



**Minutes of Meeting of the Board of Directors  
Held at 09:30am on Wednesday 28<sup>th</sup> March 2018  
SLC Boardroom, 100 Bothwell Street, Glasgow**

<b>Present:</b>	David Gravells	Meeting Chair	DG
	Chris Brodie	Chairman (attending by phone)	CB
	Antonia Cox	Non-Executive Director	AC
	Mary Curnock-Cook	Non-Executive Director	MCC
	Simon Devonshire	Non-Executive Director (by phone – part)	SD
	Natalie Elphicke	Non-Executive Director	NE
	Sally Jones-Evans	Non-Executive Director	SJE
	Andrew Wathey	Non-Executive Director (by phone)	AW
	Peter Lauener	Chief Executive Officer	PL
	David Wallace	Deputy Chief Executive Officer	DW
	Mike Blackburn	Chief Financial Officer	MB
	Gary Womersley	Company Secretary	GW
<b>In Attendance:</b>	Paula Crofts	DfE	PC
	Gareth Allen	Scottish Government	GA
	Chris Williams	Welsh Government	CW
	Jonny O’Callaghan	NI Dept for Economy	JO
	Bernice McNaught	Executive Director, Repayments & Counter-Fraud (part)	PM
	Scott Montgomery	GDPR Programme Manager	SM
	Karen Jackson-Morris	Information Assurance Accreditor	KJM
	Brian Wright	Information Security Governance & Compliance Manager	BW
	Patricia Lombardi	Company Secretarial Assistant (Secretariat)	
<b>Apologies:</b>	Sinead O’Sullivan	DfE	
	David Wallace	Deputy Chief Executive Officer, SLC	

**1. Chairman's Opening Remarks and Directors' Matters**

DG welcomed everyone to the meeting – in particular Jonny O’Callaghan, who was attending his first SLC Board meeting as NI Department for Economy representative.

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There were no new declarations of interest. The interests declared in the previous meeting minutes (28<sup>th</sup> February) were amended to include David Gravells in the list of members with a potential interest in the UCU industrial action discussion.

### **2. Minutes of Previous Meeting and Matters Arising**

#### **2.1 Minutes of the meeting held on 28<sup>th</sup> February 2018**

The minutes of the SLC Board meeting held on 28<sup>th</sup> February 2018 were approved as a true and accurate record.

#### **2.2 Matters arising from previous minutes**

GW advised that one item was recommended for closure – MB302 EU GDPR Deep Dive – which was covered in today's agenda. Of the remaining thirteen items, Board noted the following:

- MB260 – the Board visit to Europa was being rescheduled for later in the year.
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- MB270 – it was agreed that SLC Communications would circulate the appropriate Wonke updates.
- MB279 – PC was in discussion with Sinead O'Sullivan and would report back to the April Board meeting.

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

#### **3.1 CEO Report**

PL introduced two short films that provided an overview of SLC key events and achievements during the past year and looked at the closing session of the 'Role of the Manager' launch. He advised that the ROTM programme was enjoying a positive reception, with people seeing investment in their skills and development and recognising the link to operational excellence. Board commended the commitment and hard work of the SLC staff, as evidenced in both films.

PL presented the CEO Report and highlighted the following key matters:

##### **3.1.1 ELT Recent Restructure**

PL noted that following Paul Mason's departure Bernice McNaught had taken on operational responsibility for that area (Repayments & Counter-Fraud) and also now had ELT responsibility for HR. He reported that all ELT members were content with the new set of responsibilities and the perception of managers was that the ELT was operating well as a team. PL confirmed that all

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functional and operational areas now reported to members of ELT and Board requested that a list of ELT members and departments be available for reference on BoardPack.

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### 3.1.3 Department of Health Policy Changes

PL advised that regulations requiring to be laid by the Department of Health to implement policy changes to some post-graduate health courses had been suspended and would need to be re-laid. \*

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### 3.1.5 Pensions Update / Agreed Recovery Plan

Board queried the position with regard to members of staff with less than two years' service being able to transfer in to the CSPS and whether they could be provided with advice. GW confirmed that it SLC could not provide financial advice to individuals but was in communication with the unions. With regard to the Pensions Agreed Recovery Plan, progress was being made with DfE in getting a date for delivery of the Recovery Plan and PC confirmed that she was working towards getting this signed off within the next week or so.

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### 3.1.6 Partnership Working

\* With regard to \* major contracts in general, MB confirmed that Board would be kept informed (via his monthly Board report) on matters signed.

Board noted the CEO Report.

### 3.1 Change Portfolio

BM introduced her report, which provided an update on the status of the emerging FY18-19 Change Portfolio. \*

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Board noted the Change Portfolio update.

### **3.2 CFO Report**

MB presented the CFO Report, noting that numbers for the year were tracking well to the figures agreed in the Quarter 2 Review and sitting very close to the overall package agreed at that time. He confirmed that the 16/17 Annual Report & Accounts had been signed and would be filed with Companies House.

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Board noted the CFO Report.

### **3.4 Risk Report**

GM presented the Risk Report, highlighted the key trends, and confirmed that the Corporate Risk team was continuing to monitor and track mitigations \*. \*

Board noted the Risk Report.

### **3.5 EU GDPR Deep Dive**

GW provided the background to the GDPR project and introduced the team attending to present.

SM outlined the key deliverables of SLC's GDPR project and assured Board that training programmes and activities were in place to support the programme long-term following the May 25<sup>th</sup> launch date. SM advised that SLC, \* had taken a risk-based approach to GDPR; he provided an overview of the workstreams involved in the project.

BW summarised the key risks around EU GDPR information and data handling compliance and outlined future activity in terms of mitigation. KJM outlined the data governance framework roles and the new roles being taken on to strengthen the existing areas.

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Board appreciated the GDPR Deep Dive and thanked the team for a comprehensive presentation.

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Board noted the update on EU GDPR.

### 4. AOB

#### 4.1 CFO Recruitment

GW confirmed that further to the previous RPODC approval of the CFO recruitment process outcome \*, the information had been circulated to Board members and approval received by round-robin email correspondence.

#### 4.2 Sally Jones-Evans

In recognising that this had been SJE's last SLC Board meeting, on behalf of the Board and Executive DG thanked Sally for her valuable contribution as a Board member and wished her well for the future. His comments were endorsed by the Chairman and Board members.

Board noted matters discussed under AOB.

### 5. Date of Next Meeting

The next meeting of the SLC Board will take place in Glasgow on Wednesday 25<sup>th</sup> April at 09:30.

**There being no other business, the Chairman thanked everyone for attending and the meeting closed at 1:25pm.**

**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.**