

**CONFIRMED MINUTES OF THE 126TH BOARD MEETING
WEDNESDAY 19 JUNE 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: Jess O'Brien (Communications Manager)
Annie Purkis (AP) (HMRC)
Wing Edmundson (WE) (HMRC)

Apologies: None

Board secretary: Helen Maccallum (HM)

1. Introduction

1.1. The Chair welcomed everyone to the 126th Board meeting and AP who was attending her first Board meeting at ENTRUST.

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.

4. Minutes of last meeting

4.1. The minutes of the 125th meeting held on 27 March 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. The Chair thanked AP and WE for attending the meeting.

6.2. The CEO advised the Board that he had met WE to discuss the Terms of Approval (TOA) and as part of the review process of the current arrangements, we had agreed to review the suite of Key Performance Indicators (KPIs) to ensure that they reflected the breadth of the diverse and quality 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:

- 2018-2019 External Audit Report;
- The 2018/2019 Accounts for ENTRUST and ENTRUST Ltd which the Committee agreed should be recommended to the Board for approval;
- A review of the quarterly Management Assurance Framework which gave a **SUBSTANTIAL** assurance level;
- Approval of the 2019/2020 Quality Assurance (QA) programme;
- Reports on the following QA reviews:
 - A follow up review of Enforcement, which gave a **FULL ASSURANCE** level;
 - A review of Governance, which gave a **FULL ASSURANCE** level; and
 - A review of Registrations, which gave a **SUBSTANTIAL** assurance level;
- It was noted that the IT systems Penetration Test was to be completed before the end of June 2019;
- The Committee noted the policies and procedures in operation within the business;
- The Audit Committee's 2018/2019 Self Assessment report; 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 a request for flexible working, which the CEO agreed after seeking professional HR advice;
- ENTRUST Succession Plan – A report from the CEO on his annual review of the plan, which he advised had been tested over the last 12 months;
- Health and Safety (H&S) – the results of the annual Fire and Office Risk Assessments; and
- 2018/2019 HR&R Committee Self Assessment report.

9. Enrolment and Revocations

9.1. The CEO introduced this paper which reported that six Environmental Bodies (EBs) had enrolled during the period 1 March to 31 May 2019.

9.2. The Board formally noted the enrolments and ratified the list of voluntary revocations for the period 1 March to 31 May 2019.

10. 2018/2019 Annual Accounts – ENTRUST Ltd

10.1. The CEO presented the 2018/2019 Annual Accounts for ENTRUST Ltd, which were formally approved by the Board for signature.

10.2. **Action:** The Chair and CEO to sign the 2018/2019 Accounts for ENTRUST Ltd.

11. 2018/2019 Annual Accounts – ENTRUST

11.1. The CEO presented the 2018/2019 Annual Accounts to the Board. He informed the meeting that the Accounts had been reviewed by the Audit Committee at their meeting on 19 June 2019 and that the Accounts were being submitted to the Board for Approval. The Board agreed to approve the annual accounts.

11.2. **Action:** The Chair and CEO to approve the 2018/2019 Annual Accounts.

11.3. **Addendum item for the Board.**

12. 2018/2019 Annual Report

12.1. The Communications Manager (CM) introduced this paper informing the Board that both the main and summary documents will be published on the ENTRUST website. The Board were content with the report and approved its publication on the website.

12.2. **Action:** The CM to publish the 2018/2019 Annual report on the ENTRUST website.

13. ENTRUST Regulator Standards

13.1. The CM introduced the paper which provides the Board with a full annual assessment of ENTRUST's performance against the 31 Regulator Standards. The Board noted the report through which the Senior Management Team (SMT) gave **FULL** assurance that the standards have been met during 2018.2019.

13.2. **Action:** The CM to publish the assessment on the ENTRUST website.

14. Corporate Support

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

15. Compliance

15.1. The Board noted that the Compliance visits were proportionately fewer at this time of year. The CEO explained that a combination of one of the Inspectors being on annual leave, one being absent on short term sick leave and the focus on completing Form 4 review work had meant fewer inspections had been completed. However, he went on to explain that the numbers would balance themselves out by the September 2019 Board meeting.

15.2. JM raised the issue of the lower return rate for the compliance satisfaction surveys compared to previous years. The CEO therefore explained the additional work that was be undertaken to increase the return rates, for example surveys are now being sent out when the final report has been issued.

16. Enforcement

16.1. The CEO provided the Board with an update on enforcement issues. He went on to advise that there were 87 EBs on the Frozen list, due to their failure to submit annual returns for 2018/2019. The Board noted that these EBs were unfunded.

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

17. Regulations and Registrations

17.1. The CEO introduced the paper and drew the Board's attention to the following issues:

- The updated higher risk project review process;
- The outcomes from the last ADEB liaison meeting; and
- An update on the progress in closing down the LCF in Wales

17.2. **Addendum item for the Board.**

18. Communication

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

18.2. She explained that one of her key areas of focus related to sourcing a new provider for the ENTRUST website. She then provided the Board with an update on the various project streams that she was working on. The CEO explained we would be submitting a capital expenditure bid to HMRC by September 2019 and therefore he requested that the Board agree the business case to ensure the continuity of our website outside of the Board meeting, to which they agreed.

18.3. **Action:** The CEO to submit and circulate to the Board a business case for a new ENTRUST website in the period between the present and September Board meeting.

19. Any other Business

19.1. The Secretary proposed the following Board and Committee dates for 2020:

- 18 March 2020 Audit, HR&R, Board and General Purposes Committee;
- 17 June 2020 Audit, HR&R, Board, General Purposes and AGM;
- 16 September 2020 Audit, HR&R, Board and General Purposes Committee;
- 14 October 2020 Strategic Planning Day; and
- 2 December 2020 Audit, HR&R, Board and General Purposes Committee.

19.2. The Board noted the information papers.

20. Date of next meeting

20.1. The next meeting will be held on 25 September 2019, at 60 Holly Walk, Leamington Spa.

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CHAIR'S SIGNATURE

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DATE: