

# UK Shared Business Services Ltd

**Minutes of the 123<sup>rd</sup> UKSBS Board Meeting held in Polaris House, Swindon, on Thursday 2 October 2025 commencing at 9.15am.**

## Attending:

<b>Board Members:</b>		<b>UKSBS Executive:</b>	
John Clarke, Chair	<b>JC</b>	Akos Csernus, Chief Transformation Officer	<b>AC</b>
Richard Semple, Chief Executive	<b>RS</b>	David Walder, Chief Digital and Information Officer	<b>DW</b>
Carolyn Isaacs	<b>CI</b>	Victoria McMyn, Chief Corporate Delivery Officer	<b>VM</b>
Sarah Finigan	<b>SF</b>	John Arnott, Chief Strategy and People Officer	<b>JA</b>
David Thomas	<b>DT</b>	George Stotter, Head of HR and Payroll Services	<b>GS</b>
Helen Mills	<b>HM</b>	Emma Allcorn, Chief of Staff	<b>EA</b>
Cath Denholm (to be appointed at the meeting)	<b>CD</b>	Kathryn Hollingworth, Head of RISC (for item 8 only)	<b>KH</b>
Rosanna Wong (to be appointed at the meeting)	<b>RW</b>	Jade Martin, RISC (for item 8 only)	<b>JM</b>
Leslie Gilbert (to be appointed at the meeting)	<b>LG</b>	Caroline Bee, Finance Director (for item 5 only)	<b>CB</b>
		<b>Observers / Guests</b>	
		Richard Henshall, Matrix SRO	<b>RH</b>
		Deborah Gregg, Deloitte (for item 9 only)	<b>DG</b>

## Apologies:

Liz Creedy, Chief Operating Officer
Caroline Jenkins, Company Secretary
Mike Baker (to be appointed at the meeting)
Andrew Pattison, DCMS
Sarah Harrison, Cabinet Office

### 1. WELCOME (SBS 041-25 and 042-25)

- 1.1 The Chairman opened the Board meeting at 9.15am and welcomed all in attendance. New attendees provided quick introductions.
- 1.2 The minutes of the meeting held on 23 July 2025 were received.

The Board reviewed the action log. One action remained outstanding with a verbal updated to be provided at item 3.

### 2. NED APPOINTMENTS (SBS 044-25)

- 2.1 The Board received the report and unanimously agreed for Cath Denholm, Leslie Gilbert, Mike Baker and Rosanna Wong to be appointed as non-executive directors with immediate effect, for three-year terms.

### 3. UKSBS CHIEF EXECUTIVE REPORT (SBS 045-25)

**Author:** Emma Allcorn, Chief of Staff

**Date:** 9 October 2025

- 3.1 The Chief Executive's report was received by the Board and the following points were noted:
- The Oracle Fusion platform went live earlier this year, followed by a six-week hyper-care period, from mid-June to the end of July. Since then, Fusion enabled services had been in a stabilisation phase, with teams working through challenges to focus on effective BAU delivery.
  - HR and Helpdesk functions were now broadly stable, albeit that Customer Support Services continued to experience high levels of activity around invoice payments. This reflected the significant challenge in accounts payable with UKSBS and UKRI finance teams working collaboratively to deal with the significant backlog.
  - Payroll had successfully delivered each month's pay-run since go-live, but there remained a range of manual interventions that needed to be resolved.
  - Risks continued around both BAU and SHARP hyper-care funding from UKRI and were to be addressed through upcoming mid-year True up meetings. Resolution was expected to be considered at the Owners Group meeting on 28 October.
  - Mitigations and management actions to address the funding risk were considered.
  - RS confirmed that, as accounting officer, he was still unable to confirm the pay remit for 2025/26 until the funding risk was resolved.
  - A verbal update was provided on the status of the pension administrator move.
  - The Board requested further information regarding cybersecurity and a briefing paper for new NED members.

**Actions:**

- **A paper to be presented at the next Board on the risk and resourcing plan for the pension move focusing on testing.**
- **A cybersecurity update to be circulated to the Board for discussion at its next meeting.**

**4. AUDIT COMMITTEE UPDATE (SBS 046-25)**

- 4.1 CI provided a verbal update on discussions from the September Audit Committee meeting and noted that the meeting was not quorate. The Annual Report and Accounts showed a balance-sheet loss due to asset depreciation. This was something that should be included in future charging models.
- 4.2 CI informed the Board of the Audit Committee plan for the upcoming year, covering five areas:
1. Ensuring strategic Board changes influence Audit Committee activity.
  2. Focus on Funding and cost models.
  3. Transformation assurance.
  4. Readiness for NEO.
  5. Any legislation changes.

**5. ANNUAL REPORT AND FINANCIAL STATEMENTS (SBS 047-25)**

- 5.1 The Board was introduced to the new UKSBS Finance Director, Caroline Bee (CB) who provided a quick introduction and overview.

- 5.2 The Board was asked to agree the Annual Report and Accounts subject to the following amendment to Note 14:

*2024/25 figure is decreased from £11.844m to £9.103m and the 2023/24 figure increased from £10.746m to £16.287m. The following narrative to be added “Additional contracts were identified in the 24/25 financial year which revealed material prior year committed financial spend not previously disclosed. This has led to a restatement of an additional £6,803k commitment as at 31<sup>st</sup> March 24 from the previously stated figure of £9,484k.”*

- 5.3 The Board agreed the Annual Report and Financial Statements including the amendment. It was noted that the NAO were recommending UKSBS strengthen the formality of client relationships around income and funding.
- 5.4 CB informed the Board that the NAO would be issuing a new letter of representation due to a small unadjusted error of £4,800 found late in testing. This had been extrapolated, resulting in a reduction of the net unadjusted total to £55,000.
- 5.5 The Board discussed and agreed with the going concern position of UKSBS, approved the letter of representation from NAO and authorised the CEO to sign the letter of representation and Annual Report on its behalf.

## 6. STANDING ITEMS (SBS 048-25)

- 6.1 The Board received the operational performance update. Each Executive drew out key points of the report relevant to their area. The following were noted:
- Fusion reporting shows BOE remained stable, though there had been a slight decline in response times for contacts. Client satisfaction and user experience scores were steady.
  - Concerns were raised regarding the decline in DSIT’s score compared to previous reports.
  - Cost effectiveness remains a key focus, particularly around the charging model, with CB leading corporate finance transformation.
  - Implementation of the Company’s operating model was rated amber with Fusion governance under review.

### Actions:

- **An overview of the latest Employee survey results was to be provided to the next Board meeting, with a focus on behaviours, traits and culture.**

## 7. ANNUAL GOVERNANCE REVIEW (SBS 049-25)

- 7.1 The Board considered and approved the appointment of Leslie Gilbert and Tim Sparrow (co-opted member) to the UKSBS Audit Committee for a two-year term, effective immediately, and for the appointment of Leah Sparks (co-opted member) until March 2026.
- 7.2 The Board approved all terms of reference and policies presented within the paper.
- 7.3 The Chairman thanked DT for his significant contribution to the Board.

*DT and SF Left the meeting. The meeting was no longer quorate.  
KH and JM joined the meeting.*

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## 8. RISK MANAGEMENT REVIEW (SBS 050-25)

8.1 JM gave an overview of the paper and the risks within tolerance. The following points were noted:

- Teams were still managing legacy system defects and manual workarounds on Fusion. Stabilisation efforts were ongoing, especially in finance.
- There was growing fatigue across some teams due to sustained overtime and a heavy workload.

*SF rejoined the meeting. The meeting is now quorate.*

8.2 JM asked the Board if they would like to discuss any risks outside of tolerance and following points were noted:

- AC raised a request to use timesheets and Jira for managing programme resource planning.
- A deep dive into cyber risks was scheduled for the next Board meeting.
- Concerns were raised about whether lessons from audits and past issues were being effectively addressed and eradicated. A dedicated risk management tool was suggested to track risks outside tolerance.
- Visibility into departmental risk registers and alignment with national threats was highlighted.
- The Chairman reminded the room that both he and CI were always available to discuss any concerns with regarding potential risks.

## 9. TRANSFORMATION PROGRESS (SBS 051-25)

9.1 AC provided a quick introduction and summary of his remit to the newly appointed NED members. AC then handed over to RH for a summary of the Matrix Programme. The transformation paper was discussed, and the following points were noted:

- There was a positive relationship between UKSBS and the Matrix Programme with good work underway to ensure that it is maintained.
- Go-live for the Cabinet Office and DCMS had slipped from May 2026 to June 2026.
- ALBs should be provided with transition plans as soon as possible to ensure an easier move onto the NEO platform/service.

*RW and DG joined the meeting.*

- PBC3 was scheduled for submission by end of 2025 with an addendum for cloud users. Governance concerns raised by GIAA have been resolved, placing the programme in a positive position.
- 15–20 FTEs were needed by November for the testing phase. The importance of meeting the end-of-October deadline for testing resources was stressed.
- The leadership development programme was progressing well.
- Coordination with the NEO Centre Office was essential to align roles and responsibilities.
- Cost to Serve for UKSBS had been approved, and work had commenced on NCO and licensing costs.
- Concerns were raised about multiple amber indicators on the dashboard, prompting a call for consistency in using the RAG status to avoid misleading reporting and ensure accurate programme tracking.

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- 9.2 The Board was asked to endorse the Cost to Serve (CtS) model, highlighting the inclusion of cloud users and confirming that it achieved more than the required 15% cost reduction by 2030. However, the model was based on a significant number of assumptions, prompting the team to conduct sensitivity analysis to understand potential impacts if those assumptions don't hold. The Board requested sight of the full end-to-end CtS model for the next meeting.
- 9.3 The Board endorsed the model's approach but were not in a position to confirm specific figures in it which needed to be presented to the next Audit Committee. A clear narrative was also required, providing clarity to all stakeholders on what it means for them.

**Actions:**

- **An additional Board call to be scheduled to discuss organisational design.**

*DG left the meeting.*

**10. SHARP LESSONS LEARNED (SBS 052-25)**

- 10.1 The Board received an overview of the lessons learned from SHARP, with the top three recurring themes identified as:
1. Implementation data
  2. Cutover data
  3. Finance data migration challenges
- 10.2 The Board continued to discuss the lessons learned paper and the following key points were noted:
- Matrix were using the lessons learned from SHARP with a measurable risk against each one.
  - The importance of clean data was paramount.
  - The Board acknowledged the importance of closely monitoring the Matrix programme as it moves into implementation, to safeguard the relationship between Matrix and UKSBS.
  - Acknowledgment was given to the hard work and effort that has been put into producing the lessons learned document.

**11. PORTFOLIO OF CHANGE (SBS 053-25)**

- 11.1 VM introduced the report and noted the recruitment of a new Fusion product manager. Thirty packages of Fusion change requests had been identified with 6 POs in the pipeline.

**12. ANY OTHER BUSINESS**

- 12.1 The items to be considered at the next Board Meeting on 27 November 2025 were noted as:
- Transformation
  - Portfolio of Change
  - Cyber Security Deep Dive
  - Business Planning Approach
  - Financial True Ups

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- Constitutional documents

12.2 It was requested that a poll be sent out to determine the location of the next Board.

Board closed at 14:35. A NOMCOM and closed session took place at the conclusion of the Board meeting.