

**CONFIRMED MINUTES OF THE 121ST BOARD MEETING
FRIDAY 16 MARCH 2018 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 Officer) Jess O'Brien (Communications Manager)
Apologies:	None
Board secretary:	Helen Maccallum (HM)

1. Introduction

1.1 The Chair welcomed everyone to the 121st 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 to the Chair.

3.2 In line with ENTRUST's governance procedures, Declaration of Interest forms will be sent out for the Board Members to complete and return to the Board Secretary.

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

4. Minutes of last meeting

4.1 The minutes of the 120th meeting held on 6 December 2017 were approved as being an accurate record and were signed by the Chair.

5. Action points

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

Addendum item for the Board.

6. HMRC Update

6.1 The Chief Executive (CEO) informed the Board that due to changes in roles, HMRC were unable to send a representative to the meeting.

Addendum item for the Board.

7. Audit Committee

7.1 GM provided an overview of the items discussed by the Committee earlier in the day, including:

- 2017-2018 External Audit Plan – which will focus on Going Concern and also the Deferred Income Policy;
- Deferred Income Policy – a review of the policy had been completed, which supported the 24 month deferral period;
- Quality assurance – follow up reviews had been undertaken by the Enforcement Officer of:
 - Facilities – a **SUBSTANTIAL** assurance level was issued;
 - ENTRUST Corporate Governance Framework – a **FULL** assurance level was issued;
 - Registrations – a **SUBSTANTIAL** assurance level was issued;
 - Finance – a **SUBSTANTIAL** assurance level was issued; and
 - Regulation and Training – a **SUBSTANTIAL** assurance level was issued.
- Management Assurance – a report was received from the Chief Executive Officer (CEO);
- IT penetration testing – The Committee received an update on the implementation action plan;
- Information Technology Value for Money Review – The Committee approved the plan; and
- Hospitality and Senior Staff Travel registers were reviewed.

8. Human Resources and Remuneration Committee

8.1 AE informed the Board that routine business was discussed, which included:

- Short term sickness absence – the revised policy has now been in force for nine months and a reduction in short term sickness levels had been observed;
- Mental Fitness and Wellbeing – an action plan has been drawn up to support staff which the Committee approved;
- Human Resources – the operational report was reviewed by the Committee;
- Health and Safety; and
- Staff Satisfaction Survey – an update was provided on the implementation of the action plan.

9. Visits to Environmental Bodies

Addendum item for the Board.

10. Review of the Accreditation scheme

10.1 A review of the Accreditation scheme was set out in the 2017-2020 Corporate Plan. The scheme had been closed to new applicants during 2017 and five Environmental Bodies (EBs) were left in the scheme. A survey of the scheme was carried out with Accredited EBs and the Deputy Chief Executive Officer (DCEO) and Policy and Regulations Manager (PRM) met with three of the remaining Accredited EBs.

- 10.2 The DCEO briefed the Board on the scheme and explained that since the scheme was introduced the regulation of the Fund had moved on. We therefore had asked the remaining EBs in the Accreditation scheme to let us know their views on the closure or reduction of the scheme. Three EBs have retained the abbreviated project approval for a transitional period of up to one year and will have Compliance Inspection (CFI) checks.
- 10.3 The one thing the EBs wanted was for there to be communication that the Scheme has closed and not that the Accredited status has been taken away from the EBs. The DCEO had fed this back to ADEB who thanked us for consulting them. It was noted that the transitional period may be extended.
- 10.4 The Board agreed with the report's recommendations to close the scheme commencing 1 April 2018 with transitional arrangements for three of the five remaining EBs.

11. Corporate Plan

- 11.1 The Communications Manager (CM) provided a summarised copy of the Corporate Plan which will be available on the website as in previous years. The CM informed the Board that we are waiting for permission to use three of the chosen photographs from one EB.
- 11.2 The Board approved the summarised copy and that the summary and full documents are to be loaded on to ENTRUST website after the Easter break.
- 11.2 **Action:** The CM to arrange for the Corporate Plan to be uploaded on to ENTRUST website.

12. Communications Strategy

- 12.1 The CM introduced the Communications Strategy and provided an overview of the work carried out during the past year, which included:
- Briefing EBs on the Compliance Risk Model;
 - Engaging and providing the first annual briefing for LOs;
 - Reviewing and updating the website; and
 - Providing advice and guidance externally and internally on the application and impact of General Data Protection Regulations (GDPR).

The Board thanked her for the update and the work that had been completed over the last 12 months.

13. Enrolment and Revocations

- 13.1 The DCEO introduced this paper which reported that 26 EBs had enrolled during the period 1 November 2017 to 28 February 2018.
- 13.2 She advised that the number of EBs seeking voluntary revocation had returned to normal numbers following the closure of the LCF in Scotland. The Board noted that ENTRUST has agreed with HMRC that any remaining EBs in Scotland once they have completed all their Form 4s could be automatically revoked. Four EBs did not initially respond but had now done so and one EB had been dissolved.
- 13.3 The Board formally noted the list of enrolments and ratified the list of voluntary revocations for the period 1 November 2017 to 28 February 2018.

14. Training Strategy

- 14.1 The DCEO explained that the 2017/2018 training programme showed that satisfaction remained high although attendance at the training sessions has dropped a little. From feedback received during the year, it was suggested that more detailed guidance on ENTRUST On Line (EOL) during basic training sessions would be useful, which we agreed to do.
- 14.2 There have been no Update and Exchange events during the year but we had met with EBs on the risk model and accreditation scheme. The benchmarking approach had been discussed with ADEB prior to publication. It was noted that the training module has been used by 53 individuals which is a good rate of access.
- 14.3 The DCEO also outlined the 2018/2019 programme, which she explained built on the work completed in 2017/2018. There are three basic training days and one open day planned for 2018/2019. The basic training has been reviewed to include a section about GDPR. The Board noted the changes to the previous version and was content to approve the programme for 2018/2019.

15. Corporate Support

Addendum item for the Board.

16. Compliance

- 16.1 The DCEO informed the Board that the target set for inspecting EBs for the year had been met.

Addendum item for the Board.

17. Communication

- 17.1 The CM introduced this paper which detailed the communications activity during the period 17 November to 28 February 2018, which included the following key documents, which had been issued to EBs during the reporting period:

- Cyber security briefing; and
- General Data Protection Regulation (GDPR) briefing.

18. Enforcement

- 18.1 The DCEO provided the Board with an update on enforcement issues and the ongoing cases which were being managed.
- 18.2 Frozen list – there are now 12 EBs on the list, which is a material reduction from the list at the start of the year which contained 166 EBs. The Board noted and was pleased with this reduction.

Addendum item for the Board.

19. Regulations and Registrations

- 19.1 The DCEO also drew the Board's attention to the following issues:

- The Guidance Manual has been updated;
- Wales – the LCF closes in Wales at the end of March 2018. There are currently 112 projects which we are closely monitoring. We will know how much remaining funding there is in Wales at the end of the Form 4 period in April 2018; and
- The updated framework is in place.

20. Review of ENTRUST On Line

- 20.1 A survey has been carried out on EOL. Following the feedback an action plan had been drawn up to improve those areas of the system, where the Executive considered they would deliver Value for Money (VfM). The Board noted and approved the action plan.
- 20.2 The next steps will be to publish the results on our Website and implement the actions in the new financial year. It was noted that the system is nearly seven years old but from a financial perspective due to the uncertainty regarding the future of the Fund the purchase of a new system cannot yet be justified.

21. General Data Protection Regulations update

- 21.1 The CM updated the Board on changes since their last meeting. She advised that a training session had been held for all staff to ensure understanding of the new Regulations and the CM is preparing processes and procedures. She also advised that there are a couple of areas in the Terms of Approval (TOA) which will need to be reviewed to ensure that GDPR requirements are included.
- 21.2 We will also need to update our privacy statement as all contacts at the EBs will potentially need to be contacted.
- 21.3 The Board noted that some of the actions were still outstanding that certain things have not moved on. It was explained that this has been due to prioritisation of other issues but that we are confident things will be in place and an update will be provided to the June 2018 Board meeting.
- 21.4 Finally, it was brought to the Board's attention that there is an issue with HMRC over who is responsible for some of the data and they are not currently putting LO and contribution data on EOL.

22. E-delivery Communications Plan

- 21.1 The CM introduced the paper, which following the last Board meeting, advised how ENTRUST would communicate with EBs who did not have access to electronic communications. The Board noted and endorsed the proposed arrangements.

23. Any other Business

Addendum item for the Board.

24. Date of next meeting

- 24.1 The next meeting will be held on 20 June 2018, at 60 Holly Walk, Leamington Spa.

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CHAIR'S SIGNATURE

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DATE: