

BD 13 M02
November 2013



**Confirmed minutes of the extraordinary meeting of the
JNCC Support Co Board of Directors held on
Thursday 21 November 2013, at Natural Resources Wales,
Tŷ Cambria, Newport Road, Cardiff**

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Confirmed minutes of the extraordinary meeting of the JNCC Support Co Board of Directors held on Thursday 21 November 2103, at Natural Resources Wales, Tŷ Cambria, Newport Road, Cardiff

Present:

Mr Archdale
Dr Bridgewater
Dr Brown
Mr Casement
Mr Christensen
Mr Duke
Dr Goold
Professor Kaiser
Professor Matthews
Mrs McQueen
Mr Rose
Dr Walker
Judith Webb

Apologies: Professor Hill, Mr Parry, Mr Thin

Changes to governance arrangements (BD13 P05)

- 1.1 The Company Board noted the changes in delegations to the company and Chief Executive made by Committee (annex 1 of **JNCC13 P19**) and endorsed the schedule of delegation of specific responsibilities of the Company Board (annex A of annex 4 of **JNCC 13 P19**).
- 1.2 The Company Board dissolved the Audit and Risk Management Committee and noted that:
 - i. an Audit and Risk Assurance Committee will be reconstituted as a sub-group of the Joint Committee, with the same membership as the Audit and Risk Management Committee;
 - ii. the Audit and Risk Assurance Committee will support the Chief Executive and the Joint Committee in their responsibilities for issues of risk, control and governance and associated assurance (annex 2 of **JNCC 13 P19**).
- 1.3 The Company Board dissolved the Executive Management Board and noted that:
 - i. the Executive Management Board will be reconstituted as a group to support the Chief Executive in his role as Accounting Officer and company director (annex 5 of **JNCC 13 P19**);

- ii with the exception of the Chief Executive, the directorships of the other executive directors will be terminated.
- 1.4 The Company Board adopted the revised Standing Orders (annex 3 of **JNCC 13 P19**).