UK Shared Business Services Ltd

Minutes of the 126th UKSBS Board Meeting held in Polaris House, Swindon, on Thursday 26 March 2026 commencing at 9:15am

Attending:

Board Members:		**UKSBS Executives:**	
John Clarke, Chair	**JC**	Akos Csernus, Chief Transformation Officer	**AC**
Richard Semple, Chief Executive	**RS**	Caroline Jenkins, Company Secretary	**CJ**
Carolyn Isaacs	**CI**	Victoria McMyn, Chief Corporate Delivery Officer	**VM**
Mike Baker	**MB**	Sean Hamill, Chief Operating Officer (deputising)	**SH**
Cath Denholm	**CD**	John Arnott, Chief Strategy and People Officer	**JA**
Helen Mills	**HM**	Pete Swan, Head of Service and Integration	**PS**
Rosanna Wong	**RW**	Caroline Bee, Finance Director	**CB**
Leslie Gilbert	**LG**	**Observers / Guests:**	
		Richard Henshall, Matrix SRO	**RH**
		Liz May, Deloitte	**LM**
		Deborah Gregg, Deloitte (for item 8 only)	**DG**
		Ben Brady, Deloitte (for item 8 only)	**BB**

Apologies:

Liz Creedy, Chief Operating Officer	**LC**
David Walder, Chief Digital and Information Officer	**DW**

1. WELCOME, MINUTES, ACTIONS & DECLARATIONS (SBS 011-26 and 012-26)

1.1 The Chair opened the meeting at 9.15am and welcomed all attendees, particularly SH and PS who were deputising for LC and DW respectively, and LM who was observing the Board meeting as part of the Deloitte Leadership Development Programme.

1.2 The Chair noted the late cancellation of the Board development day that had been scheduled for 19 March 2026 and apologised for any inconvenience caused.

1.3 Minutes of the meeting held on 28 January 2026 were approved as a correct record, with paragraph 2.2 to be redacted from publication due to commercial sensitivities.

1.4 The Board received the action log and noted that two actions remained open; a Board session on the new Organisational Design (OD) to take place, when finalised, and consideration of the 3–5 year investment strategy that would be submitted at the May Board meeting.

1.5 The Chair declared the completion of his term as Chair of Companies House and a new role as Board Mentor with CriticalEye. No additional declarations were raised.

Actions:

- **The Company Secretary to update the Register of Interests to reflect the declarations raised.**

RW and RH joined the meeting,

2. CHIEF EXECUTIVE REPORT (SBS 014-26)

2.1 The CEO provided an update on organisational performance, transformation activity and key risks, highlighting increased uncertainty arising from Matrix re-planning, which was materially affecting the risk profile of the organisation's transformation portfolio. The 2026/27 financial year was forecast to be particularly challenging, with significant concurrency risks across Matrix delivery, the Neo service, Fusion stabilisation, Machinery of Government changes and financial-year pressures.

2.2 BAU performance was reported as broadly stable. The previously agreed one-year extension to existing BOE licences remained appropriate, with any further extension dependent on the revised Matrix implementation timetable.

2.3 Current onboarding risks in relation to Machinery of Government (MoG) activities were assessed as manageable. However, concern was noted about potential downstream changes, particularly within the Cabinet Office, and the need to ensure UKSBS readiness once Neo services go live.

2.4 The Chief Executive reported ongoing issues with the Fusion platform, particularly within finance and accounts payable, where there was an immediate focus on the first end of year closedown on Fusion. Manual workarounds remained in place, with a growing backlog driven by both system limitations and a significant increase in low-value purchase order volumes. It was noted that this increase may reflect behavioural change rather than an increase in overall spend.

2.5 An update was provided on the relationship with UKRI, including early feedback from a review conducted by PWC. The final report had not yet been shared.

2.6 The Board discussed the importance of prioritisation, expectation management and ensuring that UKSBS was sufficiently engaged in cross-government and client conversations on corporate services, rather than reacting late to externally driven change.

MB joined the meeting.

3. AUDIT COMMITTEE UPDATE (SBS 015-26)

3.1 The Board received the Annual Report of the Audit Committee, which summarised the Committee's role, areas of focus and activity over the previous year, including oversight of internal and external audit, risk management, and financial reporting. The Chair highlighted the Audit Committee membership changes in-year.

3.2 The Committee reported that a significant proportion of internal audit activity had been scheduled for the back-end of the financial year, largely reflecting the scale and complexity of transformation activity across the organisation. The Board discussed the importance of ensuring adequate audit coverage going forward, particularly in light of ongoing transformation and delivery risk.

3.3 The Board approved the extension of Leah Sparks' appointment as a co-opted member of the Audit Committee until 30 September 2026.

3.4 The Chair also advised that an externally facilitated Audit Committee effectiveness review would take place as part of the wider Board effectiveness review later in the year and would align with wider Board discussions on operating as a contemporary and effective board.

3.5 Board members discussed whether greater value could be gained by selectively bringing key internal audit themes or findings to the Board, particularly where audits provided early insight into emerging risks or issues. It was agreed that this should be considered on a targeted basis rather than through routine presentation of full audit reports.

4. ANNUAL GOVERNANCE STATEMENT (SBS 016-26)

4.1 The Board reviewed the draft Annual Governance Statement. It was noted that a few matters remained outstanding including the Head of Internal Audit's annual opinion which was expected in April.

4.2 The Board approved the draft and delegated authority to the Chair, Audit Committee Chair and Chief Executive to finalise the statement once the outstanding matters were received for submission to DSIT.

5. GENERAL MEETING PLANNING (SBS 017-26)

5.1 The Board considered a paper outlining arrangements for the General Meeting scheduled for 13 May, including proposed resolutions, agenda and proxy arrangements.

5.2 The Board approved the resolutions and associated documentation. It was noted that the General Meeting provided an opportunity for broader strategic discussion with owners on shared services, operating models and cross-government alignment.

6. GENDER PAY GAP REPORTING (SBS 018-26)

6.1 The Board reviewed the statutory Gender Pay Gap Report, noting that the mean gender pay gap had decreased but that the median had increased, largely due to small population sizes at senior grades. Discussions took place on the tone of the narrative and the lack of clearly articulated forward actions.

6.2 The Board approved publication of the report subject to revisions to strengthen the narrative and more clearly reflect ongoing actions and pipeline activity.

7. STANDING ITEMS (019-26 via PowerBI)

7.1 The Board received an update on operational performance, noting that overall service performance remained Amber, driven primarily by ongoing issues within Accounts Payable alongside increased transaction volumes. Whilst progress had been made since go-live, manual workarounds remained.

7.2 The Board noted that performance statistics were generally improving. Discussion took place on the importance of better understanding how services were experienced by users, recognising that low volumes of feedback could mask underlying dissatisfaction. The Board requested improved visibility of client governance and performance reporting arrangements, particularly where departmental perceptions differed from reported metrics.

7.3 The Board considered the management accounts and noted a forecast year-end underspend of approximately £100k, subject to year-end uncertainties.

7.4 It was noted that the balance sheet currently reflected configuration and data issues. As a result, management had taken the decision to apply manual reconciliations and journals at year end to ensure accuracy. The Board noted that this approach was likely to attract increased audit scrutiny but was satisfied that auditors were aware and engaged.

7.5 The Board noted that UKSBS had successfully achieved Cyber Essentials and Cyber Essentials Plus accreditation. Progress on the SOCC rollout was confirmed, with full implementation expected in April. The Board supported a proposal for a joint UKSBS / Matrix cyber security presentation to COOs, highlighting the Company’s security position and assurance arrangements.

DG and BB joined the meeting.

8. TRANSFORMATION PROGRESS (SBS 020-26)

8.1 The Board received a substantial update on the organisation’s transformation programme. The Matrix programme had assessed Stage Gate 1 as Red, reflecting issues with testing velocity, data migration quality and the completion of service design artefacts. As a result, the programme was undergoing re-planning. Three delay scenarios were considered, with the five-month scenario regarded by UKSBS as providing materially greater delivery assurance, particularly in relation to testing completion, data readiness and service mobilisation.

RW left the meeting.

8.2 The Board considered UKSBS readiness, noting significant dependencies on the programme, including platform stability, testing progress and departmental SME capacity. The requirement to recruit approximately 130–140 service and application management staff was highlighted as critical to successful delivery. Given recruitment lead times, the Board supported the commencement of recruitment at risk, with intelligent phasing to prioritise specialist and hard-to-fill roles.

8.3 The financial implications of transformation were discussed, including the expectation of a 10% efficiency requirement against the UKSBS allocation for 2026/27. A range of potential efficiency measures was outlined, each carrying varying degrees of delivery and operational risk. The Board emphasised the importance of avoiding decisions that would undermine long-term operational capability or service sustainability.

RW joined the meeting.

8.4 The Board also considered the emerging transformation narrative, developed with Deloitte support, and discussed the importance of clearly articulating the benefits of the transformed service, managing expectations, and engaging departments effectively. The need for consistent cross-cluster messaging and a strong focus on end-user experience was highlighted.

Actions:

- **An additional virtual deep-dive session to be arranged ahead of the May Board meeting to allow for detailed discussion on the charging model, talent and capability mapping and the implications of the evolving operating model in the context of transformation and financial constraints.**

DG, BB, CD and LM left the meeting.

9. BUSINESS PLANNING (SBS 021-26)

9.1 The Board considered the 2026/27 Delivery Plan in the context of ongoing transformation and financial constraints. The Board discussed the need to reassess what is realistically deliverable, taking into account the scale of transformation activity, Matrix re-planning, and wider cross-government pressures on corporate services.

9.2 The Board recognised the value of engaging with owners and clients at an earlier stage to understand planned demand over the medium term, rather than responding reactively once requirements were fixed. It was agreed that improved alignment of business plans across UKSBS, departments and the Matrix programme would be critical to managing risk, capacity and affordability in future years.

9.3 Discussions took place on the key indicators of success, associated KPIs and progress reporting to the Board against the Business Plan and Delivery Plan. A Gant roadmap outlining the activities to be delivered against the plan to be developed alongside the measures for the outcomes and lead and lag indicators to provide a visual of the progress being made.

9.4 The Board agreed draft 2026/27 Delivery Plan subject to the inclusion of the activity Gant chart and key indicators. A final version to be considered at the General Meeting on 13 May 2026 alongside a review of 2025/26 progress.

10. 2026/27 FINANCIAL BID (SBS 022-26)

10.1 The Board considered an update on the financial bid and affordability position for the forthcoming financial year, set in the context of Matrix re-planning and ongoing transformation activity. It was noted that the programme was operating within a constrained funding envelope, with an expectation that UKSBS would deliver its contribution within a reduced allocation, including a requirement to identify efficiencies of approximately 10% against current forecasts.

10.2 A range of potential efficiency options were considered. The Board noted that all options carried varying degrees of delivery and operational risk.

10.3 The Board emphasised the importance of ensuring that any savings proposals did not undermine long-term operational capability, service resilience or transformation outcomes, particularly during the critical transition to the Neo service.

10.4 The Board agreed the 2026/27 financial bid, subject to further refinement of the efficiency narrative with options to be presented to clients to outline options for reducing costs further.

AC left the meeting

11. PORTFOLIO OF CHANGE (SBS 023-26)

11.1 The Board considered an update on the organisation’s portfolio of change, noting the scale, complexity and interdependencies across current change activity. It was recognised that the portfolio remains heavily influenced by external drivers, particularly the Matrix programme, the Neo service, and Machinery of Government changes, alongside internally driven transformation initiatives. The Board discussed the cumulative impact of these activities on organisational capacity, delivery confidence and risk exposure.

11.2 The Board agreed that ongoing visibility of the portfolio, including risks, dependencies and capacity implications, will be critical to supporting informed decision-making over the coming period.

12. ANY OTHER BUSINESS

12.1 A joint Board strategy offsite and development session had been arranged for June 2026.

12.2 The items to be considered at the next Board meeting on 28 May 2026 were noted as:

- Transformation Progress incl. Matrix Programme Board decisions
- Portfolio of Change
- Financial and Investment Strategy
- EDI Strategy Progress Update
- Risk Appetite
- Outcomes of the General Meeting

Board closed at 2.10pm

The next Board meeting is scheduled for 28 May 2026

This document was created with assistance from Co-Pilot to generate an initial draft. The content has been reviewed, edited, and verified by the author.