

Board Meeting

Date	24 June 2021
Time	3pm – 6pm
Location	Swansea Civic Centre / MS Teams
Present Attendees	<p>Sir Ashley Fox, Chairman</p> <p>Marcus Killick, Non-Executive Member</p> <p>Kate Chamberlain, Chief Executive (Executive Member)</p> <p>Andrew Bagley, Director of Governance and Corporate Services (Executive Member)</p> <p>Pam Everett, Director of Operational Delivery (Executive Member)</p>
Virtual Attendees	<p>Ronnie Alexander, Non-Executive Member</p> <p>Punam Birly, Non-Executive Member</p> <p>Joyce Cullen, Non-Executive Member</p> <p>Leo O'Reilly, Non-Executive Member</p>
Apologies	n/a
Additional attendees	<p>Rhys Davies, General Counsel (Advisor – all items)</p> <p>Helen Jenkins, Senior Governance Manager (Secretariat – all items)</p> <p>Martin Rowlands, Senior Finance Manager (Item 8)</p> <p>Anna Meredith, Head of Strategy and Communications (Item 11)</p> <p>Troy Gallagher, HR Business Partner (Item 12)</p>

1. Open Meeting

1.0. The Chairman welcomed everyone to the meeting.

- 2.0. The latest Register of Interests was shared with papers for the meeting. No further interests were declared relating to items on today's agenda. The Register of Interests is available on the IMA website.
- 3.0. Kate Chamberlain (KC) confirmed she has now been appointed as an Independent Member of the Joint Audit Committee for South Wales Police and the South Wales Police and Crime Commissioner.

Action: Secretariat to update the Register of Interest.

2. Previous minutes and actions

- 4.0. Minutes from the previous meeting (18 March 2021) were approved.
- 5.0. Actions were reviewed, updated and closed where relevant.

3. Chairman's Report

- 6.0. The Chairman provided a brief update on his recent activities. Stakeholder engagement is now well underway having met with five European embassies, Lord Frost, Jane Hutt MS and senior government department officials since the last Board meeting. Increased media work and the Institute for Government event throughout May have also contributed to raising the profile of the organisation which the Board welcomed.

4. Feedback from Board Committees

- 7.0. Each of the Committee Chairs provided a brief overview of recent discussions at committee meetings held since the last Board meeting. Updates supported the written summaries circulated with meeting papers.
 - 7.1. The Chair of the HR and Remuneration Committee noted there had been a positive first meeting in April with helpful introductions into arrangements in place at the IMA.
 - 7.2. The Chair of the Audit Committee commented that the Committee have pushed the Government Internal Audit Agency for further work to develop the annual audit plan and expect to see internal audit reports coming through to the Committee before the end of the year. The Internal Audit plan for 21/22 has now been approved but will be kept under review.
 - 7.3. The Chair of the Delivery and Impact Committee commented work had been done to clarify the difference between looking at operational delivery as well as operational impact. The Terms of Reference have been updated accordingly.

5. Development Plan

- 8.0. Helen Jenkins (HJ), Senior Governance Manager, introduced a draft Board Development Plan for consideration to support the Board fulfil their role and responsibilities. The plan and subsequent action plan focuses on building relationships, ongoing training and development; and implementing processes / procedures for the benefit of individuals and the collective. It was drafted following the Board working group on 6 May 2021.

9.0. Board members discussed results of the first skills assessment exercise and details of specific training identified. Members challenged the cost of potential training courses and asked that this be reviewed ahead of any bookings. Members agreed to provide short presentations regarding their own devolved area of specialised knowledge at future Board update calls.

Action: Secretariat to summarise individual training requirements prior to arranging any formal training.

Action: Secretariat to provide template for individual presentations on devolved areas of specialist knowledge.

Decision: Board Development Plan approved subject to above amendments.

6. Senior Independent Director

10.0. HJ introduced a paper proposing the IMA Board appoint a Senior Independent Director (SID) as recommended in the UK Corporate Governance Code. Appointed from among Non-Executive Members, this role provides a sounding board for the Chair and serves as an intermediary for the other non-executive members and stakeholders if required. The SID should build and maintain trusted relationships with the Chair, fellow Non-Executives and Executive Team to allow them to undertake difficult conversations if needed. A role description was provided as an annex to the paper.

Decision: Appointment of a Senior Independent Director approved.

Decision: Leo O'Reilly appointed as first Senior Independent Director.

7. Chief Executive Update

11.0. Kate Chamberlain (KC) began the item by asking Pam Everett (PE) to take Board members through the details of two complaints that have recently been received. The Board again welcomed the opportunity to hear the progress of live complaints received and queried progress relating to scope of the complaints.

12.0. KC continued to outline that there has been a lot of positive media engagement in recent weeks and visibility with stakeholders continues to increase. Notably we've submitted written evidence to the House of Lords European Affairs Committee's Citizens Right Inquiry and are working with the EU Commission and the EFTA Surveillance Authority to align content and format of the annual reports that we must all prepare for the Specialised Committee on Citizens Rights and for the EEA EFTA agreement's Joint Committee due early in 2022.

13.0. Internally things are progressing well. KC outlined completion of our first staff pulse survey which will be discussed in a later item, as well as plans in place to hold our second staff day (25 June 2021). Government spending rules have been followed to complete a tender exercise to procure an external company to build an intranet. Early design discussions are now underway with the chosen firm.

- 14.0. The functionality of the IMA website is not where we would like it to be therefore discussions are ongoing with our provider to seek improvements. Board members noted concerns and offered to support if required.
- 15.0. KC outlined that resource discussions are underway regarding the organisational structure to ensure staff are allocated as required following an initial six months of activity.

8. IMA Strategy

- 16.0. Anna Meredith (AM), Head of Strategy and Communications joined the meeting to introduce the initial draft strategy document for the Board to consider. AM highlighted this is the first opportunity for the Board to consider draft content and this has yet to be shared with staff and stakeholders. Further input will be collated from the staff event before a formal twelve week external consultation on the direction of our organisation to 2024.
- 17.0. Board members welcomed the opportunity to see an early draft and inform its development. The Executive were asked to consider using more accessible language and alternative formats e.g. video animation to present a final version to the public

Action: Board members to send any individual comments to AM by 31 August 2021.

Action: AM to bring a final strategy to Board for approval in the autumn.

Decision: Draft Strategy approved for external consultation.

9. Finance Report

- 18.0. Martin Rowlands (MR) Senior Finance Manager joined the meeting to provide an update on the 2020/21 end of year position and to summarise our in year current position and request amendments to planned forecasts. MR noted the main reason for the 2020/21 underspend was receiving a full year's budget but only having the organisation in place for six months.
- 19.0. MR outlined that there are three opportunities to make amendments to our in year budget, the first one is in July. MR outlined a proposal to transfer funding within IMA finance streams to be able to manage budget in year. This is mainly due to being in our first year of operation therefore we have no baseline to set out budgets therefore reallocation is a useful tool to manage our overall position.
- 20.0. Board members queried the purpose of the changes and discussed ongoing changes that were not included in original plans notable reduced recruitment in some teams, home working and IT costs.

Decision: Budget movement approved

10. Performance Dashboard

- 21.0. AB led a discussion regarding our latest performance dashboard in relation to the objectives in our annual plan. Some measures are not quite where we would want them to be in relation to social media followers and regarding our inquiry work but are viewed as

teething issues while we establish processes within our first year. There are also lessons to be learned in terms of defining future targets.

Action: AB to discuss with National Audit Office the potential and/or process for amending performance targets in year (if required).

22.0. The Board were content with current progress and requested trend information be added to the dashboard to show the current position in relation to previous quarters.

Action: Secretariat to add trend information to the Annual Plan Dashboard.

23.0. The Board were interested in an example of the legislation monitoring reports to gain a better understanding of what this work involves.

Action: Secretariat to circulate an example of a legislation monitoring report to Board members.

11. Risk Register

24.0. AB introduced the latest corporate risk register, highlighting that this has been discussed at the recent Executive Team and Audit Committee meetings. LOR highlighted legal risks and the Board discussed the potential for legal action and the potential for reclaiming costs against other public bodies, noting this was not usually done.

25.0. KC highlighted two risks to the IMA concerning the visibility of the organisation and the impact potential recruitment timelines can have on our capacity to deliver. Both are being addressed through review of internal processes.

12. Pulse Survey results

26.0. Troy Gallagher (TG) joined the meeting to introduce the results of the first pulse survey. TG noted there was a 100% response rate from IMA staff with high scores in many areas which is something to celebrate. However, TG recognised this will need work to maintain in the future. The HR team are already working on a number of issues highlighted particularly around clarifying the learning and development offer to staff and managing change.

27.0. TG highlighted that the results have been used to inform content for our second staff event (25 June 2021) where staff will be encouraged to identify solutions and initiatives to respond to the feedback. This can be acted on via a You Said, We Did approach to demonstrate ongoing development within the IMA.

28.0. The Board welcomed these results and commended the Chief Executive and Executive Team for the work to establish the organisation and maintain an engaged and motivated workforce. KC outlined that although the results are positive, there is work to do to improve future responses away from a neutral response to a more certain dis/agree position. This will provide more useful evidence on which to base improvements.

29.0. The Board queried potential outliers within the results and highlighted the impact some negative feedback/attitude could have on the generally positive position to date. KC noted that the Executive are building an open culture where people are encouraged to ask

questions and seek improvements, but KC had joined the People Forum to encourage that members model positive behaviours among staff.

- 30.0. TG confirmed that pulse surveys are a snapshot in time, and we will consider when to use them in future. The IMA will next take part in the annual civil service people survey which takes place every October. This will provide a comparison with other departments and arm's length bodies across the civil service.

Action: AB to circulate the overall civil service people survey median scores report

13. EU Settlement Scheme

- 31.0. PE introduced an overview of our work to date relating to the European Union Settlement Scheme and sought views from the Board regarding if we have done enough? Is there anything we could do differently? What could we improve?
- 32.0. The Board highlighted our need to be impartial but recognised the risk to the credibility of the organisation of not being seen to act when this is currently the most significant scheme affecting EU and EEA EFTA citizens in the UK to date. The Board welcomed progress to date and noted future work in this area will be dependent on how things change and develop following the deadline for EUSS applications.

14. Any other business

- 33.0. None raised

Meeting closed.