

MINUTES OF PAHL BOARD MEETING (OPSCO)

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DATE:	27 March 2018	TIMINGS:	PLANNED:	ACTUAL:
		START:	0900hrs	0900hrs
		FINISH:	1300hrs	1230hrs
VENUE:	Boardroom	RELEASED ON:	17 April 2018	

DATE OF NEXT MEETING:	PLANNED VENUE:	PLANNED START:	PLANNED FINISH:
Tuesday 24 April 2018	Prestwick	0900hrs	1300hrs

NO	MINUTES FORMAT:	PARTICIPANTS:	IN ATTENDANCE:
	Quorum	Andrew Miller (AM) – Chair	Derek Banks (DB)
1.	Declaration of Interests	Stewart Adams (SA)	Jamie Carson (JC) Observer, TS
2.	Chair's Introductory Remarks	Gordon Arthur (GA)	Moragh Hastie (MH)
3.	Minutes of Previous Meetings	Beth Corcoran (BC)	Jules Matteoni (JM)
4.	Feedback from Subcommittees	Tony Davis (TD)	Sonia Rafferty (SR)
5.	Executive Report	Jayne MacLennan (JMac)	
6.	Finance Report		APOLOGIES:
7.	Spaceport Update		Gary Cox (GC)
8.	Date of Future Meetings		John Nicholls (JN)
9.	AOCB		

QUORUM

The chair confirmed that notice of the meeting had been given to the directors in accordance with the articles of association of the Company (the 'Articles').

The chair noted that a quorum was present in terms of the Articles and so it was competent to proceed with the business of the meeting.

1. DECLARATION OF INTERESTS

- 1.1 The non-executive directors declared that they had no new interests in the business of the meeting that they were required to declare under section 177 of the Companies Act 2006.

2. CHAIRMAN'S INTRODUCTORY REMARKS

- 2.1 AM welcomed everyone to the meeting.
- 2.2 Apologies were noted as above.
- 2.3 AM advised that NXD observations around summary, focus and objectives of papers would be raised as papers were discussed.
- 2.4 Chairs were to agree the dates for the sub-committee meetings and once dates were set they should not be changed.

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3. MINUTES OF PREVIOUS MEETING

OpsCo Meeting of 27-February

3.1 With a few minor amendments the minutes were approved as an accurate record of proceedings.

3.2

FOISA 33 (1)(b) commercial interests of the company

OpsCo Action Table as at 27-February

3.3 31.12 – GDPR – it was noted that we were currently compliant, but some areas would need to be addressed in the future. Date for completion of the report was 25 May 2018.

3.4 33.04 – SR was to follow up on issuing the joining instruction for the NXD session planned for April. **ACTION 35.01: SR**

3.5 34.04 – dates for HoldCo meetings were to be recirculated. **ACTION 35.02: MH**

3.6 34.05 – The staff survey would be added to the agenda for the HRRC planned for 8-May and a summary would be provided for the OpsCo scheduled for 29-May. **ACTION 35.03: SR**

4. FEEDBACK FROM SUBCOMMITTEES

Audit & Risk Committee

4.1 BC updated the group on the main items discussed at the ARC meeting on 21-March.

4.2 The audit programme for the year-end had been agreed.

4.3 Audit dates had been confirmed with KPMG.

4.4 The internal audit programme for this year had been agreed.

4.5 One tender had been received for the ERP system. Feedback on why we had only received one was being sought. It was noted that we may need to re-tender.

4.6 Car parking would be accounted for using matching principal rather than at time of payment/ booking. The booking system would be up and running this week.

Safety Assurance Committee

4.7 The SAC was scheduled to take place following the OpsCo board and feedback would be provided at the OpsCo meeting on 24-April.

HR Remuneration Committee

4.8 JMac provided an update on management's proposals for the pay award.

4.1

company

FOISA 33 (1)(b) commercial interests of the

5. EXECUTIVE REPORT

5.1 SA introduced the CEO and business development sections of the report.

5.2

FOISA 33 (1)(b) commercial interests of the company

5.3

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- 5.4 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
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- 5.5 JM introduced the compliance and operations section of the report.
- 5.6 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 5.7 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 5.8 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 5.9 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 5.10 SR introduced the people section of the report.
- 5.11 The main projects were records management which was submitted on 28-February, Gender Pay Gap – an extraordinary paper would be submitted to HRRC by the end of the week and GDPR, which was due for submission on 25-May.

6. FINANCE REPORT

- 6.1 DB introduced the report.
- 6.2 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 6.3 For some items the year to date position was more informative due to issues with budget phasing.
- 6.4 [REDACTED] FOISA 33 (1)(b) commercial interests of the company
- 6.5 [REDACTED] FOISA 31 (1) national security and defence It was agreed it would be helpful to have standard progress messages about achievements and investments for the last three years. **ACTION 35.04: SA**
- 6.6 The board discussed the content of the papers going to the board and sub-committee meetings to avoid duplication of papers, and it was agreed that the monthly board pack would continue to be sent each month. The ARC would receive the full report in order to go through in detail and OpsCo would receive a revised summary report (P&L, balance sheet and executive summary). This was to be reviewed by the chair of the ARC after three months. **ACTION 35.05: BC**
- 6.7 The board was advised that the financial controller had submitted their resignation but would work with the executive team to agree an acceptable finishing date.

7. SPACEPORT UPDATE

- 7.1 RJ introduced the report.
- 7.2 It was noted that there had been no decision from UKSA on grant funding. It was thought this could now be into May due to purdah. [REDACTED] FOISA 33 (1)(b) commercial interests of the company

