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**JNCC SUPPORT CO.**

**UNCONFIRMED MINUTES OF THE SIXTH MEETING OF THE JNCC SUPPORT CO. BOARD HELD MONDAY 26 JUNE 2006 AT TUBNEY HOUSE, TUBNEY, ABINGDON, OXON, OX13 5QL**

**Present:**

Dr Blakiston Houston  
Dr Brown  
Mr Darby (Chairman)  
Professor Doyle  
Ms Fowler  
Professor Ingram  
Mr Lloyd Jones  
Dr Markland  
Dr Moser  
Mr Riddleston  
Professor Sprent  
Mr Steer  
Dr Vincent  
Mr Yeo

**In attendance:**

Mr Burton  
Mrs McQueen  
Mrs Quince

**Apologies:**

Dr Burgess  
Professor Lynda Warren

**Contents:**

1. Chairman's opening remarks
2. Declaration of interests
3. Amendments to minutes of the fifth Board Meeting (**BD06M01**)
4. Matters arising (**BD06P07**)

*Decision papers*

5. Adoption of the Directors' Report and Financial Statements for JNCC Support Co. (**BD06P06**)
6. Appointment of external auditors for JNCC Support Co. (**BD06P05**)

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7. Annual report from the Audit and Risk Management Committee, including the annual assurance report and report on risks (**BD06D01**)
8. Performance report for 2005/06 (**BD06D02**)

*Information papers*

9. Report from Company Secretary (**oral**)
10. Report from Executive Management Board
11. Any other business

**1. Chairman's opening remarks**

- 1.1 Chairman informed the Board that this would be Dr Markland's last meeting.

**2. Declaration of interests**

- 2.1 Nothing was declared.

**3. Minutes of the fifth Board meeting (BD06M01)**

- 3.1 The minutes of the fifth Board meeting were agreed with no amendments.

**4. Matters arising**

- 4.1 Chairman informed the Board that an update on the implementation of the JNCC's new finance system could be found under item 10.

**5. Adoption of the Directors' Report and Financial Statements for JNCC Support Co. (BD06P06)**

- 5.1 An amended paper and addendum was tabled.
- 5.2 In discussion the following points were raised:
  - i. it was noted that the performance report showed an underspend, whereas the accounts reflected an overspend. The 2005/06 budget envisaged a deficit against income for the year and therefore although the final

outturn showed an underspend of £30k against the revised budget this was insufficient to totally eliminate the deficit arising from the budget. A contributory factor to the deficit was the requirement to reduce the valuation of publications stock by £30k. It was agreed that revaluation of stock should take place in-year and be included within revised budgets so as to avoid unanticipated late changes to figures within the profit and loss account. It was agreed the matter should be referred to the Audit and Risk Management Committee for their consideration for the following year accounts;

- ii it was noted that in future it would be helpful to add a comment to the 'other interest receivable' figure on page 6 of the Financial Statements to explain what it represents. The Board were informed at the meeting that the figure represented the interest received on balances now held in the bank as a result of GIA being drawn down at the start of the month when salaries are paid on the last working day of the month; and
- iii. it was noted that in future it would be helpful to add a comment to the 'interest payable' figure on page 6 of the Financial Statements to explain what it represents. The Board were informed that interest had been paid to HSBC bank for late payment on corporate cards. However, the company was currently in discussion with HSBC to have the interest refunded as this was due to a computer error on the part of the bank.

**5.3 The Board agreed to recommend to the members of the company that they adopt the Directors' Report and Financial Statements for the year ended 31 March 2006 and approved the signature of the letter of representation.**

**6. Appointment of external auditors for JNCC Support Co. (BD06P05)**

**6.1 The Board agreed to recommend to members of the company that a) they confirm the appointment of Moore Stephens as the company's external auditors for the year ending 31 March 2006, and b) they appoint Moore Stephens as the company's external auditors for the year ending 31 March 2007.**

**7. Annual report from the Audit and Risk Management Committee, including the annual assurance report and report on risks (BD06D01)**

7.1 The Board were presented with the annual report of the Audit and Risk Management Committee for the year ending 31 March 2006. The Board were informed that based on the results of the audit work carried out, Deloitte were pleased to conclude that the JNCC has an adequate and effective system of internal controls which provides reasonable assurance regarding the effective and efficient achievement of the organisation's objectives. Chairman asked the Board to note that this was a good achievement for the JNCC in its first year of operation as a company limited by guarantee.

7.2 In discussion the following points were raised:

- i. the Board noted that the Recorder project had been chosen for a value for money audit in 2006/07. The Board were informed that the project had been running for some time with significant investment of resources. It was now appropriate to have an independent review of the value for money of the project in order that management decisions regarding the future direction of the project could be taken on a sound basis;
- ii. the assurance level received on each audit report had been high with all audits receiving a 'substantial' assurance rating. It was noted that the challenge for the company in future was to receive the highest assurance rating, 'full' assurance, on each of its systems.

**7.3 The Board noted the contents of the annual assurance report and the additional reports in Annexes A-B.**

**8. Performance report for 2005/06 (BD06D02)**

8.1 The performance report for 2005/06 was presented to the Board for discussion.

**8.2 The Board noted the report.**

**9. Report from Company Secretary (oral)**

9.1 Mr Burton confirmed the resignation of Professor Pentreath from the Board.

9.2 Mr Burton confirmed the appointment of Professor Warren as a director of the company.

**10. Report from Executive Management Board (BD06N01)**

10.1 The Board were presented with a report from the Executive Management Board.

10.2 In relation to item 6 in the paper the following points were raised:

- i. the Board were informed that the final cost of the financial software package had been as previously notified. The Board were informed that the project remained on target for 1 October;
- ii. the Board were informed that a summary of control and reporting arrangements had been compiled for the finance system implementation project. Members requested a copy for information.

**11. Any other business (BD06P07)**

- 11.1 A paper was tabled regarding a proposed change of Company Secretary. The paper proposed the appointment of Sue McQueen as the new Company Secretary to replace David Burton. Both Mr Burton and Mrs McQueen left the meeting whilst discussion took place.
- 11.2 The Board discussed whether Mr Burton was content to relinquish the post, the impact the appointment would have on Mrs McQueen's workload, and whether there was an additional cost to the company in the appointment. The Board were informed that Mr Burton was content to hand over his duties and that there were no significant workload issues for Mrs McQueen. It was confirmed that there would be no additional cost to the company in appointing Mrs McQueen.
- 11.3 The Board agreed that Mrs McQueen should be appointed as Company Secretary for JNCC Support Co, and should take up this position after the Annual General Meeting and when Companies House has been informed.**