSION

1. Apologies for Absence

The Chair welcomed everyone to the Board meeting. Apologies were received from Will Freeman for both the open and confidential sessions. The Chief Executive and Registrar had provided his apologies for the first hour of the meeting.

Jolyon Daw from the Department of Levelling Up, Housing and Communities (DLUHC), was welcomed to the meeting. Mr Daw observed the whole of the Board meeting.

Helen Gordon, Chief Executive, from the Science Council, and Independent External Reviewer, was also welcomed to the meeting. Ms Gordon was undertaking the Chair's annual review and would be observing both the open and confidential sessions.

The Chair welcomed NCARB guests to the meeting and invited them to introduce themselves to the Board. They were in the UK to participate in the signing of the ARB/NCARB Mutual Recognition Agreement (MRA) as well as other associated events and would be observing the open session of the meeting.

The new Lay Board Member, Tom McDermott and Apprentice Board Member, Shamooun Husain, were welcomed to their first formal Board meeting.

The Chair also welcomed Claudette Woodburn, Executive Support Administrator, who had recently joined ARB. Other members of staff would join the meeting at the relevant agenda items.

Due to issues relating to the quorum, the Board agreed to take some items out of sequence to allow members of the Board time to join the meeting. Matters for Decision were therefore dealt with once the Board was fully quorate. Mark Bottomley joined the meeting during item 5; Stephen McCusker joined the meeting during item 6 and Hugh Simpson joined the meeting during item 6.

2. **Members' Interests**

The Chair confirmed that all Board members had been asked to declare any conflicts of interest in any of the agenda items prior to the meeting.

All Board Members declared an interest in agenda item 7, which dealt with the membership of ARB's committees.

The Board was reminded that the new Declarations and Conflicts of Interest Policy was now in place, and the Board would need to work to that policy.

STANDING ITEMS:

3. **Update from the Chair**

The Chair reminded the Board of the plans for the formal signing of the first NCARB and ARB MRA which was due to take place on 16 February 2023; this was a particularly positive move and a time for celebration after a huge amount of work by the office team under the leadership of Emma Matthews.

The UK/EU MRA was currently in the process of being taken forward under the UK/EU Trade and Co-operation Agreement.

The Chair had met with the incoming RIBA President, Muyiwa Oki, as well as the Chair of the RIBA Board, Jack Pringle. This was a positive meeting and the Chair confirmed that he looked forward to working with Mr Oki, going forward. Mr Oki had been invited to visit ARB and address the Board once he had taken up office.

The Chief Executive & Registrar and Chair had also met with DLUHC Minister, Lee Rowley MP, and briefed him on current ARB-related matters particularly in relation to continuing professional development (CPD), education and the MRAs. He had responded positively.

4. **Minutes**

The Board unanimously approved the open session minutes of the meeting held on 7 December 2022.

5. **Matters Arising Report**

A Board Member enquired whether the benchmarking task to consider whether similar bodies used the approach whereby the auditors were appointed by the Board rather than the Audit and Risk Assurance Committee, had taken place. This benchmarking had not taken place as yet, and the Board would remain informed once the benchmarking had been undertaken.

MATTERS FOR DECISION

6. **Appeals Committee Rules, Procedures and Membership**

The Director of Governance and International explained that further to the Board's consideration of the proposals in summer 2022, the rules to support the new Appeals Committee and Appeals processes had been drafted, and approval for these had been sought as agreed by the Board. Consultation had taken place over the latter part of the year. Work had been carried out with support from the Policy and Communications team, and the paper provided a summary of the consultation outcomes. The Executive had adjusted the proposed rules regarding the membership of Appeals Committee, to make them clearer, more transparent and more streamlined given that members of the Professional Conduct Committee would also be serving as members of the Appeals Committee.

Under point 3.5 of the cover paper, which dealt with resource implications, the last two sentences of the paragraph should have been omitted from the paper; they had been carried over in error from the paper presented to the Board the previous summer.

It was noted that the paper did not include proposals regarding the Appeals fee that would be charged to those who sought to appeal a registration decision within scope of the process. Approval of the rules and processes needed to be dealt with first; details regarding the proposed fee would be brought back to the Board for consideration and approval.

The rules stated that an appeal would not be considered until the relevant fee had been paid, and as a result, there was a need to delay operations until the fee had been set. The Executive would therefore bring a paper back to the Board regarding the fee at the earliest opportunity. Once the initial fee had been approved, the Appeals process would be

operationalised. The fees would then be considered on an annual basis each Autumn, in line with all other fees.

In response to a query raised by a Board Member, it was noted that the Registration team would be involved in managing the appeals, but the panel would be drawn from the Professional Conduct Committee Members pool; the Registration team would therefore work in conjunction with the Professional Standards team.

In relation to the constitution of the Committee, there was an obligation to consult the Secretary of State under the Act. The Director for Regulatory Stewardship and Reform, Safer and Greener Building, from the Department of Levelling Up, Housing and Communities (DLUHC) had responded on behalf of the Secretary of State and had confirmed that the Department had no issues with the constitution of the Committee as it had been set out. However, the Director had requested that any perception of conflict of interest in the shared membership of the Professional Conduct Committee and the Appeals Committee be avoided and that ARB should make clear the distinction in the role of the two committees. It was noted that this would be done and that the shared membership would not pose any risks due to the two committees covering separate areas of decision-making.

A Board Member enquired asked what proportion of appeals were successful. The Director of Registration and Accreditation advised that there had been one, unsuccessful appeal to date since 2020.

A Board Member raised three points. In point 2.1, it was agreed that an appeal should be heard by someone that had not been a part of the initial decision; however, it was noted that the Chair of the Conduct Committee should be the Chair of Appeals. The second point referred to meeting electronically; it was suggested that this wording be re-phrased. Thirdly, there was a question about how to handle appeals from a university that had been turned down due to matters relating to professional conduct. The Director of Professional Standards noted that with regard to the first point raised, matters relating to the Professional Conduct Committee and would not be dealt with by the Appeals Committee. The point referring to 'meeting electronically' would be considered and reworded. The third point is not related to this process as it would not be an appeal of a decision not to register an individual – that would be a matter to be dealt with through the new Accreditation Rules.

Once the Appeals fee had been confirmed, Committee would be established, and the process operationalised. The opportunity to appeal a registration decision would be communicated to architects as part of any relevant communications regarding their registration once the process was operational.

The Board approved:

- i. the updated Rules, subject to the minor textual changes requested by the Board, and changes to the General Rules following the consultation; and

- ii. the publication of an external summary of the responses to the consultation.

7. **Board's Committees and Assurance Groups**

The Chair proposed revisions to the committee memberships based on a consideration of Board Members' skills and accountabilities; and to ensure that all Board Members had the opportunity to serve on either a committee or on an assurance group.

The proposals for the committee memberships were included within Annexe A. New Terms of Reference for the Audit and Risk Assurance Committee and the People Committee as approved by the Board on 7 December 2022 would become effective from 1 April 2023 along with the revised committee memberships. The next review of the committee memberships would take place in 2024.

A Board Member enquired whether an external expert member of the Prescription Committee had the same status and ability to participate in the meetings as other Board Members; it was confirmed that this was the case.

A Board Member asked if ARB struggled to attract talented people and what could be done to improve the diversity of appointments to both the Board and its committees. The Director of Governance & International advised that ARB had little opportunity to influence the public appointments process as this was dealt with by the Public Appointments team at the Department, but there was more control over the temporary Board Member recruitment process. The Governance team was working in tandem with the Director of Resources and his team in relation to the current temporary Board member appointment. Opportunities were being explored to try and improve the reach and promote the vacancy for the temporary Board member by contacting a wide range of existing and new networks and groups; the selection criteria for the role had been reviewed with an Independent Consultant and changed; a more in-depth, online information session had been held to inform interested applicants about the role and the work that ARB did prior to the closing date for applications; and an opportunity would be offered to meet the Chief Executive & Registrar, in addition to ARB's Independent HR consultant, to support shortlisted applicants in relation to interview preparation. Interviews had all been planned to take place online. The Governance team would be monitoring the success of these initiatives carefully to determine what impact they had on making the recruitment process more accessible.

The Director of Resources explained that his team were working with the underrepresented groups and looking to make use of their networks. ARB was committed to being a diverse organisation, and was looking at accessibility issues across the organisation, for example, there had been a move to online Board meetings which made them more accessible. Various other ways to widen diversity were being considered and the Board would remain updated. There was a passion to make this a success.

A Board Member commented that the formation of the committees was sensible, and that the Board was maturing and building its confidence. Members acknowledged the positive steps being taken to increase diversity and it was agreed that this needed to be monitored to learn from initiatives that worked well.

One Board Member suggested that the number of external members on Committees could be increased to improve diversity. The Chair agreed that this could be considered.

A Board member referred to an external HR company that they were familiar with, and which had successfully used open days in areas of ethnic diversity to attract wider pools of applicants when recruiting; this suggestion was welcomed and it was agreed that it could be explored further. The Director of Resources advised that some of the suggestions provided had been applied on the staff recruitment side and there had been a positive change.

Another Board Member suggested contacting a head-hunting organisation, that they had been involved in using previously and which specialised in equality, diversity and inclusion reach to significantly broaden representation on the Board.

The Board unanimously approved:

- i. the membership of its committees and assurance groups as outlined in **Annexe A**, for 2023 and 2024, with effect from 1 April 2023; and agreed:
- ii. that the Terms of Reference for the Audit and Risk Assurance Committee and the People Committee as approved by the Board on 7 December 2022 should become effective from 1 April 2023; and
- iii. that the next review should take place in late 2024, noting that it may be necessary to make adjustments should the membership of the Board change, or any of the independent external Committee members' contracts cease, during the next two years for any reason.

The Chair thanked all Board Members for their commitment to the committees and particular thanks were extended to Derek Bray, for leading the Remuneration and Appointments Committee during a difficult period; and to Cindy Leslie, for leading the Audit and Risk Committee following the retirement of a Board member through ill health.

All members were thanked for their ongoing commitment and for their contributions to the work that had been carried out, all of which had contributed to success of the Board in recent years.

8. Equality, Diversity and Inclusion in the Profession

The Director of Policy and Communications reminded Board Members that, in the strategy, a commitment had been made to improve diversity and representation within the profession. Research had been conducted into the makeup of the Register, and areas of underrepresentation were found. There were some areas that were very slowly improving and some where there was still a lack of data.

Board Members commended the work carried out on equality, diversity and inclusion. One Member asked if there were plans to consider the longitudinal profile of the Register and target specific areas, when considering how a student progressed through the whole course. The Director of Policy and Communications explained that UCAS applications had been considered where data was available, and that one of the actions ARB intended to take was to improve its own data collection as part of the new accreditation process.

The Board Member asked how disabilities would be tracked. The Director of Policy and Communications explained that this is an area in which ARB's data can be improved. New questions will be developed for the EDI survey and for other survey mechanisms, such as consultations.

A Board Member asked whether there were data on whether architects are more likely to be based in cities. The Director of Policy and Communications explained that the research was conducted at regional level only.

Board Members thanked the Policy and Communications team for the extensive work carried out on equality, diversity and inclusion.

The Board agreed that ARB undertake and publicly commit to the actions identified in paragraph 2.12 within the paper.

- collect additional data from institutions to help better understand students' progress through initial education and training;
- set clear expectations of learning providers in relation to EDI, and test through accreditation whether they are meeting their stated commitments;
- develop the academic and practice outcomes a professional must achieve in order to join the Register, to more explicitly signal the importance of respect, and advocating for equality, diversity and inclusion.
- To use our planned review of the Architects Code of Conduct to reinforce that architects should treat each other, clients and communities with the professionalism and respect they deserve, and advocate for equality, diversity and inclusion.

- Update our EDI survey so that it reflects more modern approaches to language and research.
- Continue to analyse and publish the characteristics and makeup of new architects joining the profession each year (in the same format as our analysis of new registrants between 2016 and 2021) to understand whether the profession is changing.
- Continue to capture information through consultations so we can know whether we are getting a proper and wide range of views on our policy proposals, and so that we can understand whether those proposals are inclusive.
- Work with other organisations in the profession and across the built environment industry to find out more about what they're doing, what they think we could do more of, and what insight they might have for our work so that we can address the issues together.

ITEMS FOR NOTE

9. **2022 Business Plan Update**

The Chief Executive and Registrar reminded the Board that ARB was still working out the best way to report on progress with its business plans. 2022-23 had been the first year of the Corporate Strategy, hence the 2022 Business Plan had set out the actions covering the first year of that Strategy. The paper before the Board was the closure report detailing what had been taken forward and completed during 2022.

Good progress had been made in most areas. Twelve commitments had been carried over, some of which were due to legislative processes outside the organisation's control; and some were due to re-prioritisation. These had been reported to the Board throughout the year with the reasons.

Board Members commented that the new format was helpful, clearly identifying what had and had not been achieved.

A Board Member asked how the success or outcome of the work carried out with consumer organisations and professional bodies, which was part of the business plan, would be measured. The Chief Executive and Registrar explained that measuring success through quantitative data would be a challenge and we recognised that increased awareness could have unintended consequences such as increasing the number of complaints. There was a limit to which ARB was able to engage every audience and it had proved hard to get engagement from consumer groups. Renewed efforts would be made. The Director of Policy and Communications advised that certain groups had been included in communications on

certain areas such as Professional Indemnity Insurance. This year, four different consumer bodies had been identified where we would like to arrange a meeting, and contact had been made to explain our role. Next steps would be to reach out to arrange a meeting, as a more detailed approach was needed. The Executive was trying to work collaboratively with those organisations with a statutory role in public protection.

Another Board Member suggested that architects expected one of the benefits of registration and regulation was increase consumer confidence: any success in this area should be promoted and celebrated widely.

A Board Member asked if ARB undertook any internal engagement surveys and was advised by the Chief Executive and Registrar that considerable internal engagement had been undertaken to co-create with staff a new values and behaviour framework. A benchmark survey had been carried out internally during this process. A further staff survey would be launched at the upcoming all-staff gathering in March; this included some standardised questions which had been tested in other organisations. Previous staff surveys had been problematic due to the design of the survey and the small staff numbers involved. The next such survey would be presented to the People Committee.

10. **Professionalism Research Update**

The Director of Policy and Communications introduced a paper providing an update on research and engagement on the topic of professionalism. The intention was to commission a research agency to develop a rigorous evidence base on the public's expectation from architects, and on the experiences of small-scale clients who had worked with architects. The research would be used in engagement exercises to hear from architects, large scale clients and contractors, and other key stakeholders, to understand whether perceptions on professionalism were aligned. The findings would be published with our own insights later this year; and this would inform a review of the Code of Conduct.

A Board Member asked how an ethical stand would be made as ethics and professionalism was intertwined. The Director of Policy and Communications advised that this was one of the themes that had come out of the CPD Consultation and education survey. It was expected to come through the research, and this would be considered with the research agency.

Another Board Member suggested that there was an important distinction between the Code of Conduct and ethical practice. The research agency should be able to identify the applications for those who were a registered architect and those who were not, and it was important to identify why some people did not register. It was also suggested that multi sampling was good way of picking up a range in sample. The Director of Policy and

Communications noted these good suggestions, which would be considered with the research agency.

A Board Member commented that the simplicity of the current Code of Conduct was appropriate for a diverse range of people. Another Member provided a link to a piece of research on behalf of a builder organisation speaking to homeowners.

Board Members agreed that the impact of leadership needed to be considered when considering ethics within an organisation.

Member agreed that ethics was the essential hallmark of any profession and needed to be recognised. The advance of artificial intelligence had significant implications for professionalism, integrity and ethics.

The Director of Policy and Communications thanked Board Members for the useful feedback on research plans and noted that that work on cultural leadership had been and would continue to be considered.

[Henry Asson and James Farrar withdrew from the meeting at this point]

11. **Chief Executive Officer's Report**

The Board noted the report from the Chief Executive and Registrar on matters relating to the running of the Board's business. A summary of Workshop discussions had been included within the CEO's report to ensure that external stakeholders had sight that discussions were ongoing and for transparency.

It was noted that leadership and management had been considered alongside ethics within Initial Education and Training and there was a need to strengthen this further in terms of consultation.

The Director of Governance and International informed the Board that the Board Handbook had been reviewed, updated and made available to Board Members for Board members' feedback. All recommendations and feedback would be welcomed, and a final version would be made available before the end of February 2023.

The Director of Governance and International advised that a final piece of legislation, approved and becoming effective on 18 January 2023, meant that ARB could now progress

with the signing of its first mutual recognition agreements (MRAs). ARB and NCARB would be signing the first agreement the following day. There would then be a 60-day 'standstill' period before applications opened in late April 2023. The NCARB team were thanked for all their work on this. ARB had thoroughly enjoyed working together with them.

Progress had been made on other MRAs, and the team were making plans to sign an MRA with the Architects Accreditation Council of Australia (AACAA) and the New Zealand Registered Architects Board (NZRAB) in the coming weeks. The MRA would become operational and would open for applications in the late Spring 2023.

The legislative changes also mean that the interim arrangements that were in place following the end of the UK/EU Implementation Period regarding the recognition of EU qualifications ceased on 7 February 2023. The Board had agreed in Spring 2022 that, in the event that no new MRA was in place between the UK and the EU by the time the interim arrangements ceased, it would continue to unilaterally recognise EU qualifications which were recognised under the interim arrangements. This arrangement became effective from 7 February 2023 and would remain in place until the Board decided otherwise. Further updates would be provided on this.

NCARB guests were invited to contribute and commented favorably on the process of agreeing an MRA with ARB. They saw this as an entirely positive development, with potential for significant benefits to the profession on both countries.

Board Members also commented on the positive progress that ARB had made over recent years and congratulated all parties involved in the formation of the MRAs.

One Board Member queried whether EU countries were reciprocating in relation to the recognition of UK qualifications given that no new UK/EU MRA had yet been agreed. The Director of Governance and International explained that there was reciprocity with two or three EU Member States but beyond that it was difficult to ascertain what the position was. There was a very constructive and supportive relationship with the Architectural Council in Europe (ACE), who supported the development of the new agreement. There was a collective will to move this forward, to a position that would mean that mutual recognition was restored.

12. **Financial Update**

The Board noted the management accounts for 2023 and year end data for 2022.

The Director of Resources stated that he was confident that the drop in income would be recovered, as there was a continued increase in registrants re-joining the Register with approximately 550 renewals in January 2023.

A Board Member asked if there was a late payment fee and was informed that there was an £80 penalty fee and a £35 application fee.

A Board Member referenced the cost saving initiatives in the paper. The Director of Resources explained that savings were sought and identified during procurement exercises.

13. **Any Other Business**

There was no other business.

14. **Dates of Future Board Meetings**

The Chair reminded Board Members that the 17 May and 6 December 2023 Board Business meetings would be held in person at the ARB Office rather than online as originally planned.

Board Meeting

Minutes of Board Meeting held on 28 March 2023

Chair Approved

Location	Present	In Attendance
Hallam Conference Centre, 40 Hallam Street, London, W1	Alan Kershaw (Chair) Mark Bottomley Professor Tony Crook Will Freeman Professor Elena Marco Dr Teri Okoro Liz Male Stephen McCusker Cindy Leslie Tom McDermott Shamooin Hussain (Boardroom Apprentice)	Hugh Simpson (CEO & Registrar) Emma Matthews Simon Howard Brian James Rebecca Roberts-Hughes Marc Stoner Alice Pun Mandy Kaur (Minutes) Claudette Woodburn (Observer)

OPEN SESSION

1. Apologies for Absence

Apologies had been received from Derek Bray.

2. Members' Interests

The Chair confirmed that all Board members had been asked to declare conflicts of interest in any of the agenda items prior to the meeting.

The Chair declared an interest in relation to item 3 on the agenda and informed Board Members that he had previously worked with Ms Peters in a professional capacity on another Board; there were no personal connections.

MATTERS FOR DECISION

3. Appointment of a Temporary Lay Board Member

The Chair explained the recruitment process that had been carried out in relation to the Temporary Lay Board Member vacancy.

:

The Director of Governance and International confirmed that, since the paper had been provided to the Board, the due diligence process had been fully completed and all the required references had been received. As a result, the proposed caveats which had been included as part of the recommendations were no longer necessary.

The Chair advised, as he had explained at the Board meeting on 15 February 2023, that he would stand down from the People Committee with effect from 1 April 2023.

The Board unanimously agreed to:

- i. Appoint Samantha Peters as a Temporary Lay Board Member for a period of 12 months, with effect from 1 April 2023, subject to section 11.1 of the Board's General Rules, and
- ii. Appoint Samantha Peters as a Lay Member of the People Committee, noting that Ms Peters would replace Alan Kershaw as a member of the Committee, with effect from 1 April 2023, subject to section 11.1 of the Board's General Rules.

4. Approval of the Registration Appeals Fee / Exceptional Waiving of the UK Adaptation Assessment Fee

The Director of Governance and International reminded Board Members that the Board had approved the new Appeals Committee rules, procedures and membership at its meeting on 15 February 2023. It had been noted that an appeal could not be considered until the relevant fee had been paid; as a result, the Board needed to set the appeals fee now. Details regarding the fee had been set out within the Board paper.

The Director of Governance and International also explained that plans were in place to pilot the UK Adaptation Assessment in April 2023, before it formally launched later in the year. It was proposed that in order to provide some form of compensation, the full UK Adaptation Assessment fee be waived for those individuals who had agreed to act as pilot candidates.

A Board Member asked how the pilot candidates had been selected. The Director of Governance and International advised that this had been on a volunteer 'first come, first served' basis, and the candidates had approached ARB. The Assessors would be paid for participating in the pilot.

The Board unanimously agreed that:

- the fee for registration appeals should be £2090, to be reviewed on an annual basis each Autumn from this point forward, in line with all other fees and as part of the annual budget setting process.

- the full UK Adaptation Assessment fee for the four volunteer candidates who undertake the UK Adaptation Assessment as part of the pilot of the process, and who subsequently undertake the formal assessment as part of a new international route to registration, should be waived.

5. **Any Other Business**

There was no other business.

6. **Dates of Future Board Meetings**

The Chair reminded Board members that the 17 May and 6 December 2023 Board Business meetings would be held in person at the ARB Office.