



**Minutes of Meeting of the Board of Directors
Held at 9.30am on Wednesday 27th September 2017
Boardroom, 100 Bothwell Street,
Glasgow G2 7JD**

Present:	Chris Brodie	Chairman	CB
	Antonia Cox	Non-Executive Director	AC
	Simon Devonshire	Non-Executive Director	SD
	Natalie Elphicke	Non-Executive Director	NE
	Sally Jones Evans	Non-Executive Director	SJE
	David Gravells	Non-Executive Director	DG
	David Wallace	Acting CEO	DW
	Mike Blackburn	Interim Chief Financial Officer	MB
	Gary Womersley	Company Secretary	GW
In Attendance:	Matt Toombs	DfE	MT
	Paula Crofts	DfE	PC
	Chris Williams	Welsh Government	CW
	Sian Kerr (by phone)	Department for Economy (NI)	SK
Apologies:	Chris Jones	Welsh Government	CJ

1. Chairman's Opening Remarks and Directors' Matters

CB welcomed everyone to the meeting. SJE confirmed that she had been appointed as a Trustee Director (with effect from Jan 2018) to the Tearfund Charity; NE confirmed that her husband had been appointed to the Treasury Select Committee; CB confirmed that he had been appointed to Sports Business Council – otherwise there were no declarations of interest.

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2.1 Minutes of the meeting held on 21st June 2017

Board approved the minutes of the meeting of 26th July 2017.

2.2 Matters arising from previous minutes

GW advised that of the 18 actions listed, 11 were marked for closure – either being complete or on the agenda.

AC enquired re the status of the Board Effectiveness Review. *

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3.1 CEO Report

DW presented the CEO Report.

DW updated Board re the NAO Follow Up Report, advising that there was little residual activity for SLC, with the bulk falling to DfE.

DW advised Board of the activity involved and completed in respect of the change of SLC's Registered Office.

* **ACTION MB278 – GW/CO'C**

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* **ACTION MB279 – DW/CMcA** Board discussed the need for DfE to progress outstanding governance matters such as NxD recruitment and completion of the Framework Document and ancillary documentation.

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DW advised that Operational Performance was on track. DW informed however that active steps were still being taken in respect of call answering within SLC still being over 200 FTE resources down.

DW informed Board of ongoing workstreams with regard to complaints, in particular the categorisation of “declined” complaints, which were considered to be of interest to NxDs.

* **ACTION MB280 - DW** CB enquired as to SLC's estate strategy and requested that a report be presented at a future Board to allow the matter to be considered. **ACTION MB281 – DW/MB** *

Board noted the CEO Report.

3.2 CFO Report

COMMERCIAL SENSITIVE - LEGALLY PRIVILEGED AND CONFIDENTIAL

MB presented the CFO Report.

MB advised that the job description for the permanent CFO role was now complete.

MB updated on the Corporate Planning Process for FY18/19. Board discussed the need for a timeous Corporate Plan, to allow NxDs to be involved and to facilitate agreement on future APRA letters. NE commented that the process should allow NxDs to contribute to relevant SLC KPIs and KRIs. SJE commented that the phrasing/language used should be careful so as to maximise the positives. **ACTION MB282 – MB**

CB enquired re activity on SLC unit costs and requested that a Report be brought back to Board.

ACTION MB283 – MB

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ACTION MB284 - GW

ACTION MB285 – GW/MB

Board enquired re resource – with MB confirming all posts were appointed on a permanent basis, bar one. Board asked for further information to be brought to Board re SLC Budgetholders.

ACTION – MB286 - MB

Board noted the CFO Report.

3.3 Update on Strategy 2020 Business Case

DW presented the Update on 2020 Strategy Report.

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Board discussed the updated position, with DfE confirming that they were very supportive in principle, but just required additional information in respect of outstanding matters. Board requested that consideration be given to allowing NxDs the opportunity to have a deeper dive into the business case. **ACTION MB287 – DW/GW**

Board noted the SLC 2020 Strategy Update Report.

3.4 Class Interest Rate Issue Update

DW presented the CLASS Interest Rate Issue Report.

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* **ACTION MB288 – GW** * **ACTION MB289 – DW/DR**

Board noted the CLASS Interest Rate Issue Report.

3.5 Over Repayments Update

DW presented the Over-Repayments Update, *

DW advised that a lot of work had already been done on the issue and also informed re the next steps being undertaken by SLC, including a pilot project, improving returned mail MI and also exploring the feasibility of POR auto-enrolment. Board requested that work with HMRC re More Frequent Data Sharing (MFDS) keep progressing and that consideration be given to maximising SLC communications to facilitate customer information collection. **ACTION MB290 – DW/PM/CMcA**

Board noted the Over-payments Update.

3.6 Annual Pay Remit

DW presented the Annual Pay Remit Report.

DW advised that the Report was on the Board agenda for information and that an updated Report would be submitted to a specially convened RemCom.

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Board noted the Annual Pay Remit Report update.

3.7 Project Hardrock

GW updated re Project Hardrock.

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* **ACTION MB291 – GM/MB**

3.8 EU General Data Protection Regulations (GDPR)

GW provided an EU GDPR Update.

GW advised Board that the Regulations were considered to have significant impact on SLC and that whilst further clarification was required in respect of the UK Data Protection Bill, work had been commenced with a multi-disciplinary team with external assistance. GW updated on progress to date on the Governance; Reporting and Compliance; Data Retention; Personal Data Mapping; and System Capability workstreams, with a formal Program having been set up to progress matters further.

GW confirmed that SLC would be required to take a risk-based, prioritised approach. Board requested that monthly updates be provided to Board and that independent external assurance is planned into future Programme activity. **ACTION MB292 - GW**

Board noted the GDPR Update.

3.9 Pension Update

GW provided a Pensions Update.

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* **ACTION MB293 – GW ACTION MB294 – GW**

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3.10 Main Board Risk Review

GW introduced the Main Board Risk Review.

GW advised of relevant movements within the Risk Report from last month, together with an update on the ongoing changes/evolution of the Report and categorisation of risks. GW confirmed that a Report re development of a Corporate Risk Framework was being presented to ARC.

Board noted the Main Board Risk Review.

4. AOB

CB updated Board re ongoing matters/investigations, the process going forward and that it was anticipated that there would be a specially convened Board on 10th October. **ACTION MB295 – GW**

5. Date of Next Meeting

The Board noted that the next meeting would take place in Glasgow on Wednesday 25th October 2017 at 9.30am.

The Board meeting closed at 13:35pm

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.