

"B" MINUTES OF THE BOARD OF DIRECTORS OF JERSEY BUSINESS LIMITED ("JBL")

(43rd Meeting)

14th February 2019 at 3.15pm

Present: Mrs J Carnegie (JC) (from item 7 onwards)
Mr J Day (JD)
Mr A Jehan (AJ) (Chair)
Mrs K Le Feuvre (KLF)
Mr G Smith (GS)
(the "Board" or the "Directors")

In Attendance: Mrs V Eastwood (VE) (Board Apprentice)
Aimee Maskell (AM), AM to PM Secretarial Services (AM)

1. **Apologies** – The Chair informed the meeting that Mrs J Carnegie had been delayed and would join the meeting as soon as possible. No apologies were noted.
2. **Chairperson - IT WAS RESOLVED** to appoint AJ chair of the meeting.
3. **Declarations of Interest** – No new declarations of interest were declared.
4. **Minutes of previous meeting - IT WAS RESOLVED** to approve the minutes dated 8th November 2018, copies of which were circulated with the agenda.
5. **2019 Budget Scenarios** – GS left the meeting at 3.15pm and the Board discussed GS's request to reduce his hours to the equivalent of three days per week. AJ reminded the Board that GS previously suggested reducing his hours as a way to reduce JBL's expenditure in the event of a reduced funding from EDT&C. However, due to personal reasons, he has now formally requested a reduction in his hours from five days a week to three. AJ proposed that the Board consider GS' request with a view to the business retaining him for as long as possible for as many days as possible. However he stressed the importance of being aware of perception and managing any reduction in his hours carefully.

AJ sought the Board's views in response to this request and consideration was given to how, if approved, a change in hours/role should be communicated. The Board agreed that a public announcement was not required and that GS would retain the position of CEO and therefore it did not need to be advertised. However, if necessary the change in hours/role could be communicated as succession planning/an opportunity for Alexia McLure (AMC) to build her profile. However, it was agreed that AMC's expectations would need to be managed appropriately on the basis that an open recruitment process would still be required to replace GS as CEO when/if he does leave.

Timing of the change in GS' hours was discussed and **IT WAS NOTED** that, if approved, GS proposed reducing his hours following the AGM in May. The Board acknowledged that by allocating some of his current workload to AMC and Rosie Lempriere (RL), GS would be able to focus on higher value for money activities and in particular working with more closely with the States. However, it was agreed that further details of the proposed reallocation of work was required and that appropriate amendments (and associated remuneration) would need to be made to both AMC and RL's contracts of employment.

The Board discussed the most appropriate three days for GS to work and it was recognised that whilst these should be based on what was best for the business, they should ideally include a Monday and/or Friday. It was acknowledged that whilst GS was likely to be flexible in this regard, care must be taken not to set a precedent for future CEOs who may wish to reduce their hours.

After further careful consideration, AJ noted that the Board were generally supportive of GS' request. However, in order to safeguard/protect the future of JBL, it was proposed to seek further detail from GS regarding the proposed reallocation of responsibilities; the days on which he proposed to work; the management of AMC's expectations; and the way in which the changes should be communicated externally.

GS returned to the meeting at 3.30pm and AJ advised him that the Board were supportive of his request. However, whilst he accepted that GS was hoping to travel more, the Board were concerned about the days he proposed to work and that their preference was for him to work on a Monday or Friday (or both). He noted that the Board also required more detail about the proposed allocation of responsibilities to AMC and RL, in particular what work GS proposes retaining and what he proposes allocating. Furthermore, whilst the Board acknowledge the opportunity to develop AMC and RL, he stressed the importance of managing AMC's expectations in respect of the CEO position going forward, noting that when this position becomes available JBL are required to advertise it and go through an open recruitment process.

GS reported that AMC is already responsible for the development of the current Business Improvement pilot and that he saw her taking a much greater role in leading new programme initiatives across JBL (ie from funding request through to market delivery and to end programme value for money assessment). He noted that his profile was already quite high and he stressed the importance of ensure JBL's profile needing to be broader ie GS and AML. He therefore proposed pushing AMC more in this area (e.g. giving more interviews, writing more articles and getting more involved with Enterprise Week). GS proposed continuing to represent JBL with government at meetings with Lyndon Farnham, Dan Housego etc. together with AJ, albeit he would look to develop AML's skills/ experience in these areas over time.

GS noted that RL, Daniella Perotte, Kay Pearson currently report to AMC together with Lorie Rault (LR) from the JRA whose board will shortly become an advisory committee which will be led by AMC. However, at this stage, he did not propose any change in Nick Steel's reporting line.

AJ sought GS' view on whether the changes should be announced publicly and GS proposed that there was no real external change re JBL's service delivery and so no public announcement would be required.

Referring to the three days to be worked, GS reassured the Board that he would do what was right for the business. He noted that the JBL team meeting takes place on a Monday and proposed that he should continue to attend this. Other than this, he advised that he can be flexible. He added that if something was happening which required his attendance, he would change his days accordingly and stressed the importance of being driven by the business' needs. He accepted that sometimes his attendance may be required for a whole week and so flexibility would be the best option for both JBL and GS.

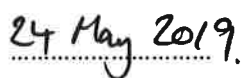
There being no further questions regarding GS' request, the Board agreed to approve the same and **IT WAS RESOLVED** that GS would work with AJ to update job specifications and contracts for himself, RL and AMC with a view to implementing the changes following the AGM. **Action: GS**

GS proposed inviting AMC to future Board meetings (post AGM) as an attendee going forward and this was welcomed by the Board. AMC's title was also discussed and **IT WAS RESOLVED** to change this to Chief Operating Officer as part of the changes discussed above. **Action: GS**

There being no further business to discuss, the meeting was closed at 3.40pm.



Chairperson



Date Signed

Actions:

- 1) GS and AJ to update GS, AMC and RL's job specifications, contracts and remuneration as part of the change in resource allocation
- 2) GS to change AMC's title to Chief Operations Officer as part of the change in resource allocation