

# UK Shared Business Services Ltd

**Minutes of the 117<sup>th</sup> UKSBS Board Meeting held in Polaris House, Swindon, on Thursday 26 September 2024 commencing at 9.30am.**

## Attending:

Board Members:		UK SBS Executives:	
John Clarke, Chair	<b>JC</b>	Crispin Dawe, Chief Finance Officer	<b>CD</b>
Richard Semple, Chief Executive	<b>RS</b>	Caroline Jenkins, Company Secretary	<b>CJ</b>
David Thomas	<b>DT</b>	David Walder, Chief Digital and Information Officer	<b>DW</b>
Michele Hughes	<b>MH</b>	Liz Creedy, Chief Operating Officer	<b>LC</b>
Sarah Finigan	<b>SF</b>	Victoria McMyn, Chief Change Officer	<b>VM</b>
Graham McAlister	<b>GM</b>	Akos Csernus, Chief Transformation Officer	<b>AC</b>
Helen Mills	<b>HM</b>	Pete Swann, D&I (for item 11 only)	<b>PS</b>
Bidesh Sarkar	<b>BS</b>	<b>Observers / Guests:</b>	
		Claire Pearce, incoming NED	<b>CP</b>
		Carolyn Isaacs, incoming NED	<b>CI</b>
		Richard Henshall, Matrix SRO	<b>RH</b>
		Sam Lister, DCMS	<b>SL</b>

## Apologies:

Katrina Nevin-Ridley	<b>KN-R</b>
John Arnott, Chief Strategy and People Officer	<b>JA</b>
<b>Observers / Guests:</b>	
Sarah Harrison, Cabinet Office	<b>SH</b>

## 1. WELCOME (SBS 039-24 and 040-24)

- 1.1 The Chairman opened the Board meeting at 9.30am and welcomed all in attendance, particularly to CI, CP and AC who were attending their first meeting.
- 1.2 The minutes of the meeting held on 18 July 2024 were approved.
- 1.3 The Board reviewed the action log and noted that the outstanding actions were due to be considered later in the year. Action 116.1 to be closed as part of an update at item 7.
- 1.4 There were no new declarations of conflicts of interest in relation to items on the agenda.

## 2. NON-EXECUTIVE DIRECTOR APPOINTMENT (SBS 042-24)

- 2.1 The Board received the report and unanimously agreed to appoint Claire Pearce as a Non-Executive Director to the UKSBS Board for a three-year term, to commence from 1 October 2024.
- 2.2 The Chairman reported that this was KN-R's last Board meeting and thanked her for her contribution over the last two years. The Board wished her well for the future.

**Author:** Caroline Jenkins, Company Secretary

**Date:** 03 October 2024

**OFFICIAL**

### 3. UK SBS CHIEF EXECUTIVE REPORT (SBS 043-24)

3.1 The Chief Executive's report was received by the Board and the following points were noted:

- User numbers and service demand continued to grow, with service performance sustained via efficiencies being realised.
- The SHARP replan was now in place, enabling appropriate resourcing plans to be established. Transition of the platform from the implementation partner to UKSBS was commencing, with the November Oracle Fusion release being managed by UKSBS. The transfer of skills and knowledge from IBM was also underway.
- GIAA to complete an assurance review of the SHARP Programme to help inform the December decision point for commitment to cutover; the Audit Committee Chairman confirmed they had considered the topic at the recent Committee meeting and were content with approach and the level of assurance to be provided.
- Early planning for new Machinery of Government (MoG) changes was underway. Discussions took place on the potential for programmes to become conflicted should any further SHARP delays occur, which would likely present resourcing challenges. It was imperative for pinch points and associated contingencies to be well understood across Government Departments in relation to MoG planning.
- The BOE upgrade was now embedded in BAU, with the project due to close at the end of October, on time and under budget.
- RS welcomed AC to the Executive team and first Board meeting and provided an update on the recruitment for the new CFO.

#### **Actions:**

- **The SHARP assurance report to be shared with the Board once available.**
- **An artefact to provide visibility on all UKSBS programmes, projects, BAU, change and MoG activities, including pinch points and contingencies, to be shared with clients to enable effective scheduling of future work and reduce the risk of conflicting demands.**

### 4. AUDIT COMMITTEE UPDATE (VERBAL)

4.1 GM provided a verbal update on the discussions at the recent Audit Committee meeting and the following points were noted:

- The first round of true up meetings had been arranged with clients for October, with the outcomes to be shared at the November Committee and Board.
- A mid-year review of the internal audit plan to be undertaken in October. Discussions took place on audit actions; the Audit Committee Chairman confirmed they were considered at every Committee meeting and he provided assurance to the Board that the Committee was satisfied with their management.
- Consideration was given to the level of challenge provided by internal audit, particularly in relation to technical areas and the requirement for robust assurance provision ahead of the Matrix Programme.

#### **Actions:**

- **JC to write to the CEO of the GIAA to raise the issues noted at the Board meeting around the strength and depth of internal audit testing to ensure robust challenge was in place.**

**5. GOING CONCERN (SBS 044-24)**

- 5.1 The Board received the report, noting that letters of support had now been received from all four owners.
- 5.2 The Board noted the principles and requirements of Directors' duties regarding the going concern basis for the preparation of the Annual Report and Financial Statements and confirmed that they considered the going concern basis to be appropriate for the 2023/24 Annual Report and Financial Statements.

**6. ANNUAL REPORT AND FINANCIAL STATEMENTS 2023/24 (SBS 045-24)**

- 6.1 CD introduced the report and outlined the audit matters outstanding.
- 6.2 The Board confirmed that it has reviewed the Company's business for post balance sheet events and found none; approves the Annual Report and Financial Statements 2023/24, subject to the positive resolution of the useful economic life of intangibles for ROE; approves the Letter of Representation to be sent to the NAO and authorised the CEO to sign, on behalf of the Board, both the Letter of Representation and the Annual Report and Financial Statements for 2023/24.

**7. BOARD PERFORMANCE PACK (SBS 046-24 via PowerBI)**

- 7.1 The Board received the performance report. Each Executive drew out the key points of the report relevant to their area and the following points were noted:
- CD provided a verbal update on the Company's financial position, noting that budgets had not yet been finalised for 2024/25 and outlining the direct consequences of this.
  - LC provided a short presentation on the benefits realised due to recently implemented transformation initiatives. The findings of the rapid leaning initiative were undergoing a feasibility and prioritisation exercise.
  - It was recognised that more efficiencies could be achieved with end-to-end process improvements; discussions with clients were underway to identify and implement better ways of working.

**8. ANNUAL GOVERNANCE REVIEW (SBS 047-24)**

- 8.1 The Board received the report and confirmed agreement to the corporate policies. Audit Committee membership and Board and Audit Committee terms of reference.

**9. TRANSFORMATION UPDATE (SBS 048-24)**

- 9.1 AC provided an overview of his initial thoughts on the current transformation landscape for UKSBS.
- 9.2 Discussions took place on the transformational activities, their alignment with the critical path and the imperative for the UKSBS transformation portfolio to deliver the overall transformation objectives.

**Actions:**

- **A transformation action plan, to consider the whole transformation portfolio, resourcing and alignment with transformation objectives to be considered at the November Board and Audit Committee meetings.**

*DT left the meeting.*

## **10. MAJOR PROGRAMMES (SBS 049-24)**

- 10.1 VM provided a short presentation outlining the UKSBS portfolio of change, focusing on five major change programmes. An update on the 2024 MoG programme plans to be considered at the November Board meeting.
- 10.2 Following discussions around a recent article concerning MoG changes, the Executive agreed to consider how the externally facing strategic narrative could be improved.

*PS joined the meeting.*

## **11. COST TRANSPARENCY (SBS 050-24)**

- 11.1 PS introduced the presentation and the following points were noted:
- The cost transparency initiative was positively received by the Board, with an interest as to how the model would work in practice and be automated in the future.

*BS and SL left the meeting.*

- The Board recognised that clients needed to understand the model and how it impacted on economies of scale and efficiencies to ensure sufficient alignment of future budget bids.
- The initiative to be presented to Matrix Chief Operating Officers the following week.

## **12. NEXT BOARD MEETING**

- 12.1 The items to be considered at the next Board meeting on 28 November 2024 were noted as:
- Major Programmes and Change Roadmap incl. change governance under the future TOM
  - Transformation Portfolio Action Plan
  - Network Simplification
  - Board Performance Evaluation
  - Ownership Proposals
  - MoG 2024 programme plans
  - Mission and Vision

## **13. ANY OTHER BUSINESS**

- 13.1 There were no items of any other business.

Board closed at 12.45pm

**Next meeting: 28 November 2024**

A deep dive session on Cyber Risk took place at the conclusion of the Board meeting, followed by a REMCOM and a closed session of the Board.