



**CONFIRMED MINUTES OF THE FOURTEENTH MEETING OF THE JNCC
SUPPORT CO HELD ON THURSDAY 25 SEPTEMBER 2008 AT MONKSTONE
HOUSE, CITY ROAD, PETERBOROUGH, PE1 1JY**

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**JNCC SUPPORT CO.
BOARD MEETING**

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SUPPORT CO HELD ON THURSDAY 25 SEPTEMBER 2008 AT MONKSTONE
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Present:

Dr Bridgewater
Dr Brown
Mr Christensen
Mr Crawley (items 1-7 only)
Professor Hill
Dr Joyce
Mr Pritchard
Professor Usher
Dr Vincent
Professor Warren
Mr Steer
Mrs Webb
Mr Yeo

In attendance:

Mrs McQueen
Mrs Quince

Apologies: Mr Casement, Mr Lloyd Jones and Mr Thin, Professor Doyle

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1. Dr Bridgewater's opening remarks

- 1.1 Dr Bridgewater welcomed Mrs Webb to her first meeting.
- 1.2 Dr Bridgewater informed the Board that this was Dr Vincent's last meeting. The Board thanked Dr Vincent.

2. Declaration of Interests

- 2.1 Mr Christensen declared his membership of the Defra Management Board.

3. Minutes of the Thirteenth Board meeting

3.1 The minutes were agreed.

4. Matters arising

4.1 There were none.

5. Report from the Company Secretary (Oral)

5.1 Mrs McQueen reported the following matter to the Board:

- i. the appointment of Mrs Judith Webb as Company Director.

6. Report from the Executive Management Board (BD 08 P06)

6.1 The Board noted a paper which set out the main items discussed by the Executive Management Board and other significant issues relating to the running of the company.

6.2 In discussion the following points were made:

- i. interviews had taken place for the Science Director post. The appointment had been offered and accepted and it was anticipated that a new Director would be in post in approximately 10 weeks time. In the meantime, Dr Steve Gibson had been appointed in an advisory role to the Executive Management Board on scientific issues and to take specific work forward in order not to lose momentum; and
- ii. Mr Yeo confirmed that the pay remit which had been submitted to Defra for approval was in line with Treasury guidelines. He informed the Board that the Permanent Secretary had approved the remit. It now required approval from ministers.

7. First Quarter Monitoring Report 2008-09 (BD 08 P07)

7.1 The Board noted the performance for the first quarter and were asked to approve the changes to key performance indicators (KPIs) given in Table 2 on page 13.

7.2 In discussion the following points were raised:

- i. although some KPIs were not on track there was no serious cause for concern at this stage;
- ii. there would be no further changes to KPIs in 2008/09 following the strategy workshop held earlier in the day. Any changes arising from the strategy review would be incorporated in future corporate plans; and

- iii. para 4.3 informed the Board that additional money for marine work from Defra would not be treated as grant in aid this year but JNCC would invoice Defra directly. Mr Steer informed the Board that in future years it was anticipated this money would be paid as grant in aid.
- 7.3 Mr Steer informed the Board that JNCC had been asked by the European Commission to tender for a piece of work which was a continuation of the Mapping European Seabed Habitats (MESH) project in the Mediterranean, Baltic and North-West Europe. A tender would be prepared and submitted within the next 10 days. The project offered an exciting opportunity for the Support Company to provide a lead in this area and for the organisation to enhance its professional image. The Board were supportive of the tender and asked that further opportunities to undertake externally-funded work should be considered. Mr Steer confirmed that GIA would not be affected by this project.

8. Report from the Audit and Risk Management Committee

- 8.1 Mr Pritchard reported orally on the meeting of the Audit and Risk Management Committee (ARMC) 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. Maggie McGhee, representing the National Audit Office, had attended her first meeting;
 - ii. CCW have confirmed that they no longer wish to provide a member for the ARMC, and one of the two external members, Daniel Allen, has tendered his resignation due to pressure of work. Prior to the next meeting, discussions will be undertaken with a view to identifying possible replacements for these members, and further information on this will be provided in due course;
 - iii. some amendments to the Audit Committee's Terms of Reference were agreed, the principal one of which formally requires Board approval. In summary, they are as follows:
 - a. the section which formerly described ARMC membership as including representatives of Natural England, CCW and SNH is now incorrect in respect of CCW, and also implies that Northern Ireland representatives would be ineligible. It has been amended to refer instead to the UK conservation bodies;
 - b. in several sections, the way in which Accounting Officers in the different country bodies are referred to has been corrected, in line with advice received from Defra;

- c. a section which referred to particular named individuals has been amended to refer to representatives.

The Board approved the changes to the terms of reference subject to confirmation that the change from named individuals to representatives was legal from a governance point of view;

- v. the proposed audit of the JNCC Sustainable Development Action Plan has been postponed in order that the budget for this can be used instead to pay an invoice which the auditors submitted late in respect of management days in 07-08. Because this audit is not one which arises from the auditors' risk assessment exercise, they have assured the Committee that its postponement will not compromise the overall assurance rating they will give at the end of the audit year;
- vi. reports were received on two audits completed so far this year:
 - a. business planning and performance management, for which a "full" assurance rating was achieved;
 - b. risk management and corporate governance, for which a "substantial" assurance rating was achieved;
- vii. the Committee discussed JNCC's response to the review initiated by the Cabinet Office, across government as a whole, of data-handling and information security issues, in the wake of certain high-profile mishaps in this area in the recent past. Defra has produced an Information Risk Policy, and aspects of this dictate new steps that JNCC should take. The exercise has however principally been one of analysing what the proportionate JNCC approach should be, as part of the organisation's risk management systems;
- viii. the Committee endorsed the updated risk registers, and noted a number of actions that are in hand for the remainder of the year. The addition of some new risks was noted, and the reduced levels of several others was welcomed. The Committee agreed the top ten risks which it selected from the overall list and on which it will report to the Board in the ARMC annual report in June;
- ix. the Committee had undertaken a fruitful exercise to assess its own effectiveness, based on a questionnaire returned by members. The report on findings is overall very positive, though it also indicates some areas which could be improved. Aspects of the approach used would in principle be applicable also to the Board and the Joint Committee; and members who are interested are welcome to request a copy of the report; and
- x. no cases of fraud or presumptive fraud have been reported.

AP01 To check the legality of changing named individuals to the word representatives in the ARMC terms of reference.

9. AoB

9.1 No further items were discussed.