



**Minutes of Meeting of the Board of Directors
Held at 10:45am on Wednesday 25th July 2018
SLC Boardroom, Memphis Building, Lingfield Point, Darlington, DL1 1RW**

Present:	Chris Brodie	Chair	CB
	Antonia Cox	Non-Executive Director	AC
	Mary Curnock Cook	Non-Executive Director	MCC
	Natalie Elphicke	Non-Executive Director	NE
	David Gravells	Non-Executive Director	DG
	Andrew Wathey	Non-Executive Director	AW
	Simon Devonshire	Non-Executive Director	SD
	Peter Lauener	Chief Executive Officer	PLG
	Gary Womersley	Company Secretary	GW
 In Attendance:	 David Wallace	 Deputy Chief Executive Officer	 DW
	Jacqui Smillie	Chief Financial Officer	JS
	Mike Blackburn	Former Chief Financial Officer	MB
	Adrian Tucker	Chief Information Officer	AT
	David Thomson	Head of Operations, Darlington (3.1)	DT
	Christine Nunn	Service Improvement, Darlington (3.1)	CN
	Sinead O’Sullivan	DfE	SO
	Gareth Allen	Scottish Government (by phone from 13:00)	GA
	Chris Williams	Welsh Government	CW
	Chris Jones	Welsh Government (by phone from 13:00)	CJ
	Jonny O’Callaghan	NI Dept for Economy (by phone)	JO
	Derek Ross	Executive Director of Operations	DR
	Peter Robinson	Corporate Planning & Performance Manager (3.3)	PR
	Gary Cowdrill	MD, Board Evaluation (part from 12:30)	GC
	Louise Davidson	Board Secretariat	LD
 Apologies:	 Paula Crofts	 DfE	 PC
	Bernice McNaught	Executive Director, Repayments & Counter-Fraud	BM

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1. Chairman's Opening Remarks and Directors' Matters

The Chair welcomed everyone to the meeting.

CB noted apologies from Bernice McNaught and Paula Crofts.

CB introduced JS as the new permanent Chief Financial Officer and welcomed her to the Board. CB noted that this would be MB's last Board meeting as interim CFO and thanked MB for his contribution. MB expressed his thanks and noted that he would still make himself available to SLC as required to help provide continuity and an effective handover. MB expressed his enthusiasm for SLC as an organisation and noted that in 20 years of public sector contracting, this was by far the best organisation he had worked for; he noted that the people make the organisation. The Board acknowledged and expressed their thanks to MB.

Welcome and introductions to the Board were extended to Christine Nunn, Operations, Service Improvement and David Thomson, Head of Operations, Darlington who were in attendance for Operations Deep Dive (item 3.1).

Welcome and introductions were extended to Louise Davidson, Board Secretariat.

There was a notification of a change of registered interests from NE, i.e. that she has now completed her second term as NED at the Principality Building Society.

CB noted that colleagues from the Operations Team in Darlington will be joining the Board for lunch at 12:30. Names were as follows:-

CB informed the Board that the meeting will run as per agenda to ensure colleagues make travel connections on time. There would therefore be a 14:30 sharp close to the meeting.

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2. Minutes of Previous Meeting and Matters Arising

2.1 Minutes of the meeting held on 28th June 2018

The minutes of the SLC Board meeting held on 28th June 2018 were approved as a true and accurate record.

2.2 Matters arising from previous minutes

GW provided an overview of Matters Arising to the Board.

3. Board Directors' Reports / Priority Business / Company Performance

3.1 Operations Deep Dive

DR introduced a review of Operations in Darlington referring to the slides included in the Board pack. As part of the introduction, DT and CN summarised their responsibilities within the Operations Directorate.

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The Board then toured the Darlington site and received short presentations on the work of the Pre-Assessment, Customer Service & Assessing Services, Knowledge and Quality Management and Continuous Improvement teams. Slides from these presentations were shared with the Board after the event.

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The Board welcomed the Operations deep dive and thanked all for their contribution.

3.2 CEO Report

CB asked for clarity as to whether or not SLC are in compliance with GDPR legislation that came into effect on 25 May 2018 and queried whether this legislation would result in any changes to the way that any further loan sales might be handled. In addition, CB queried SLC's position with UKGI in regard to the transfer of data.

PL confirmed that in terms of the starting point of 25 May SLC is in good position and that SLC was now working on planning for Phase 2 of GDPR.

PL confirmed that there was no requirement for any change in the way data is to be handled in respect of Loan Sale 2. SLC provided anonymised data to DfE and UKGI so that they can perform their role in the loan sale.

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In relation to UKGI, PL confirmed that following on from conversations with SLC, HMT and UKGI SIROs, the data issue had been resolved.

NE noted GDPR Readiness. GW confirmed the information had been anonymised for loan sale purposes.

CB noted assurances in respect of GDPR and loan sale preparations.

MCC queried whether or not SLC were classed as a “Data Processor”, in relation to Loan Sale 2.

CB noted that SLC are not responsible for the assets being sold. SLC have a responsibility for data and the transfer and management of data. SLC have a requirement to write to customers informing them that assets have been sold. The letter to the customer assures them that nothing will change as a result of the sale. Most of the loan collection activity takes place in conjunction with HMRC with SLC’s responsibility being to ensure the data is complete and accurate.

AC queried whether there was a cap in respect of how many loan sale buy backs could happen in any point in time.

SO confirmed that there was no cap in respect of the number of loan sale buy backs that could happen in any point in time.

SD requested a more strategic review of More Frequent Data Sharing (MFDS) with HMRC.

PL advised that there will be an opportunity for a detailed conversation about MFDS at September’s Board meeting where it was planned to present a deep dive into Repayments.

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The Board noted the CEO Report.

3.3 CFO Report

MB delivered his final CFO Report to the Board.

Finance Report

MB informed the Board that there are no material changes to forecasts and no surprises to note since June's Board.

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Annual Performance and Resource Agreement (APRA)

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Draft SLC Corporate Plan for FY18-19 to FY20-21

As lead author, PR joined the meeting and presented the draft Corporate and Business Plan for FY18-19 to FY20-21 to the Board for discussion. PR emphasised that this is an early draft Plan.

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MB anticipates the Corporate Plan being available on the website sometime in the autumn. MB noted that this process is dependent on receipt of the APRA letter. DW noted that the document is also currently with DfE for comments. PL in agreement that end of October is a realistic goal for the Corporate Plan paper to be published.

The Board expressed a view that the Corporate Plan relayed a "Good News Story". All in agreement that Corporate Comms should be involved.

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Corporate Performance Dashboard

The Board were in agreement regarding the importance of using the Corporate Dashboard effectively. It was suggested that ELT Directors potentially speak on any exceptional performance highlighted in the Dashboard at future Board meetings.

MCC raised a concern in relation to Dashboard metric, "Targets too high or low", and suggested that inbound telephone be shown as percentage of applicants or similar.

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The Board welcomed the ongoing development and improvement in respect of the Corporate Performance Dashboard.

3.4 Corporate Risk Report

Company Secretary & Chief Risk Officer, GW, provided an overview of the Corporate Risk Report to the Board.

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The Board noted the Corporate Risk Report.

3.5 Board Effectiveness Review

GC, CEO Board Evaluation, provided an update to the Board on the findings of the recently undertaken Board Effectiveness Review.

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GC summarised that overall findings were positive and recommended that the above areas be considered.

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4. AOB

Barclays

SO and GW made reference to the recent Barclays announcement that they are creating c.3, 000 jobs in Glasgow over the next few years. DW noted that it was important that this was also seen in the context of other recent announcements and the impact this would have on SLC's ability to attract and retain staff, given its pay and reward difficulties.

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5. Date of next Meeting

The next meeting of the SLC Main Board will take place in the Glasgow SLC Offices, 100 Bothwell Street, Glasgow, on Wednesday 26 September @ 09:30.

There being no further business, the Chairman thanked everyone for attending and the meeting closed at 14:30 .

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NB: Where asterisks appear within a numbered item, these sections have been excluded from the minutes before placing on the website as the subject under discussion falls within one or more of the exemptions contained in Part II of the Freedom of Information Act 2000 and can be reasonably withheld.