



This paper was provided to the Board for information. Please refer to the minutes of the meeting for Board's position on the paper.

**Minutes of the twenty-eighth meeting of the extraordinary meeting of the JNCC Support Co. Board held on Thursday 21 November 2013, at Natural Resources Wales, Tŷ Cambria, Newport Road, Cardiff**

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## **JNCC Support Co.**

### **Board meeting**

**Minutes of the twenty-eighth meeting of the extraordinary meeting of the JNCC Support Co. Board held on Thursday 21 November 2013, at Natural Resources Wales, Tŷ Cambria, Newport Road, Cardiff**

1. There are no amendments to the minutes of the twenty-eighth meeting of the JNCC Support Co. Board.



## JNCC Support Co.

### Board meeting

**Unconfirmed minutes of the extraordinary meeting of the JNCC Support Co Board of Directors held on Thursday 21 November 2103, at Natural Resources Wales, Tŷ Cambria, Newport Road, Cardiff**

**Present:**

Mr Archdale  
Dr Bridgewater  
Dr Brown  
Mr Casement  
Mr Christensen  
Mr Duke  
Dr Goold  
Professor Kaiser  
Professor Matthews  
Mrs McQueen  
Mr Rose  
Dr Walker  
Judith Webb

**Apologies:** Professor Hill, Mr Parry, Mr Thin

**Changes to governance arrangements (BD13 P05)**

- 1.1 The Company Board noted the changes in delegations to the company and Chief Executive made by Committee (annex 1 of **JNCC13 P19**) and endorsed the schedule of delegation of specific responsibilities of the Company Board (annex A of annex 4 of **JNCC 13 P19**).
- 1.2 The Company Board dissolved the Audit and Risk Management Committee and noted that:
  - i. an Audit and Risk Assurance Committee will be reconstituted as a sub-group of the Joint Committee, with the same membership as the Audit and Risk Management Committee;
  - ii. the Audit and Risk Assurance Committee will support the Chief Executive and the Joint Committee in their responsibilities for issues of risk, control and governance and associated assurance (annex 2 of **JNCC 13 P19**).
- 1.3 The Company Board dissolved the Executive Management Board and noted that:
  - i. the Executive Management Board will be reconstituted as a group to support the Chief Executive in his role as Accounting Officer and company director (annex 5 of **JNCC 13 P19**);
  - ii. with the exception of the Chief Executive, the directorships of the other executive directors will be terminated.
- 1.4 The Company Board adopted the revised Standing Orders (annex 3 of **JNCC 13 P19**).