SBS 036-26

UK Shared Business Services Ltd
BOARD MEETING

Date: Thursday 23 July 2026
Location: CS5, Polaris House, Swindon

Timings: 0915 – 1420 Board Meeting
1420 – 1450 REM / NOM Com
1450 – 1500 Closed session of the Board

Attending:

Board Members:		**UKSBS Executive:**	
John Clarke, Chair	**JC**	Akos Csernus, Chief Transformation Officer	**AC**
Richard Semple, Chief Executive	**RS**	Caroline Jenkins, Company Secretary	**CJ**
Carolyn Isaacs	**CI**	Tim Knight, Chief Operations Officer	**TK**
Helen Mills	**HM**	John Arnott, Chief Strategy and People Officer	**JA**
Cath Denholm	**CD**	David Walder, Chief Digital and Information Officer	**DW**
Leslie Gilbert	**LG**	Victoria McMyn, Chief Corporate Delivery Officer	**VM**
Mike Baker	**MB**	**Observers / Guests**	
Rob Bullen	**RB**	James Michelson, DBT	**JM**
		Jean Clark, TIAA, (Item 3E only)	**JCl**
		Kathryn Hollingworth, Head of Risc, (Item 4 only)	**KH**

Apologies:

Caroline Bee, Finance Director	**CB**
Richard Henshall, Matrix SRO	**RH**

INTRODUCTION				
1	**0915 - 0920** 5 mins	**Welcome, Apologies & Declarations of interest**	**John Clarke**	**I**
2	**0920 - 0930** 10 mins	**Chair's introduction – Strategic Context**	**John Clarke** Verbal **For discussion**	**DI**
STRATEGIC				
3	**UKSBS Strategic Direction, Transformation and Major Change**			
e	**0930 - 1000** 30 mins	**Board Performance Review** Consider the outcomes of the externally facilitated review to identify and allocate Board development priorities and actions	**Nick and Jean** **John Clarke** Verbal	**I / A**

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a	**1000 – 1100** 60 mins	**2027-2032 Strategic Planning** Building on the recent Board Off-site, a strawman strategic analysis will be used to seek the Board's input to and guidance on: - The potential impact of the 2032 strategic environment - Deductions about opportunities, risks and dependencies - Establishing the 2032 ambition & principal objectives for the Company - Determining the key strategic 'dials' to track progress - Whether and how our strategic themes need to adapt - Any further strategic questions that need to be answered or analysis undertaken	**Richard Semple** SBS 037-26	**DI**
BREAK FOR 10 MINUTES AT 1100				
b	**1110 - 1130** 20 mins	**Strategic Engagement** - Consider alignment of NEDs to strategic themes, with Execs - Review the stakeholder analysis from the Board Off-site to agree allocation of strategic engagement activities to NEDs	**Richard Semple** SBS 038-26	**DI**
c	**1130 – 1230** 60 mins	**Transformation** - Review UKSBS's readiness for Neo go-live, reviewing the principal risks and agreeing where to focus time, effort and funding - Review Wider Matrix Programme readiness for go-live and confirm the UKSBS position on passing Stage Gate1 (unconditional pass, conditional pass or fail) - Understand the latest UKSBS Cost to Serve modelling for 1A go-live - Consider how we evolve our transformation ambition	**Akos Csernus** SBS 039-26	**DI**

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d	**1230 – 1300** 30 mins	**Other Major Change Delivery** Consider the more immediate (next 12 months) opportunities and risks resulting from other major change, including: - Understand and provide feedback on the UKSBS proposed approach to a Neo post-go-live onboarding pipeline - Understand the forward Fusion Pipeline of Change and the impact that UKRI's Shaping Our Future Programme could have - Take stock of the implications of any emerging MOG changes resulting from the change of Prime Minister	**Victoria McMyn** SBS 040-26	
BREAK FOR 30 MIN LUNCH AT 1300				
OPERATIONAL				
4	**1330 – 1400** 30 mins	**Risk, Assurance and Provision 29** Review the Board's risk appetite statements for the Company and update them for this FY, including agreeing the material controls for Provision 29 reporting	**Caroline Jenkins and Kathryn Hollingworth** SBS 041-26	**A**
5	**1400 – 1410** 10 mins	**Consent Agenda** - NED Appointment (Helen Mills) - Audit Committee Chair's Report - CEO Report - Standing Performance PowerBI report incl non-financial performance, risk and cyber security - Modern Slavery Statement - Minutes of the previous meeting 28 May - Action Log	**John Clarke** SBS 042-26 SBS 043-26 SBS 044-26 SBS 045-26 *(Via PowerBI)* SBS 046-26 SBS 034-26 SBS 035-26 **For approval**	**A**
ANY OTHER BUSINESS				

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6	**1410 - 1420** 10 mins	**Next Board Meeting** Board meeting to be held on 24 September 2026 at 9.15am in Polaris House, Swindon Proposed substantive items: • Strategic Direction & Transformation • Annual Report and Financial Statements • Consent Agenda incl. Annual Governance Review **Future Strategic theme considerations:** September – Business Plan development and input for the Client Forum in October November – 5-year plan and investment priorities January – Workforce and capability incl. leadership, culture March – Business Plan sign off and FY 27/28 Delivery plan May – Client and stakeholder strategy	**John Clarke**	I
		BOARD TO MEET AS REM / NOM COM		
A	**1420 – 1440** 20 mins	**Pay Mandate 2026/27** Review the proposed 2026 pay mandate to endorse or amend as necessary	**John Arnott** SBS REM 001-26	A
B	**1440 – 1450** 10 mins	**Board Chair Job Criteria** Review the proposed UKSBS Board Chair job description to endorse or amend as necessary, in advance of being used for recruitment	**John Clarke** SBS NOM 001-26	A
		CLOSED SESSION OF THE BOARD		
	1450 – 1500 10 mins	**Closed Session** Did we spend enough time on strategy? Did we focus on the right questions? What should be elevated at the next meeting?	**John Clarke**	I

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