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**Minutes of the 5th ukaea board meeting in 2021**

**15 September 2021**

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| **Location:** | Turing Room, RACE, UKAEA and remote |  |  |
| **Members** | David Gann (Chair)  Shrin Honap  Mark Bayley  Stephen Barter  Luc Bardin  Eithne Birt  Adrian Smith  James Partington (BEIS)  Ian Chapman (CEO)  Antonia Jenkinson (CFO) | | |
| **Attendees** | Lyanne Maclean (COO)  Tim Bestwick (CTO)  Kay Church  Nick Walkden (Secretariat)  Alli Brown (Finance Director, items 6 - 8)  Matt Green (Head of Safety, Health, Environment, and Quality, item 9)  Rob Buckingham (Director of RACE, item 11) | | |
| **Apologies** | Adrian Smith (from item 4 onwards)  Tim Bestwick (from item 6 onwards)  Antonia Jenkinson (from item 7 onwards) | | |

**MINUTES**

# chair’s opening remarks

## The Chair updated the Board on the status of the renewal of new non-executive members of the Board, and the chair remarked on the quality of candidature for the recruitment round, thanking the BEIS team for an efficient and effective recruitment process. The Board discussed the induction and onboarding of the new colleagues.

## The Chair updated the Board and attendees on the status of the 2021 effectiveness review, and accompanying board appraisals.

## No declarations of interest were raised.

# minutes and actions

## The minutes of the 4th UKAEA Board meeting in 2021 were reviewed, and approved with minor comments.

## The outstanding actions of the Board were reviewed as follows:

### UKAEA(21)4/3: An update on the site visit was provided by the Board member who undertook it and the Board passed their gratitude to those involved. The Board noted that more opportunities for visits would arise during the induction of new Board members. Action closed.

### All other actions were confirmed as being closed, on the Board agenda, or not due at the meeting.

# executive board report

## The CEO, CFO, COO, and CTO updated the Board on a number of areas of development since the report and highlighted important details since the report was provided.

## The Board discussed in detail the status of Euratom Association. The Board noted the risks of delayed association and expressed their concern. Mitigations of the associated risks discussed were to be considered by BEIS after the meeting.

## The Board discussed the upcoming Nurse review of the research landscape, and highlighted UKAEA as an organisation demonstrating an integration of ability to deliver large scale development, and will be conducting deep science and R&D.

## The Board expressed it’s disappointment that, at the time of writing, no presence for fusion at the COP26 conference had been provided, preventing the championing of fusion at the highest levels. The Board encouraged an enhanced focus on external comms given the current level of political activity. The Board recommended consideration of a fusion presence at the summer exhibition of the Royal Society.

## The Board were briefed on the current status and planning for COVID-19, and discussed the current policy on the wearing of facemasks. Under permit EPR/LB3330DP the organisation is permitted to accumulate organic beta/gamma wastes but not aqueous wastes. As part of routine inspections and checking it was discovered that four small quantities of very low activity water had been collected and stored for a period which exceeded the storage limit in the Permit. The Root Cause Analysis identified that these holding had initially been considered organic liquid but were aqueous arisings from the processing of low activity metallurgy sample preparation. While being compliant with the accumulation requirements for organic liquid, the change in classification to aqueous meant that the waste exceeded the 6 months permit duration limit and, one container (20 litres) included a component which is beta/gamma (specific activity ~10Bq/g beta/gamma). The organisation was aware that this was an omission from the EPR permit which was in the the process of being proposed as a change as part of a forthcoming Variation. The Board noted that; there was no risk to people or environment; reporting was undertaken early and with transparency to the EA who continue to be worked with, with a strong action plan in place.

## The Board thanked the COO and Executive Team for sustaining and maintaining the strong health and safety environment in the organisation, and considered the organisation to be well placed to manage the landscape moving into the Winter.

## Members discussed the framework of engagement with private fusion companies. The Board also discussed the capturing of knowledge assets within the organisation, and the potential for engagement with the Government knowledge assets team, noting that the CTO is on the programme board for this team.

## The Board discussed the challenge of recruitment into directorial positions, and wider recruitment challenges, noting ongoing discussions with BEIS and Cabinet Office, and that this remains the organisations top risk.

# report from the property sub-committee

## The Chair of the Property Sub-Committee updated the Board on the outcome of the mornings meeting as follows:

### An update on the agreement with General Fusion was presented and reviewed by the committee. Under committee recommendation the Board approved entering into the agreement with General Fusion. The Board discussed the policy and approach to clustering with a technology agnostic view.

### The committee were updated on details of the CCDP project, including a debate of the organisations covenant. The Board noted the update, and that the committee would update the Board in the future with more details including potential funding partners.

# culham campus: Vision 2050

## The Property Sub-committee reviewed the Culham Campus: Vision 2050 document, and was extremely content with the content of the document, recognising the plan as a progression of many years work. The committee recommended that the Board endorse the direction of travel of the document, in the understanding that there may be areas of variation as the plan evolves. Specific areas under development were discussed, including security where the Board recommended that publicly facing aspects of the campus remain outside the security perimeter. The Board recommended enhancement of the language used to consider mobility, with inclusion of more modern potential mobility solutions.

## The Board endorsed the Culham Campus: Vision 2050 with enthusiasm, encouraging the publication of a public-facing version in a timely manner.

# finance update

## The Finance Director updated the Board on the financial status and performance of the organisation, including current and forecast growth, and performance against budget, with the Board noting a forecast underspend on budget and against the Q1 forecast for the year, impacted by slower than planned spending on major infrastructure projects, and that discussions are ongoing with BEIS to resolve this issue. The Board recognised the challenge of managing against single year settlements with major infrastructure projects requiring multiple approvals which drive uncertainty. The Board highlighted that these projects will generate major capital assets on the UKAEA balance sheet.

## The Board were briefed on the potential for underspend on JET, and the details pertaining to it. Members discussed the position and partial achievement of JET KPIs given recent challenges on JET, and noted that the expectation remains as presented in the paper.

## The Board discussed the cashflow forecast, noting that changes in the next quarter relate to the JET transition from the NJOC at the end of October.

## The Board discussed the multi-year financial reporting presented in the paper, highlighting its value in demonstrating delivery performance. A brief was provided on the long-term business planning cycle which is now entering a more mature basis after two successful cycles, and the Board agreed to the recommendation that the output of the current year’s business planning cycle be presented to the Board. The Board requested a teach-in session prior to the paper being presented – Action UKAEA(21)5/1

## The Board discussed the Spending Review process, and expected timelines for information on the outcome.

# update from arac

## The Chair of the ARAC updated the Board on the recent meeting of the ARAC, including:

### The new ToRs of the ARAC, developed to accommodate the reconfiguration of the committee following the integration of the Board Assurance and Audit Committees, were reviewed in detail and considered to be precise.

### The committee reviewed a number of activities, including progress on the implementation of new Asset Management process, the status of the current tenancy, and cyber security where the committee considered reactions to ransomware attacks.

### The committee highlighted the risk associated with uncertainty in the settlement from the comprehensive spending review.

### The committee received a fraud report, with no incidents noted, and discussed its integration into audit and other assurance processes.

## The Board discussed the recording a risk related to the return to new hybrid ways of working.

# approval of the arac terms of reference

## The Board noted a detailed review of the ToRs held by the ARAC. The Board held a fulsome discussion on aspects of the ToRs, including the scope, interaction with safety management, and responsibilities held by the sub-committtee. The Board approved the Terms of Reference to apply for the next two ARAC meetings, whilst new board members are inducted, with the Board to review the ToRs within 6 months – Action UKAEA(21)5/2

# safety management system briefing

## The Board were briefed on the organisation’s safety management system by the Head of Safety, Health, Environment, and Quality. The Board reflected on the quality of the deep-dive undertaken preceding the Board meeting, and noted the breadth of the endeavour undertaken to keep the organisation safe under strong management. The Board noted a strong regime of induction and training to ensure all in the organisation are fully competent in the safety responsibilities required of them. Members noted the importance of a whistleblowing policy as a key risk control within the safety management system. The Board requested that the briefing material be provided as induction material for Board members.

# Report from the people and remuneration committee

## No meeting was held since the last Board meeting, and the Chair of the sub-committee updated the board on matters upcoming for the committee.

# update from race

## The Board were updated on RACE activities, and priorities for the future. The Board discussed the framework for determining priorities, and the appetite for spin-out opportunities. The Board agreed that for RACE, and the wider UKAEA portfolio, the mission has primacy and opportunities for spill-over and social value should target areas that support the mission. The Board noted the importance of tracking quantifiable short term benefits, and the need to encourage invention in the organisation.

## The Board discussed the potential role for RACE with ITER in the future, and for RACE to grow skills in Robotics and AI for the UK.

# any other business

## The planned paper on Cyber Security and Threat Analysis could not be delivered due to external circumstance. The agenda item was postponed until the next Board meeting, and the Board was encouraged to provide comments and questions on the paper in the interim.

## The Board reviewed a lookahead for future board meeting agendas.

## The Board held a wide-ranging discussion on plans to enhance digital capability with the organisation, noting that previous Board strategy sessions had fed into the formation of the CSR proposal which seeks funding to grow a digitial business unit.

## An update on the status of pay flexibility cases in BEIS was provided.