JNCC SUPPORT CO.

UNCONFIRMED MINUTES OF THE TENTH MEETING OF THE JNCC SUPPORT CO. BOARD HELD ON WEDNESDAY 20 JUNE 2007 AT THE CLANDEBOYE LODGE HOTEL, CLANDEBOYE, BANGOR, NORTHERN IRELAND.

Present:  
Dr Blakiston Houston  
Dr Brown  
Mr Christensen  
Mr Crawley  
Mr Darby (Chairman)  
Professor Ingram  
Mr Lloyd Jones  
Mr Pritchard  
Mr Steer  
Professor Usher  
Dr Vincent  
Professor Warren  
Mr Yeo

In attendance:  
Mr Lawrence  
Mrs McQueen  
Mrs Quince

Apologies:  
Directors: Professor Doyle, Professor Hill  
Attendee: Mr Thin

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1. Chairman’s opening remarks

1.1 Chairman welcomed Mr Crawley to his first meeting as a Director.

1.2 Chairman informed the Board that Mr Thin was still considering whether to become a Director of the Company.

2. Declaration of interests

2.1 Nothing was declared.

3. Amendments to the minutes of the ninth Board meeting

3.1 The minutes were agreed for signing off by Chairman.

4. Matters arising

4.1 There were no matters arising.

5. Adoption of the Directors’ Report and Financial Statements for JNCC Support Co. (BD 07 P02)

5.1 Mr Lawrence introduced the paper, explaining that it is the responsibility of the Company Board to recommend to the members of the company at each AGM that they adopt the Directors’ Report and Financial Statements for the company, so that the Company Secretary may lodge them with Companies House. Mr Lawrence went on to explain that the Audit and Risk Management Committee is required to examine the accounts and letter of representation and make comments to the Board on any concerns that it may have prior to the Board making a recommendation to the AGM.

5.2 Due to the company overspending against grant in aid at the year-end the company accounts show the company trading at a loss. This loss, together with the deficit made in the previous year, has resulted in the reserves of the company falling to £50,000. The external auditors recommended that the level of reserves should be increased. However, it is difficult for the company to increase its reserves because the Financial Memorandum states that the JNCC should not drawdown grant in aid in advance of needs. This matter will be addressed by JNCC management with Defra, the National Audit Office and
the external auditors to avoid problems with the company being seen as insolvent and not able to trade.

5.3 The Board discussed the write-off of old publication stock. They asked that consideration be given to estimating any write-off of stock during the year and reporting potential write-offs and capital charges as part of the quarterly monitoring exercise.

5.4 The Board agreed that more timely financial information should be provided, i.e. at each Board meeting, information on the company’s financial position at the end of the previous month should be made available.

5.5 The Board stressed the importance of resolving, as a matter of urgency, problems caused by having to produce two sets of accounts, and in particular the issue noted in 5.2 above.

5.6 The Board asked that the Audit and Risk Management Committee be provided with the reconciliation of the two sets of accounts.

5.7 The Board recommended to the members of the company that they adopt the Directors’ Report and Financial Statements for the year ended 31 March 2007, and approved the signature of the letter of representation.

6. Appointment of external auditors for JNCC Support Co. (BD 07 P01)

6.1 The Board agreed to recommend to members of the company, the appointment of Moore Stephens as the company’s external auditors for the year ending 31 March 2008.

7. The Audit and Risk Management Committee’s annual report to the Company Board (BD07D01)

7.1 The Board noted the report and requested that additional time should be set aside at the Company Board meeting in June 2008 to discuss the Audit and Risk Management Committee’s annual report, particularly in relation to risk management.

8. Performance report for 2006/07 (BD 07 D02)

8.1 Mr Lawrence introduced the paper, explaining that this report brings together the performance and financial out-turns for the year ending 31 March 2007, analysed over the 13 programmes.

8.2 The Board agreed that the performance indicators labelled as being ‘partially achieved’ could justifiably be described as being ‘substantially achieved’.

8.3 The Board asked that in the comments column in Annex 1, the reasons why some targets had not been fully achieved should be described in more detail.
8.4 The Board asked that targets that were not fully achieved in 2006/07 should be carried forward into 2007/08 to ensure they are completed and reported upon.

8.5 The Board asked that reports be provided more promptly after the period end.

9. **Report from the Company Secretary (Oral)**

9.1 The Board were informed that Mr David Crawley was now a Director of the Company.

9.2 Professor Janet Sprent’s directorship and membership of the company had been terminated when her membership of the Joint Committee came to an end.

10. **Report from the Executive Management Board (BD 07 N01)**

10.1 Mr Yeo informed the Board that further details of the Aberdeen office relocation would be circulated to directors.

10.2 The Board asked that the Sustainable Development Action Plan be added to the agenda for the September meeting.

11. **Report from the Audit and Risk Management Committee (Oral)**

11.1 The Annual Assurance Report had been circulated in May to Audit and Risk Management Committee (ARMC) members, and comments had been incorporated.

11.2 The Statement of Internal Control had been circulated in May to ARMC members. Comments had been incorporated and the Statement will be included with the accounts in JNCC’s annual report for 2006/07.

11.3 The ARMC had discussed the Company accounts and Management Letter in detail. The ARMC had recommended that JNCC management and the external auditors approach Defra and the National Audit Office to resolve the matter regarding the nil carry over of funds allowed by public bodies and the problems this was causing with the company accounts.

11.4 The ARMC had received a presentation on the JNCC’s Sustainable Development Action Plan. The Action Plan demonstrates JNCC’s contribution to the UK’s Sustainable Development Strategy and the importance that the organisation attaches embedding sustainable development into core practices.

11.5 The ARMC had received a presentation on the value for money audit on business travel due to take place this year. The audit will focus on three key areas:
i.  economy – the cost of business travel;

ii.  efficiency – of resources used; and

iii.  effectiveness – how well resources, including staff time, have been managed.

12.  Any other business

12.1  Nothing further was discussed.