

**CONFIRMED MINUTES OF THE 127TH BOARD MEETING
WEDNESDAY 25 SEPTEMBER 2019 AT HOLLY WALK, LEAMINGTON SPA**

Present: Dr Ann Limb CBE DL (AL) (Chair)
Anna East (AE)
Jon Carlton (JC)
Justin McCracken (JM)
Gerry McCormack (GM)
Christopher Welford (Chief Executive)

In attendance: Alison Bennett (Deputy Chief Executive)
Jess O'Brien (Communications Manager)
Wing Edmundson (WE) (HMRC)

Apologies: None

Board secretary: Helen Maccallum (HM)

1. Introduction

1.1. The Chair welcomed everyone to the 127th Board meeting.

2. Apologies

2.1. No apologies were received.

3. Declaration of Interests

3.1. The Chair reminded Board Members that if a topic was discussed during the meeting in which they had an interest, that this should be declared.

3.2. In line with our Governance policies the Board Secretary will be sending out the formal Declaration of Interest forms for the Board Members' six monthly completion.

3.3. **Action:** The Board Secretary to send the Declaration of Interest forms to Board Members for completion.

4. Minutes of last meeting

4.1. The minutes of the 126th meeting held on 19 June 2019 were approved as being an accurate record.

5. Action points

5.1. The Board noted the work that had been completed to deliver the previous action points.

5.2. Addendum item for the Board

6. HMRC Update

6.1. HMRC confirmed that they had received ENTRUST's Corporate Plan and the Resource Requirement, which they are reviewing.

- 6.2. The Chief Executive Officer (CEO) advised the Board that he had discussed with WE the renewal of the Terms of Approval (TOA), which may result in some changes to the current agreement to ensure it reflects the breadth and quality of the value added activities that ENTRUST provides to HMRC.

7. Audit Committee

- 7.1. GM provided an overview of the items discussed by the Committee earlier in the day, including:
- The Business Continuity Plan test which had been carried out in September 2019;
 - Re-accreditation of Cyber Security Essentials certification;
 - Update on the operation of the Management Assurance Framework;
 - Risk Management update;
 - Reports on the following QA reviews:
 - A follow up review of Communications, which gave a **FULL ASSURANCE** level; and
 - A review of Information Technology, which gave a **SUBSTANTIAL ASSURANCE** level;
 - The results of the External Penetration Test; and
 - Hospitality and Senior Staff Travel registers for the last quarter.

8. Human Resources and Remuneration Committee

- 8.1. AE informed the Board that routine business was discussed, which included:
- Human Resources (HR) – including an update on recruitment activities and sickness levels; and
 - Health and Safety (H&S) – including the result of the Legionella Audit and the proposals to implement a follow up action plan.

9. Board Members updates on meetings with Environmental Bodies and Landfill Operators

- 9.1. **Addendum item for the Board**

10. Enrolment and Revocations

- 10.1. The CEO introduced this paper which reported that six Environmental Bodies (EBs) had enrolled during the period 1 June to 31 August 2019.
- 10.2. The Board formally noted the enrolments and also ratified the list of voluntary revocations for the period 1 June to 31 August 2019.

11. Information Technology Strategy

- 11.1. The CEO presented the updated Strategy paper which set out the Company's IT Strategy over the next 3 years, and detailed our capital investment requirements and review of our current IT providers.
- 11.2. The Board noted and approved the Strategy.

12. 2018/2019 Form 4 Strategy Evaluation

- 12.1. The Deputy Chief Executive (DCEO) presented the 2018/2019 Form 4 Strategy Evaluation, which detailed the continued year on year improvements. The DCEO explained that she believed that the reason for the improvements related to the more targeted and focussed communication plan. The Strategy for 2019/2020 returns will be submitted to the Board's December 2019 meeting for approval.
- 12.2. **Action:** The DCEO to bring the strategy for 2020/2021 Form 4s to the December 2019 meeting.
- 12.3. The Board thanked her for the update and a discussion took place to consider what further measures could be implemented to increase the return rates for the Statutory Returns. After reflecting on this issue it was agreed to include a sunshine clause in the communications advising people of the time it would take to complete it.
- 12.4. **Action:** The CM to add to the communications for next year stating how long it will take to complete the Statutory Return.

13. 2018/2019 Stakeholder Satisfaction Survey

- 13.1. The Communications Manager (CM) introduced this paper. She explained that the survey feedback had been positive across the business and overall when benchmarked against other organisations was highly commendable.
- 13.2. The Board also reflected on the management of Desk Top Reviews (DTRs) and considered it was increasingly important to contact the EBs by phone and it was felt that confirmation of phone contact should be added to the Compliance Workbooks and the Management Review. The Board confirmed that they were content that the survey results are published on the website
- 13.3. **Action:** The DCEO to arrange the changes to the Compliance Workbook and Management Review to be updated to include a record of the contact with EB's under a DTR.
- 13.4. **Action:** The CM to publish the 2018/2019 Stakeholder Satisfaction Survey results on the ENTRUST website.

14. Corporate Support

- 14.1. **Addendum item for the Board.**

15. Compliance

- 15.1. The DCEO reported that the Compliance visits were broadly on target and the quarter three allocation has been completed with the high priority EB visits being allocated to Compliance inspectors (CIs). However, the CEO advised that due to the long term sickness of one of the CIs, he could not guarantee that the review target would be achieved at the yearend. He also advised the Board that this absence reinforced the Company's position that we could not reduce our current operating model any further. The DCEO then outlined the recent improvements to ENTRUST Online (EOL).
- 15.2. **Addendum item for the Board.**

16. Enforcement

16.1. The DCEO provided the Board with an update on enforcement issues. She went on to advise that there were 39 EBs on the Frozen list because of their failure to submit annual returns for 2018/2019. The Board noted that these EBs were all unfunded.

16.2. **Addendum item for the Board.**

17. Regulations and Registrations

- 17.1. The DCEO introduced the paper and drew the Board’s attention to the following key points:
- The high risk projects review process, will be subject to a post evaluation review later on in the year;
 - The number of enrolments was consistent with last year’s profile; and
 - The closure of the LCF in Wales was overall on track and no problems had currently been encountered. However, she updated the work of the EBs who still held LCF funding, but had not yet registered any projects to cover this funding and she set out ENTRUST’s work in respect of these organisations.

The Board noted and thanked her for the update.

18. Communication

18.1. The CM introduced this paper which detailed the communications activity during the period 1 June to 31 August 2019.

18.2. She updated the Board on the website tender exercise. She confirmed the tender exercise has been completed and she advised the Board of the results of the exercise and the recommendation to go with the preferred supplier to upgrade the website, subject to them passing the due diligence stage. She then set out the proposed implementation timetable and confirmed that the “go live” date was scheduled for 31 January 2020. Finally, she confirmed that a post evaluation exercise will be carried out at the end of the process which will be reported back to the Board.

The Board thanked her for her update and agreed the selection of the preferred supplier, subject to them passing the due diligence process.

18.3. **Action:** The CEO to ensure that a post evaluation of the website upgrade is completed.

19. Any other Business

19.1. No issues were raised.

20. Date of next meeting

20.1. The next meeting will be held on 4 December 2019, at 60 Holly Walk, Leamington Spa.

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CHAIR’S SIGNATURE

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DATE: