



**CONFIRMED MINUTES OF THE THIRTEENTH MEETING OF THE JNCC
SUPPORT CO TO BE HELD ON THURSDAY 20 MARCH 2008 AT MONKSTONE
HOUSE, CITY ROAD, PETERBOROUGH, PE1 1JY**

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**BD 08 M01
March 2008**

**JNCC SUPPORT CO.
BOARD MEETING**

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SUPPORT CO TO BE HELD ON THURSDAY 20 MARCH 2008 AT MONKSTONE
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Present:

Dr Bridgewater (Chairman)
Mr Casement
Mr Crawley
Professor Doyle
Professor Hill
Professor Ingram
Mr Lloyd Jones
Dr Joyce
Mr Pritchard
Mr Steer
Professor Usher
Dr Vincent
Professor Warren
Mr Yeo

In attendance:

Mrs McQueen

Apologies:

Mr Christensen, Mr Thin, Dr Brown

Contents:

1. Chairman's opening remarks
2. Declaration of interests
3. Minutes of the eleventh Board meeting
4. Matters arising
5. Report from the Company Secretary
6. Report from the Executive Management Board (**BD 08 P02**)
7. Quarter three out-turn (**BD 08 P01 Sent Feb 08**)
8. Report from the Audit and Risk Management Committee
9. AOB

1. Chairman's opening remarks

- 1.1 Chairman welcomed Mr Casement and Dr Joyce to their first meeting of the Board and noted with regret that this would be the last meeting for Professor Ingram.

2. Declaration of interests

2.1 No interests were declared.

3. Minutes of the twelfth Board meeting

3.1 The minutes of the last meeting were agreed.

4. Matters arising

4.1 The Board welcomed the 'letter of comfort' from Defra to enable the auditors to confirm JNCC as a going concern during year-end periods.

5. Report from the Company Secretary

5.1 Mrs McQueen reported that since the last meeting Mr Riddleston and Dr Blakiston Houston's appointments had ended and that Mr Casement and Dr Joyce had been appointed as company members and directors of the Board. The Annual Return would be completed by 30 March as required under the Companies Act.

5.2 Mrs McQueen also advised the Board that the Articles of Association were being revised to remove the need for an Annual General Meeting as agreed at the September meeting of the Board.

5.3 It was also proposed that, following the decision to appoint a fourth executive director, the articles be revised to increase to four the maximum number of Board directors who are not also members of the Joint Committee. This revision would need to be approved by the Secretary of State. **The Board endorsed the proposed change.**

5.4 The Board **noted** that revised Articles would be circulated to members for resolution by postal action prior to the June meeting.

6. Report from the Executive Management Board (BD 08 P02)

6.1 The Board **noted** the report which provided information about key issues addressed by the Executive Management Board since the last meeting.

7. Quarter three out-turn (BD 08 P01 circulated Feb 08)

7.1 This paper had been circulated in February. No issues had been raised. An update was sought on the financial position and performance. Mr Steer reported that the out-turn for the year end was on target to leave a sufficient reserve needed, with Defra's 'letter of comfort' to satisfy the 'going concern test'. Performance on some key performance indicators has slipped, due largely to staff resource issues, but it was expected that outstanding work would be completed in the first part of the next financial year.

8. Report from the Audit and Risk Management Committee

- 8.1 Mr Pritchard gave an oral report of the meeting of the Audit and Risk Management Committee which had taken place the previous day. The report, which covered the following issues, would be sent to the Board in writing after the meeting.
- 8.2 The Board was advised that:
- i. Mr Bryan Riddleston had been welcomed to the Audit and Risk Management Committee in his new capacity as an external member;
 - ii. members had agreed the internal audit strategy and operational plan for 2008/09 requiring 40 days work, which was advised by Deloitte as being the minimum audit cover needed to enable them to provide adequate assurance;
 - iii. performance had been reviewed against indicators previously agreed and was satisfactory. Also progress against recommendations outstanding at the end of 2006/07 was reviewed and considered satisfactory;
 - iv. four further audit reports had been produced, including a follow-up report. Of the three standard reports all had given substantial assurance ratings;
 - v. solutions had been established to enable the auditors to confirm JNCC as a going concern during year-end periods;
 - vi. a fruitless payment in respect of the Dogger Bank survey had been reported;
 - vii. responsibility for external audit is to be passed to the National Audit Office in July following changes providing the Comptroller and Auditor general with the legal competence to audit companies.
- 8.3 Mr Steer provided further detail of the fruitless payment. The payment had been negotiated following the receipt of invoices for work undertaken in relation to the aborted Dogger Bank survey due to problems with provision of a suitable vessel. There was no clear blame for the failure of the survey to go ahead on the side of JNCC or the contractors. The experience highlighted the high risks associated with offshore marine work.

9. Any other business

There were no other items of business.