

# UK Shared Business Services Ltd

## Minutes of the 120<sup>th</sup> UKSBS Board Meeting held in Polaris House, Swindon, on Thursday 27 March 2025 commencing at 9.15am.

### Attending:

| Board Members:                  |    | UK SBS Executives:                             |    |
|---------------------------------|----|--|----|
| John Clarke, Chair              | JC | Claire Hargreaves, Chief Finance Officer       | CH |
| Richard Semple, Chief Executive | RS | Caroline Jenkins, Company Secretary            | CJ |
| Graham McAlister                | GM | Victoria McMyn, Chief Change Officer           | VM |
| David Thomas                    | DT | Liz Creedy, Chief Operating Officer            | LC |
| Michele Hughes                  | MH | John Arnott, Chief Strategy and People Officer | JA |
| Helen Mills                     | HM | Akos Csernus, Chief Transformation Officer     | AC |
| Sarah Finigan                   | SF |  |    |
| Claire Pearce                   | CP | <b>Observers / Guests:</b>                     |    |
| Bidesh Sarkar                   | BS | Carolyn Isaacs, incoming NED                   | CI |
|                                 |    | Richard Henshall, Matrix SRO                   | RH |
|                                 |    | Rosanna Wong, DBT                              | RW |
|                                 |    | Claire Foxall, Deloitte (for item 9 only)      | CF |
|                                 |    | Alev Williams, Deloitte (for item 9 only)      | AW |

### Apologies:

|   |    |
|---|----|
| Bidesh Sarkar                                       | BS |
| Sarah Harrison, Cabinet Office                      | SH |
| Andrew Pattison, DCMS                               | AP |
| David Walder, Chief Digital and Information Officer | DW |

### 1. WELCOME (SBS 007-25 and 008-25)

- 1.1 The Chairman opened the Board meeting at 9.15am and welcomed all in attendance.
- 1.2 The minutes of the meeting held on 30 January 2025 were approved.
- 1.3 The Board reviewed the action log and noted that two outstanding actions were due for completion in May 2025.
- 1.4 JC declared a new interest as member of the Rail Safety and Standards Board for inclusion on the register.

### 2. UK SBS CHIEF EXECUTIVE REPORT (SBS 010-24)

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

- UKSBS was working closely with clients in relation to the recent announcement on the cessation of GPC usage and impacts on end users.
- PO cover had been received from the SHARP programme to cover to the end of March 2025. BAU PO cover had been received from DSIT and DESNZ for the first six months of FY 2025/26.

*DT joined the meeting*

- RS provided an update on the SHARP programme UAT, cutover planning and business continuity planning. Discussions took place on potential conflicts of interest within the SHARP Programme; RS to ensure that this was being managed appropriately via attendance at Programme Board meetings.
- The key decision criteria for SHARP implementation were yet to be finalised; the Board considered some of the dependencies and UKSBS 'red lines', with the impacts resulting from decisions taken to be clearly documented and understood.
- UKSBS had received notice of a restructure within the Cabinet Office, the timing of which to be sequenced against their onboarding due in May 2026.
- The recent announcement by government for 15% savings to be identified within admin budgets was considered, with the Board acknowledging that the Matrix Programme benefits were due to realise the necessary savings, to be spread over the cluster and not just found within UKSBS.
- A number of Change Requests were being raised to support SHARP post go-live.

**Actions:**

- RS / VM to provide updates on the SHARP Programme via email to the Board on a fortnightly basis.
- UKSBS to set out how the 15% savings would be delivered against cost per user and socialise the plan with Matrix Programme departments.
- UKSBS, including JC, MH and RS, to meet with the SHARP Programme team to outline the Company's 'red lines' and dependencies and gain an understanding of timelines and key decision points.

**3. AUDIT COMMITTEE UPDATE (SBS 011-25)**

- 3.1 GM introduced the report and provided an update on the discussions at the recent Audit Committee meeting. The Board received the Annual Audit Committee report to Board.
- 3.2 The Board agreed to the appointment of Carolyn Isaacs as Chair of the Audit Committee for a three-year term, commencing on 1 April 2025.
- 3.3 DT agreed to liaise with LC out of committee with regard to feedback received from the NAO on a recent payroll audit.

*Item 7 was taken at this point in the meeting.*

**7. BOARD PERFORMANCE REVIEW**

- 4.1 JC introduced the report and outlined the key findings from the 2024 Board Performance Review.
- 4.2 Discussions took place on the composition of the Board and balance between Executives, Non-Executives, Independent and Owner nominated NEDs. The content and structure of Board meetings were also considered, recognising the need to balance routine Board items and the overall transformation agenda.
- 4.3 JC undertook to meet with each of the NEDs and shareholder representatives for further input into the future composition and structure of the Board and its meetings.

**Actions:**

- A proposal on the future shape, structure and composition of the Board and its meetings to be considered at the May Board offsite, incorporating the outcomes of discussions between the Chair, NEDs and Shareholder representatives.

**4. BOARD PERFORMANCE PACK (SBS 012-25 via PowerBI)**

4.1 The full year forecast for BAU RDEL showed a small underspend against budget and a £1.2m underspend against the Matrix programme due to recruitment delays, the tangible impacts of which were discussed.

*Item 5 was taken at this point in the meeting.*

**5. 25/26 FINANCIAL BID AND SPENDING REVIEW PHASE 2 (SBS 013-25)**

5.1 CH presented a slide deck, outlining how the 25/26 funding bid had been established from 24/25 budgets, adjusting for inflation, pay awards, IT inflation and other costs. Approximately 1700 additional users above the autumn true up funding agreement had been onboarded; the adverse impacts on KPIs were acknowledged.

5.2 The Board were keen to understand how the cost per user would be impacted under the spending review period and progression of the Matrix Programme, noting that absolute costs would rise but the cost per user would fall as more clients and users onboarded, and efficiencies were realised. There was a dependence on the adoption of self-service and standardised ways of working across clients. It was imperative for this narrative to be well understood with wider stakeholders.

5.3 A cost to serve model was under development, the results of which to be included within the next Matrix programme business case.

*DT left the meeting.*

**4. BOARD PERFORMANCE PACK (CONTINUED) (SBS 012-25 via PowerBI)**

4.2 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:

- A recent task force initiative had created efficiencies for both UKSBS and clients via automating part of the invoicing process. The approach used was successful and would be replicated on other process areas to realise further benefits.
- Two recent fraud attempts had been thwarted due to new processes being implemented following a fraud incident in 2024.
- A workshop with the ICS to take place in July to look at the tiered service delivery model, ensuring alignment and removing barriers to enable a single first point of contact for UKSBS services.
- A spike in the number of invoices received was observed each financial year end; Ops resources to be reallocated ahead of time to pre-empt the 2025/26 spike.

**6. BILLINGHAM RELOCATION BUSINESS CASE (SBS 014-25)**

6.1 The Board considered the business case, noting the ROM costs for known expenditure to date. The cost per desk to be calculated and shared with the Board.

**Author:** Caroline Jenkins, Company Secretary

**Date:** 28 March 2025

6.2 The Board approved the Business Case for the relocation of the Billingham office and authorised the signing of the accommodation lease by the CEO.

## 8. ANNUAL GOVERNANCE STATEMENT (SBS 016-25)

8.1 CJ presented the draft Annual Governance Statement (AGS), noting the placeholders throughout the document that were still to be confirmed. The Board approved the AGS in the form tabled and delegated responsibility to finalise the document to the Chair, Audit Committee Chair and the Chief Executive.

*AW and CF joined the meeting.*

## 9. TRANSFORMATION PROGRESS (SBS 017-25)

9.1 AC introduced the presentation and the following points were noted:

- Good progress had been made on a number of deliverables, with a skills gap assessment to be conducted to identify additional roles to be ready for future service provision.
- The Board to consider the high-level Target Operating Model design outcomes at their May meeting, including consideration of managerial levels, roles and responsibilities.
- The hosting location of the new Integrated Client Function (ICF) was considered, with the advantages to be included within the next Programme Business Case alongside the transition steps for establishing the ICF.
- Discussions took place on the government's announcement for 15% savings to be made under the spending review and the opportunity for departments to reconsider their corporate services function as part of the end-to-end deliverables under the Matrix.
- The indicative funding for the Matrix Programme in FY 2025/26 was noted, to cover four key areas, with an exercise underway to review critical path activities and ensure a ready, safe service offering for May 2026. A phased transformation journey was now being planned for, with wider stakeholder engagement key to managing expectations.
- The stage gate 1 review findings would be shared with the Board once received.
- The transformation balanced scorecard to be considered at the May Board offsite to set the baseline for transformation activities. The Board to agree which measures to regularly receive reporting against.
- A regular cadence of messaging to be established from the Programme to the Board, outside of Board meetings. UKSBS messages to also be cascaded upwards throughout the programme to be broadcast to departments as required.
- The Matrix transformation team to consider what would be needed from the UKSBS Board in terms of decision making as the programme progresses.

### **Actions:**

- **The Target Operating Model design outcomes to be considered at the May Board meeting.**
- **The Stage Gate 1 review findings to be shared with the Board when available.**

*AW and CF left the meeting.*

**10. MAJOR PROGRAMMES AND CHANGE ROADMAP (SBS 018-25)**

- 10.1 VM introduced the report. A substantial update was provided on the SHARP programme and the work underway to ensure a successful implementation, including cutover planning details, Business Continuity and hyper care arrangements and the UKSBS 'red lines' that were being fed into the programme. A Change Request was being raised to cover the expected surge in user demand throughout the hyper care period.
- 10.2 User readiness confidence varied between UKSBS and UKRI, with further engagement underway and a training programme being established.
- 10.3 The BDUK onboarding was progressing well with the expected go live on track for w/c 31 March 2025.
- 10.4 Several ALBs were due to onboard to UKSBS in autumn 2025; a paper to outline the proposals, timelines and ownership implications of these and future onboardings ahead of Matrix Phase 1a to be considered at the May Board meeting.

**Actions:**

- **A paper to agree the onboarding of several ALBs in autumn 2025 and proposals to consider future ALBs to be considered at the May Board meeting.**

**11. BUSINESS PLANNING (SBS 019-25)**

- 11.1 JA presented the revised draft of the 2025-2030 Business Plan and highlighted the key changes to the version presented to the Board in January. It was agreed that a Board NED would sponsor each of the themes within the Business Plan to provide additional support and alignment to the relevant Executive and strengthen communication channels with owners.
- 11.2 The Board agreed the 2025-2030 Business Plan for submission, by the Chair, to shareholders for approval.

**12. NEXT BOARD MEETING**

- 12.1 The items to be considered at the next Board meeting on 22 May 2025 were noted as:
  - Major Programmes
  - Transformation Progress incl. change governance under the Matrix (action 115.5) and TOM Design
  - Gender and Ethnicity Pay Gap
  - Equality, Diversity and Inclusion Strategy
  - ALB Strategy and Onboarding
  - Modern Slavery Statement

**13. ANY OTHER BUSINESS**

- 13.1 There were two items of further business.
- 13.2 The Board agreed a Direct Award for Special Cases Justification Report as per the Scheme of Delegation and approved the Direct Award.

13.3 Farewell to Graham McAlister

The Board and Executive acknowledged that this was GM's last Board meeting and thanked him for his patience, dedication, support, challenge and input over the last several years. The Board wished him well for the future.

Board closed at 12.55pm

**Next meeting: 22 May 2025**