

MINUTES OF THE BOARD OF DIRECTORS OF JERSEY BUSINESS LIMITED (“JBL” / “the Company”)

(59th Meeting)

27th April 2022 at 9am at Jersey Business, The Parade, St Helier

Present: Mrs J Carnegie (JC) (Chair)
Mr J Day (JD)
Mrs K Le Feuvre (KLF)
Mrs A McClure (AM)
Mr G Smith (GS)
(the “Board” or the “Directors”)

In Attendance: Aimee Maskell, AM to PM Secretarial Services (Minutes) (AMa)

1. **Welcome and Apologies** – No apologies were noted.
2. **Declarations of Interest** – KLF advised that she was nominating Kristina Moore (KM) and Lyndon Farnham (LF) in the forthcoming election.
3. **Minutes of previous meeting - IT WAS RESOLVED** to approve the A and B minutes dated 26th January 2022 and the minutes dated 11th April 2022, copies of which were circulated with the agenda, and JC signed the same.
4. **Matters Arising** – The following updates were provided on the outstanding actions from the previous meeting (which were not otherwise included on the agenda):

(A) **Board Apprentice** -GS proposed deferring the appointment of a new Board Apprentice until after the AGM and this was supported by the Board. **Action: GS**

(B) **Board Skills Review** – GS reminded the Board that a further internal review would be conducted in 2022 and a proportionate, external review would be conducted in 2023. **Action: Board**

(C) **Directors’ Remuneration** – JC confirmed that she discussed Directors’ remuneration and staff salaries with Lyndon Farnham (LF) and Richard Corrigan (RC) who accepted that it was unfair that different ALOs pay different rates. However, whilst LF was sympathetic towards JBL, he suggested that, due to new budgets needing to be set, it would be inappropriate to try and tackle this prior to the election. The Board therefore agreed that when the new States Assembly was in place, it should lobby the Government (GOJ) for additional funding for staff salaries. In the meantime, GS reminded the Board that an inflationary increase of 3.3% had been made to staff salaries and Director remuneration and he proposed updating the Shareholders in this regard at the AGM scheduled following this meeting. **Action: GS**

AM confirmed that she was required to put a budget together for 2023 for submission to the GOJ by June 2022 which will include an automatic increase for salaries going forward. JC suggested that JBL were in a good position to have this conversation with the GOJ, and JD queried whether the review of all ALOs previously proposed by the GOJ had progressed, noting that consultants had been appointed to undertake this work. GS advised that JBL had not been approached in this regard and JD stressed the importance of JBL being involved given that the review will highlight the inconsistencies between the ALOs.

JD noted that in the States later today, Tracey Vallois (TV) is due to ask for a committee to be set up into which will have oversight for all the ALOs and into which all the ALOs will report. He added that TV believes the ALOs should report to the same committee rather than different departments. **IT WAS THEREFORE RESOLVED** that JC would liaise with TV

for further details in this regard. **Action: JC**

(D) **JBL Organisational/Pay Structure Review** – AM provided a summary of the Polymatrix Report, a copy of which had been circulated prior to the meeting and confirmed that she would work through the findings of the report with Hannah Gray (HG), a specialist in reviewing organisational and pay structures. AM advised that work would include reviewing job descriptions; evaluating the roles being undertaken against the job descriptions to ensure they are appropriately remunerated; and simplifying the organisational structure (so that roles (including non-executive roles) can be placed into it). Thereafter, a consultation process will need to be undertaken with the staff to roll out the revised structure and then consideration will need to be given to pay.

JC queried whether AM has any concerns regarding the process and AM advised that whilst she has no concerns about staff delivering in accordance with their job description, she believes they may have taken on more responsibility. Therefore, their job descriptions and the organisational structure needs to be updated accordingly.

(E) **Productivity Support Scheme (Scheme)** – GS advised that JBL’s feedback on the pilot Scheme was sent to RC, and this has been reflected in the next funding round for the Scheme which is due to be rolled out shortly. He noted that approximately £500k is currently available and that the Scheme will be a rolling programme with further funding becoming available going forward. He added that applicants can apply for a maximum of £50k matched funding, approval of which is required by RC.

GS welcomed the positive collaboration between GOJ officers and JBL on the pilot Scheme and how the Scheme has been rolled out; and proposed that JBL undertake increased promotion of the Scheme going forward.

The Board briefly discussed the States debate due to take place this week for the creation of a “Tech Fund” and whilst Digital Jersey recognise that JBL may be involved in supporting some applicants to this if it involves productivity, GS has recommended that JBL should be one of the potential sponsoring agency for those bidding for funding from the Tech Fund. He stressed that he was supportive of both the Productivity Support Fund and Tech Fund being progressed. However, he accepted that questions may be asked about how they are linked.

(F) **Workforce Accommodation** – GS reported little progress in this regard and anticipates the application to develop purpose-built workforce accommodation will be rejected. JC advised that she recently attended a Strategic Housing Partnership Meeting and GS noted that his request to attend this meeting was declined by the Housing Senior Officer/ Minister. However, he has been engaging with the Economy at the GOJ on the matter

(G) **Lease** – GS confirmed that an extension of the lease of the premises at 31 The Parade had been agreed until 16th December 2022.

(H) **Payslips** – JC reported that she was still unable to access her payslips and AM offered to extract them manually on her behalf if required. **Action: JC/AM**

5. **2021 Financial Statement and Annual Report** – **IT WAS NOTED** that the 2021 Financial Statements approved at the previous meeting had now been signed off by JC and GS and a copy of the same had been circulated with the agenda for the Directors’ information.

AM tabled the 2021 Annual Report to the meeting and summarised the same. She noted that the Annual Report included simplified year end accounts and an accountability report and advised that some information from the Annual Report would be extracted and put into

a separate flyer/leaflet.

In answer to a question from KLF, AM advised that it was not proposed to print the Annual Report. However, it would be uploaded to the website and a blog would be written about different aspects of it. She reiterated that extracts from it would also be used in a separate flyer/leaflet. KLF queried the timescale for producing the flyer/leaflet and AM confirmed that this would be produced in the next few weeks. KLF therefore suggested there was value in sending a copy of this to each the election candidates. JC also suggested there was value in arranging for a small number of Annual Reports to be professionally printed for use at meetings with stakeholders. **IT WAS THEREFORE RESOLVED** that AM would arrange for approximately 20 copies of the Annual Report to be printed. **IT WAS FURTHER RESOLVED** that she would upload the Annual Report to the website as soon as possible. **Action: AM**

AM reported that the process of drafting the 2022 Annual Report had already begun and JC recommended that next Annual Report include more photographs to make the document more “visual” and “bold”. This was recognised by AM who acknowledged that most readers of the Annual Report are only interested in the performance framework and client feedback. It is therefore proposed to develop it into more of an infographic going forward.

6. **Q1 Report and Latest Management Information** – The Board noted the Q1 Report and latest management information, a copy of which had been circulated with the agenda. JC welcomed the clear presentation of the report, particularly the performance framework section, and invited any comments or questions from the Board on the same.

JD highlighted that the Innovation section of the Performance Framework includes a list of clients JBL supported during Q1, which it does not normally do, and GS explained that due to JBL’s support of these clients being in the public domain, JBL was able to refer to them in the Report.

KLF acknowledged that although the Report was comprehensive, she welcomed receiving it, particularly the reporting schedule and GS gave credit to AM for the format of the report, noting that also makes reporting to GOJ officers much easier.

7. **Jersey Business Trust** – The Board reviewed a briefing paper in relation to the Jersey Business Trust (the Trust), a copy of which had been circulated with the agenda, and AM summarised the same. **IT WAS NOTED** that the Trustees of the Trust are currently named individuals who hold the position of Chair/President of the Jersey Construction Council (JCC), Institute of Directors (IOD) and the Jersey Chamber of Commerce (COC). However, the Trust Deed of the Trust makes it clear that the Trustees should, in fact, be the organisations themselves rather than the individuals. It is therefore proposed to execute an instrument of amendment, appointment, retirement and indemnity of Trustee (a copy of which had also been circulated with the agenda) to effect this change.

The Board noted that the instrument of amendment, appointment, retirement and indemnity of Trustee will also remove any accountability from the individuals and avoid the need to change the name of the Trustees when the Chair/President of the organisation rotates in future.

AM explained that due to the IOD not having any legal personality in Jersey, it is proposed to appoint the Jersey Hospitality Association (JHA) in its place as a Trustee going forward and confirmed that this is also covered in the instrument of amendment, appointment, retirement and amendment of Trustee.

AM advised that once the instrument of amendment, appointment, retirement and indemnity of Trustee has been signed it will be appended to the Trust Deed. She added that the individual Chairs/Presidents will continue to represent the Trustee organisations at meetings.

The Trust's Enforcer was also discussed, and AM reported that the current Enforcer (Julie Melia) has advised that she wishes to resign and Eliot Lincoln (EL), has agreed to take over. AM explained that whilst this is also covered in the instrument of amendment, appointment, retirement and indemnity of Trustee (discussed above), the appointment of a new Enforcer requires approval from the Chief Minister and Economic Minister. Therefore an instrument of appointment retirement and indemnity of Enforcer has also been drafted (a copy of which was also circulated with the agenda) to record their approval / reflect the change in Enforcer.

Consideration was given to whether EL's current role as the Chair of a political party or his previous role as a JBL director could be perceived as a conflict to him undertaking the role of Enforcer and GS confirmed that whilst he was comfortable with EL's appointment, he reiterated that it required the Chief/Economic Ministers' approval.

The timeline for executing the two documents outlined above was briefly discussed and **IT WAS NOTED** that the change in Enforcer was required prior to the change in Trustees. **IT WAS THEREFORE RESOLVED** that JC would seek approval from the Executive Council of the COC for her to sign the instrument of amendment, appointment, retirement and indemnity of Trustee and raise the matter with Martin Holmes and Lisa Springate from the JCC and IOD respectively at the AGM (scheduled following this meeting). Thereafter, AM would send a copy of the briefing note and instrument of appointment, retirement and indemnity of Enforcer to Rebecca Miller for her to arrange approval/signature by the Ministers.

8. **Productivity Support** – This was discussed in item 4(E) above.

9. **JBL Property** – GS reminded the Board that a business case previously presented to LF for the lease and fit out of new premises for JBL at 1 Grenville Street was refused with the recommendation that JBL look for suitable premises for the next two to five years instead. GS advised that JBL therefore re-appointed an agent and visited several properties. However, none of them were suitable, due to the cost of the work required on them not being justifiable for only two to five years.

GS noted that JBL have since become aware that Jersey Sport (JS) is also looking for new office space and that the office space at 1 Grenville Street is still available. It is therefore proposed to use the fourth floor as a shared/events space and the third floor as office/working space. A revised business case for JBL and JS (and possibly Visit Jersey (VJ)) to co-locate at 1 Grenville Street has therefore been completed for RC's feedback and GS expressed the hope he / LF will support it.

GS proposed discussing the proposal in further detail with GOJ officers and Ministers (LF, Hugh Raymond and Kirsten Morel) at a meeting scheduled for Friday 29th April 2022 and GS recommended securing LF's buy in prior to progressing the matter of co-location further with VJ directly. JD also recommended considering some of the other, smaller ALOs who may be interested in co-locating with JBL at this stage.

10. **Risk Register** – An updated copy of the Risk Register had been circulated with the agenda and **IT WAS NOTED** that the level of risk in relation to Technology / Data Management had been increased due to ongoing issues with wifi access in the building and the cost of this being prohibitive given JBL is looking to move premises.

JD sought the Board's views on whether any changes should be made to the Risk Register to consider global events following Russia's attack on Ukraine and GS proposed that consideration is given to a separate risk register of "global" issues which are affecting "Jersey PLC" as opposed to JBL (e.g. inflation, war, accommodation, staffing, changes within the GOJ, etc.) This was welcomed by the Board and **IT WAS THEREFORE RESOLVED** that GS would seek input in this regard at the next staff meeting with a view to developing a separate "operational" risk register for tabling for discussion at the next meeting under a new standing agenda item on "economic and global risks" (in addition to the existing "governance" risk

register). **Action: GS**

11. **4Insight Feedback re 2021** – The results of the 4Insight Survey conducted in 2021, were tabled to the meeting and GS noted the following:

- The previous survey conducted in 2019 was only sent to JBL’s portfolio clients whereas although the 2021 survey was also sent to JBL clients, it was also sent to a broader base of people from the IOD, COC and 4Insight’s databases .. Therefore the results were not expected to be as positive;
- Approximately 250 responses were received (compared to 95 in 2019);
- The 2021 survey was more extensive than the 2019 survey and some respondents had only had contact with JBL through Covid;
- The results of 2019 and 2021 surveys cannot be compared “like for like”.

Questions and comments were invited on the survey results and JC recommended using certain parts of the results for discussion at thought leadership groups. This was welcomed by the Board and **IT WAS RESOLVED** that AM would take this forward. **Action: AM**

Referring to the respondents’ perception of JBL in terms of independence, whilst KLF accepted that it was particularly hard for the organisation to be fully independent during Covid (because it was passing on GOJ messages), she would not want the score to go below 7.9. GS echoed this, albeit he was not surprised by the number given that JBL was seen as support to the GOJ during Covid. He noted that JBL is also seen as influential for GOJ. Nevertheless, KLF proposed including a footnote in the results to highlight that JBL was promoting the GOJ message during the time the survey was undertaken. The Board supported KLF’s proposal and GS agreed to liaise with 4Insight accordingly. **Action: AM**

JD suggested that the scores received for the various criteria were still very positive, particularly as the range of respondents was much wider than previous years (i.e. not just JBL clients). KLF echoed this view and suggested reiterating this in the results. The Board supported KLF’s suggestion and it was agreed to liaise with 4Insight accordingly. **Action: GS**

GS noted that respondents feel that “inflation” will be one of their biggest business challenges in 2022 and he suggested that this highlights the importance of including this on a separate risk register (as discussed above).

GS welcomed the fact that respondents believe JBL can best support them over the next 12 months by lobbying with the GOJ/States and suggested that this indicates that JBL is recognised as an influencer of GOJ.

GS highlighted JBL’s NPS score of 64 which the Board agreed was very positive. In addition 4Insight used Customer Satisfaction Scores (CSAT) in the survey for the first time in 2021 and reported that JBL scored very highly at 88.5%. He noted that this was equivalent to just under nine out of every 10 customers leaving satisfied after dealing with JBL.

KLF noted that when JBL started, its core clients were start-ups whereas slide 24 shows that it now works with much more established businesses with 33% of its clients having been established for over 21 years.

The Board noted with interest that 56.1% of respondents were looking to grow their business in the next two years. However, they acknowledged that the survey was conducted prior to Russia’s attack on Ukraine and that this may have affected respondents’ answers. **IT WAS THEREFORE RESOLVED** that we would ask 4Insight to include a reference to the period during which the survey was conducted in the results. **Action: AM**

12. **Any Other Business – Reserves Policy** - AM advised the Board that she would be presenting a paper on a JBL Reserves Policy at the next meeting for their approval. She explained that the organisation does not have sufficient reserves and therefore suggested

that the implementation of a reserves policy will be a way to resolve this. She added that she was already liaising with GOJ officers in this regard.

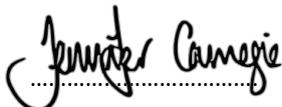
Purdah - GS provided the Board with a summary of a presentation he (together with the other ALOs) was invited to on purdah. He advised that whilst purdah does not legally apply to JBL, morally it does. Therefore, from this weekend onwards any information provided to one politician must be provided to all election candidates. A central body is therefore being created to which information can be sent, albeit GS does not anticipate there being much.

GOJ Co-Funding Repayments– GS reported that Kristina Moore has asked for an independent body to review the repayments which have been requested by the GOJ in respect of payments made under the GOJ co-funding scheme and suggested that JBL should take on this role. GS had recommended Gov set up an appeals process but to date this had not been accepted by them but that this had to be separate from JB as our role was to support the individual businesses and so we would be conflicted.

JBL Support – In response to a request from JC, the Board confirmed their approval for her to seek JBL support in relation to the growth of her business. KLF reported that she previously sought JBL input during Covid and worked with Nick Steele on a particular matter which she found very insightful. JD added that he may also seek JBL advice in due course for advice on how to licence a distillery.

13. **Date of Next Meeting - IT WAS NOTED** that the next meeting was scheduled for Wednesday 27th July 2022 at 9am.

There being no further business to discuss, the meeting was closed at 11am.



Chairperson

11th August 2022

Date Signed