

**CONFIRMED MINUTES
102ND BOARD MEETING
WEDNESDAY 19 JUNE 2013 AT HOLLY WALK, LEAMINGTON SPA**

PRESENT: PHILIP SMITH (PS) (Chairman)
WILL LIFFORD (WL)
LORRAINE CLINTON (LC)
ANNA EAST (AE)
CHRISTOPHER WELFORD (Chief Executive)

IN ATTENDANCE: MARK CROOK (Head of Finance)
STEVE ROBINSON (SR) HMRC

APOLOGIES: ANN LIMB (AL)

OBSERVER: ALISON BENNETT (Head of Operations)

BOARD SECRETARY: HELEN MACCALLUM (HM)

1. INTRODUCTION

1.1 The Chairman welcomed everyone to the 102nd Board meeting. He introduced Alison Bennett to the Company, who had joined ENTRUST as the new Head of Operations (HOO).

2. APOLOGIES

2.1 Apologies were received from AL.

3. DECLARATION OF INTERESTS

3.1 It was confirmed that all the Declaration of Interest forms issued to the Board Members following the March 2013, meeting had been received by the Board Secretary.

3.2 WL declared that a member of his family was involved with an organisation who were in receipt of funding from an Environmental Body (EB).

4. MINUTES OF LAST MEETING

4.1 The minutes of the last Board meeting were tabled. The Chairman requested that paragraph 18.1, was amended to include "a copy of the resolution is attached" and that a copy of the resolution form is attached as an Appendix to the minutes.

5. ACTION POINTS FROM PREVIOUS MEETING

5.1 Points 1 and 2 – 2012/2013, Regulations Team Standards and 2012/2013, Training Report. The HOO will be reviewing and updating these items and a report will be presented to the March 2014, meeting.

6. OPERATIONAL REVIEW

6.1 The Head of Finance (HOF) introduced this paper. He drew the Board's attention to some key issues:

6.2 The Company is currently running at a £20k surplus per month, which is due to staff vacancies and the structural reorganisation that came into effect at the start of the financial year;

6.3 Landfill Community Fund – we are seeing an increase in contributions levels; and

6.4 Treasury Management – We currently have funds on deposit, which will mature in August 2013 and we will be re-investing on the basis of the Board's agreed policy.

6.6 CHIEF EXECUTIVE'S UPDATE

6.6.1 The Chief Executive (CEO) informed the Board of the current discussions with HMT and HMRC regarding the Government's Challenge to EBs to reduce the level of unspent funding. He then provided the Board with details of the LCF funding held by the top ten EBs at the end of March 2013, which highlighted those EBs who had met the Challenge and those who had not.

6.6.2 **This item was an addendum item for the Board (See Appendix A).**

6.6.3 **This item was an addendum item for the Board (See Appendix A).**

6.6.4 SR provided the Board with HMRC's position on this matter and the work that has been completed with the Company on this issue.

6.6.5 **Wind up costs** – The CEO explained that following the submission of the From 4 Annual Returns, we were writing to the top ten EBs to ask them how they had calculated their wind up costs. It was noted that one EB had doubled its wind up provision.

6.6.6 **Scotland** – In line with our Corporate Plan, work will shortly begin in developing the framework to provide for the closure of the Fund in Scotland.

6.6.7 **This item was an addendum item for the Board (See Appendix A).**

7. COMPLIANCE UPDATE

7.1 The CEO introduced this paper and brought a number of enforcement issues to their attention.

7.2 **This item was an addendum item for the Board (See Appendix A).**

7.3 **This item was an addendum item for the Board (See Appendix A).**

7.4 **Cases referred to HMRC** – SR informed the Board that reports on all the outstanding cases will be reviewed by the end of June 2013. It was agreed that to speed up this process, SR would produce a draft timetable for managing the case referral process.

7.5 **ACTION:** SR and the HOO to produce timetable and process for cases being referred to HMRC

7.6 **Form 4 Annual Returns** – The Board were informed that the number of outstanding Form 1'd on 19 June 2013, was 68.

8. REGULATIONS UPDATE

8.1 The CEO introduced this paper and drew the Board's attention to a number of issues:

8.2 **Income derived** – it is planned that the Consultation document would be issued in the next couple of weeks.

8.3 **The Management of Landfill Communities Fund Assets** – a response from HMRC was still outstanding.

8.4 **Organisations that can compliantly act as Contributing Third Parties (CTPs)** – The updated guidance was now finalised and it would be issued in the next couple of weeks as well.

8.5 **Training** - The Board had requested a revised training strategy be developed, which the HOO would start working on, following the completion of her induction process.

8.6 **Control and Management of an EB** – If an EB is forcibly revoked, the Regulations do not allow anyone who has been concerned in the management of a forcibly revoked EB to be involved in the management of an enrolled EB. This was proving an issue in some cases.

9. ENROLMENT AND REVOCATION

9.1 The Board formally approved the list of enrolments and voluntary revocations between 01 March and 31 May 2013.

9.2 It was noted that 43% of requests for Revocation were from unfunded EBs, which is an increase on the previous year. The Board requested to know what affect this had on our work. The HOO will report back on this at the September 2013, meeting.

9.3 **ACTION:** The HOO to report back on the affect of unfunded EBs seeking Revocation.

10. 2012/2013 ANNUAL REPORT

10.1 The CEO introduced the report and explained to the Board why it was produced. While the Board acknowledged that it was appropriate to produce an annual report their general view was that it should be made simpler. They therefore asked it should be shortened and redrafted but a more detailed document placed on our website. .

10.2 **ACTION:** The HOF to produce a shortened and draft version of the Annual Report to send out and a more detailed document should be placed on our website

11. CUSTOMER CHARTER

11.1 The CEO introduced the paper and explained that following instances of harassment that a number of our staff had received from stakeholders during the year, he now considered it was appropriate to issue stakeholders with a Customer Charter. As we carried out our role on behalf of HMRC, the Charter would be aligned to theirs. The Board thanked him for his explanation and subject to some minor textual amendments agreed it should be published.

12. AUDIT COMMITTEE ANNUAL REPORT

12.1 The CEO introduced the paper and explained how it had been compiled. The Board thanked him for his update and noted and accepted the document.

13. HUMAN RESOURCES AND REMUNERATION COMMITTEE ANNUAL REPORT

13.1 The CEO introduced the paper and explained how it had been compiled. The Board thanked him for his update and noted and accepted the document.

14. 2012/2013 ANNUAL ACCOUNTS

14.1 The HOF introduced the papers to the Board. He explained that they had been subject to review by the Audit Committee, who recommended that they be approved by the Board. He also advised that the Committee had been advised by External Audit that they could be signed without waiting for them to be approved by the Annual General Meeting. The Board thanked him for his briefing and agree that the accounts be signed off.

15. AUDIT COMMITTEE

15.1 WL provided a review of the items discussed at the Audit Committee meeting including:

- The Annual Accounts were agreed and recommended to the Board for approval;
- The Audit Committee Annual Report was discussed and agreed for submission to the Board;
- He updated the Board on the Management Assurance arrangements in operation to replace Internal Audit; and
- Risk Management update – it was noted that there was no change to the current strategic risks being managed by the Company.

16. HUMAN RESOURCES & REMUNERATION COMMITTEE

16.1 AE provided the Board with an update of the items discussed by the Committee at their meeting including:

- The Human Resource report;
- Health & Safety report;
- Staff Bonus payments;
- Investors in People Report; and
- Intern to be recruited on fixed term contract for developing business model.

17. HMRC REPORT

17.1 SR thanked the CEO for the work ENTRUST are carrying out on the Challenge set by the Government. He advised the Board that there was nothing to report on the Scottish Landfill Tax.

18. ANY OTHER BUSINESS

18.1 No items were raised.

19. DATE OF NEXT MEETING

19.1 The next meeting will be held on 18 September 2013, at 60 Holly Walk, Leamington Spa.

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CHAIRMAN SIGNATURE

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