Board of Trustees Minutes

Attendance

Attendees

Marc Woods (MW) Chair	Lorna Brooks (LB)
Adrian Gaveglia (AG)	Manos Kapterian (MK)
Paul Neale (PN)	Magali Bruna (MB)
John Harrison (JH)	Catherine Dineley (CD)
Tracy Levy (TL)	

CIMSPA attendees

Tara Dillon (TD)	Kay Simnett (KS)
Spencer Moore (SJM)	Izabela Puchalska (IP)
Annette Wade Clarke (AWC)	Sally McGarry (SMc)
Ritchie Brett (RB)	

Apologies

Alicia Wilson (AW)

Matthew Vaughan (MV)

Summary of the CIMSPA Board Meeting

The December Board meeting focused on strategic delivery under CIMSPA's Performance and Impact Framework (PIF), financial resilience, and governance compliance. Trustees noted improved organisational stability post-restructure, with strong staff engagement and compliance progress. Key decisions included approval of updated governance policies, endorsement of the Interim Diversity and Inclusion Action Plan. The Board reviewed the Q2 Welfare & Safety Dashboard, highlighting positive wellbeing scores and compliance training completion. Trustees discussed risk management following a major system outage and agreed to strengthen disaster recovery and business continuity planning. Farewell acknowledgements were given to Chair Marc Woods and Kay Simnett for their significant contributions.

1. Chair's welcome and introduction

1.1 Apologies and absences

The Chair noted the following apologies: AW and MV.

1.2 Declarations of interest

There were no declarations of interest amongst the Board of Trustees. MW reiterated the importance of declaring conflicts of interest.

NOTED: The Chair reminded Trustees to exercise independent judgment in the best interests of the Board and avoid undue external influence. Trustees must update their declaration of interest form and register if circumstances change or during the annual review. While all interests should ideally be declared in the form, Trustees were reminded that potential interests may arise during discussions of Agenda items. In such cases, they should declare their interest to the Chair at the earliest opportunity.

1.3 Welfare and safety

The Board duly noted its responsibilities towards ensuring that the welfare and safety of its members and people (including but not limited to employees, participants and volunteers) are factored into the decisions it makes.

SUMMARY: The Q2 dashboard and narrative was distributed to the Trustees prior to the meeting. SJM expanded:

- **Turnover:** Significant improvement post-restructure (15.03% in Q1 → 1.4% in Q2).
- **Training:** Compliance rollout via iHasco resulted in 192 CPD hours and 329 certificates issued.
- **Absenteeism:** Increase from 24 to 64.5 days, primarily due to one long-term sickness case; occupational health support in place.
- **Annual Leave:** Monitoring continues to mitigate burnout risk; seven employees flagged for not taking sufficient leave.
- **Wellbeing Pulse Survey:** 77% wellbeing score, 86% participation rate; feedback informed reward and career development actions under Pay & Career Progression Project.

DISCUSSION:

- Trustees welcomed the positive cultural indicators.
- Questions were raised on the burnout metric (seven employees flagged). Management clarified that this is based on leave patterns rather than clinical assessment; all flagged staff were checked and reported no concerns regarding their well-being.
- Trustees queried the frequency of staff surveys and risk of "survey fatigue." Management explained the approach: quarterly pulse surveys for wellbeing and biannual deeper engagement surveys, with clear action feedback loops to maintain trust and participation.
- Trustees emphasised the importance of embedding welfare metrics into strategic reporting under the Performance and Impact Framework (PIF) to ensure alignment with organisational outcomes.
- It was agreed that future dashboards will include additional metrics such as one-to-one completion rates and personal development plans to strengthen oversight of career progression and retention.

Trustee Role

Trustees were reminded of their responsibility to challenge and support the executive in maintaining a healthy and safe working environment. The Welfare and Safety Dashboard will continue to be a standing item in future board packs.

1.4 Meeting minutes from last meeting

The meeting minutes, held in September 2025, having been circulated, were taken as read and approved by the Trustees

1.5 Matters arising

The meeting noted that all the actions agreed upon at the previous meeting had either been completed or were being progressed.

2. Finance overview

Agenda items 2.1 and 2.2 were discussed concurrently in the Board meeting.

2.1 CIMSPA accounts October

RECEIVED: The CIMSPA October accounts were distributed prior to the meeting.

2.2 Financial narrative

RECEIVED: The financial narrative was distributed to the Board prior to the meeting.

SUMMARY: KS presented the financial position as of October 2025.

- **Membership Income:** Continues to underperform against budget but flat to last year. Trustees noted this reflects slower-than-expected uptake of Professional Status upgrades and operational challenges following the September launch and November system outage.
- **Education Income:** Performing strongly driven by tiered contract invoicing and increased FE engagement.
- **Operations Income:** Below target due to consultancy delays and lower-than-forecast conference sponsorship, however, lower costs offset a small surplus on conference.

- **Reforecast Position:** Surplus achieved through cost containment and prioritisation of Q3/Q4 activities.
- **Funding Risks:** Workforce Governance grant extension funding ended in November; next funding cycle delayed until April 2026. CIMSPA will self-fund the team for three months to maintain continuity and avoid loss of expertise.

DISCUSSION:

- Trustees welcomed the improved forecast but raised concerns about membership retention and acquisition trends. Management confirmed that the new Customer Success Model is being embedded to address attrition and improve upgrade conversion.
- Questions were raised on budget reallocations and their impact on strategic delivery. Management explained that spend was redirected from non-essential digital projects to core system fixes and membership support, ensuring readiness for Q1 2026 growth.
- Trustees requested greater visibility of financial risk scenarios, including contingency planning if SE funding is delayed beyond April. Management agreed to provide a visual summary of budget movements and risk mitigations at the February Board meeting.
- Trustees emphasised the need for clear linkage between financial decisions and strategic priorities, particularly around membership growth and digital infrastructure.

3. CEO update

3.1 CEO update paper Q2

RECEIVED: The CEO update paper was distributed prior to the meeting.

SUMMARY: TD introduced the CEO Update as a continuation of CIMSPA's strategic reporting evolution, shifting the emphasis from operational detail to impact-led delivery under the Theory of Change framework, which is now called the Performance and Impact Framework (PIF). The update outlined progress against strategic objectives, demonstrated how

departmental contributions align with the PIF, and highlighted key priorities for Q3, including Professional Status implementation, membership retention strategies, and digital resilience improvements following recent system challenges.

- **Strategic Alignment:** The report demonstrated progress under CIMSPA's PIF. Dashboards and logic maps are being developed to provide real-time visibility of outcomes and impacts.

- **Professional Status Launch:** Successfully launched in September, introducing new membership categories and digital badging. Initial system challenges caused delays in onboarding and upgrade conversions, compounded by a major system outage in November. Cross departmental recovery efforts restored functionality and backlog clearance is underway.

- **Membership & Employer Engagement:** Employer partnerships grew significantly (19 new partners in Q2, +217% YoY), with 4,808 corporate members, the highest since November 2024. However, KPIs for skills diagnostics and corporate uploads fell short of targets, reflecting operational disruption.

- **Education Partnerships:** Higher Education partnerships remain stable; FE partnerships grew by three colleges, with 10 additional prospects identified. Training Provider partnerships increased to 246, with renewal risks being actively managed.

- **Operational Highlights:**
  - CIMSPA Conference delivered successfully (305 attendees, positive feedback).
  - Digital infrastructure improvements: new CMS platform, email delivery system and digital badge functionality.
  - Sustainability Action Plan initiated in alignment with SE's *Uniting the Movement* strategy.
  - Workforce Planning Tool development underway to support employer recruitment and retention strategies.
- **Risk & Governance:** November IT outage triggered disaster recovery protocols; trustees were briefed on lessons learned and the need to strengthen business continuity and reputational risk planning.

- **Looking Ahead:** Priorities for Q3 include Phase 1.5 and Phase 2 of Professional Status, embedding PIF dashboards, advancing OpEx planning, and progressing the Higher Education Centre of Excellence concept.

DISCUSSION:

- Trustees welcomed the strategic shift toward impact-driven reporting and requested earlier circulation of CEO reports to allow deeper engagement.

- Concerns were raised about membership retention and upgrade conversion rates. Management confirmed that the Customer Success Model is being embedded to improve proactive engagement and reduce attrition.

- The Board emphasised the importance of linking operational priorities to strategic outcomes, particularly around Professional Status adoption and employer engagement.

- Trustees supported the development of dashboard-style reporting to replace lengthy narrative reports, enabling clearer oversight of planned vs delivered outcomes, risk movements and financial implications.

- A request was made to include risk and KPI benchmarking in future CEO updates, ensuring alignment with SE and compliance requirements.

4. Workforce governance

SUMMARY:

- The Board received an update on the Workforce Governance (WFG) project and its funding position. The current SE grant funding ended in November 2025 (the contract finishes in February 2026), creating a potential gap before the next funding cycle. CIMSPA has agreed to self-fund the WFG team for three months (December–March) to maintain continuity and avoid loss of expertise, while preparing a detailed business case for submission to SE by 8 January 2026. Which will be subject to approval at the SE Investment Committee in late February.

- The delay in decision-making poses strategic risks, including potential disbandment of the project team and disruption to sector-wide workforce reform initiatives.

Minutes

DISCUSSION:

- Trustees expressed concern about the impact of funding uncertainty on organisational planning and reserves. Management confirmed that contingency measures have been implemented, including reallocation of budget lines and prioritisation of activities that align with CIMSPA's strategic objectives.

- The Board discussed the importance of maintaining momentum on workforce governance reforms, particularly given their central role in sector professionalisation and compliance with SE's investment outcomes.

- Trustees requested scenario planning for extended funding delays and assurance that self-funded activities will deliver tangible benefits for CIMSPA, not solely SE. Management confirmed that during the bridging period, the WFG team will focus on employer engagement, commercial opportunities and integration of workforce planning tools to strengthen CIMSPA's value proposition.

- The Board agreed that advocacy with SE should remain a priority to expedite approval and avoid reputational risk associated with project disruption.

5. Governance

5.1 Policies for review

RECEIVED: Before the Board meeting, the Trustees received the following policies and documents that needed to be reviewed for approval:

1. Summary of proposed changes
2. Chair Role and Responsibilities
3. EDI Champion Role and Responsibilities
4. Senior Independent Trustee Role and Responsibilities
5. Modern Slavery Statement
6. Serious Incident Reporting Policy and Procedure
7. Interim DIAP December 2025
8. Safeguarding Action Plan
9. Safeguarding Update Paper

SUMMARY: The Board reviewed and approved a suite of governance documents and policies to ensure compliance with SE's Code and strengthen CIMSPA's governance framework. Updates included role descriptions for key Board positions, statutory statements, and action plans linked to safeguarding and EDI commitments

Policies and Documents Approved:

- **Chair Role and Responsibilities –** Updated to reflect current governance best practice, including leadership expectations, strategic oversight and time commitment.

- **Senior Independent Trustee Role and Responsibilities** – Clarified duties as an intermediary and escalation point for governance concerns.

- **EDI Champion Role and Responsibilities** – Strengthened advocacy role and requirement to chair any EDI subcommittee; aligned with CIMSPA's ambition for workforce representation.

- **Modern Slavery Statement** – Revised to align with partner contractual obligations and statutory guidance; annual review cycle introduced.

- **Serious Incident Reporting Policy** – New policy outlining legal obligations for reporting to the Charity Commission and internal escalation protocols.

- **Interim Diversity and Inclusion Action Plan (DIAP)** – Approved as a bridging plan until June 2026; includes refreshed priorities and governance oversight mechanisms.

- **Safeguarding Action Plan** – Approved to meet Adults and Children Safeguarding Standards; trustees noted external review as part of the safeguarding standards process.

DISCUSSION:

- Trustees commended the governance team for clarity and alignment with best practice, noting improvements in role descriptions and accountability structures.

- Questions were raised on auditability and trustee engagement with policy reviews. The Chair reminded trustees that compliance with the SE Governance Code requires active scrutiny, not passive approval.

- Trustees discussed the EDI subgroup reformation, agreeing it should operate as a formal Board subcommittee with scheduled reporting every six months.

- The Board acknowledged the need for future focus on environmental strategy and DIAP delivery, both of which will be subject to SE audit in 2026.

- Trustees requested confirmation that all approved policies will be uploaded to Admincontrol and incorporated into the governance review cycle.

ACKNOWLEDGEMENT:

The Board expressed its thanks to Jane Kracke for her exceptional work in preparing and presenting the governance policies with clarity and precision, noting that her efforts have significantly strengthened CIMSPA's compliance position and governance standards.

6. Committee updates

5.1 Audit and Probit Committee

SUMMARY:

- The committee met prior to the Board meeting and reviewed the financial narrative and risk register.

- **Internal Audit Model:** Trustees debated the limitations of the current peer-to-peer review approach and agreed to explore a mixed model combining internal reviews for low-risk areas and independent audits for high-risk areas.

- **IT Outage Lessons:** The committee discussed the November system outage and requested a formal "lessons learned" report, including technical recovery steps and management response protocols.

- **Risk Reporting**: Trustees requested an executive summary of the risk register for future A&P meetings to enable clearer Board-level oversight.

- **Committee Composition:** The committee noted the need for an additional independent member to strengthen governance capacity and agreed to make recommendations to the Nominations Committee.

5.2 Membership Committee

SUMMARY:

- The committee reported significant progress on Professional Status implementation, including successful sampling and quality assurance of applications.

- The members noted positive feedback on digital badging and discussed opportunities to enhance integration with member credentials.
- The committee agreed to conduct an end-to-end review of membership processes to ensure robustness as application volumes increase.
- Updates were provided on the DWP partnership, which is delivering strong engagement and creating new recruitment channels for the sector.
- Trustees commended the team for its rapid response to operational challenges during the Professional Status launch and system outage.

5.3 Nomination Committee

SUMMARY:

- The committee focused on Chair succession planning and confirmed that onboarding for the incoming Chair is underway.
- Trustees discussed the need to refresh committee memberships and ensure alignment with skills matrix requirements.
- It was agreed that recommendations for committee appointments will be presented at the February Board meeting.

5.4 Disciplinary Committee

No meeting was held; therefore, no update was provided.

5.5 Appeals Committee

No meeting was held; therefore, no update was provided.

5.6 Youth Panel

SUMMARY:

- The Youth Panel is being reframed to align with CIMSPA's youth employability strategy.
- A revised Terms of Reference will be presented in January, with a stronger focus on supporting young people into industry rolesNo meeting was held; therefore, no update was provided.

5.7 PDB

SUMMARY:

- The interim Chair confirmed plans to step down after holding the role for one year.
- Trustees noted the need to appoint a new Chair promptly to maintain momentum on professional standards development.
- Subcommittee updates included the approval of two new professional standards and the transition of legacy committees into task-and-finish groups to reflect strategic priorities.

5.8 EDI working group

SUMMARY:

- No formal meeting was held; however, trustees reaffirmed their commitment to EDI and noted that the subgroup will be reconstituted as a formal Board subcommittee with scheduled reporting.
- The Interim DIAP was approved earlier in the meeting and trustees agreed that delivery progress will be monitored closely.

7. Membership customer journey improvements

SUMMARY:

The Board received an update on the implementation of CIMSPA's new Customer Success Mode from AWC, designed to move the membership experience from a transactional process to a relationship-driven journey. This approach aims to improve retention, support the adoption of Professional Status, and enhance member engagement through proactive communication and tailored support.

Key Developments:

- **Customer Success Framework:** Introduced six stages—Attract, Influence, Engage, Convert, Support, Grow & Retain; integrating marketing, membership and workforce development functions.

- **Professional Services Team:** Now responsible for onboarding and guiding members through upgrade pathways, supported by improved scripting and persona based engagement strategies.
- **Digital Enhancements:** Launch of a new member dashboard and digital badging functionality to support Professional Status. A dedicated support site has been developed to enable self-service for common queries.
- **Integration with the portal:** Enables personalised content, CPD tracking and career pathway visibility.
- **Operational challenges:** During Professional Status launch and November outage were addressed; backlog cleared and proactive engagement resumed.
- **New contact channels:** Introduction of WhatsApp and self-service support site launched to reduce friction, real-time support and improve accessibility.
- **Data & Reporting:** Work is underway to improve CRM reporting and develop dashboards to track engagement, retention and upgrade conversion metrics.

DISCUSSION:

- Trustees welcomed the strategic shift and emphasised the importance of linking customer journey improvements to membership income recovery.
- Questions were raised on persona development and segmentation, with trustees recommending behavioural data analysis to refine engagement strategies.
- Trustees supported the introduction of WhatsApp and self-service tools, noting their potential to improve member satisfaction and reduce operational strain.
- The Board agreed that future updates should include impact metrics, such as retention rates, upgrade conversions and customer satisfaction scores, to demonstrate effectiveness.

8. Portal and planned improvements

SUMMARY:

The Board received a presentation from RB on the launch of CIMSPA's new member portal, "My Dashboard", and the roadmap for future enhancements. The portal forms a key component of CIMSPA's digital transformation strategy, enabling personalised member experiences, streamlined access to professional status and integration with careers and training resources.

Delivered (Q3 25/26):

- Launch of CRM Jetty-based portal solution providing full control over user experience and interface.

- Initial functionality includes contextual navigation, access to Professional Status accreditation and integration with Careers Hub and Training Directory.

Available (Q4 25/26):

- UX/UI enhancements and custom widget functionality to enable dynamic content personalisation based on member profiles (e.g., showing relevant jobs or CPD opportunities to Personal Trainers).
- Support Centre and Helpdesk ticketing system to improve member support.
- Professional Standards Database integration and Single Sign-On (SSO) capability for seamless movement across CIMSPA platforms.

Next (Q1 26/27 – Q4 26/27):

- Advanced personalisation ("Personalisation Plus") delivering hyper-relevant content across platforms.
- Third-party integrations (e.g., insurance providers) to expand member benefits.
- Visual career pathway mapping to support progression planning.

Later (Q1 27/28 onwards):

- Continuous improvement cycle and development of a mobile app for enhanced accessibility.

DISCUSSION:

- Trustees welcomed the launch and roadmap, noting the strategic importance of personalisation in driving member engagement and retention.

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- Questions were raised on SSO implementation and data security, particularly in light of the recent system outage. Management confirmed that enhanced cybersecurity measures.
- Trustees supported the integration of career pathways and CPD tracking, recognising their potential to strengthen CIMSPA's value proposition and support Professional Status adoption.
- The Board emphasised the need for impact reporting on portal usage and member engagement metrics at future meetings.

9. AOB

SUMMARY:

The Chair invited any other business. No new items were raised for decision; however, the Board took the opportunity to reflect on governance and leadership transitions.

DISCUSSION:

- Trustees expressed their appreciation for MW, noting his significant contribution as Chair in strengthening CIMSPA's governance framework, strategic clarity and sector influence.
- The Board also recorded its thanks to KS, whose financial stewardship and commitment to transparency have been instrumental in securing CIMSPA's financial resilience and compliance with SE requirements.
- Trustees acknowledged the importance of maintaining momentum during the leadership transition and confirmed their support for onboarding the incoming Chair and continuing the strategic direction set under MW's tenure.