

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

(66th Meeting)

18th October 2023 at 9.30am at Jersey Business, The Parade, St Helier

Present: Mrs J Carnegie (JC) (Chair)
Mr J Day (JD)
Mrs K Le Feuvre (KLF)
Mr P Murphy (PM)
(the “Board” or the “Directors”)

In Attendance: Ben Banim, Board Apprentice (BB)
Aimee Maskell, AM to PM Secretarial Services (Minutes) (AM)

1. **Welcome and Apologies** – JC welcomed everyone to the meeting and confirmed that there were no apologies.
2. **Declarations of Interest** – There were no additional declarations of interests.
3. **Minutes of previous meeting - IT WAS RESOLVED** to approve the minutes from the previous meeting held on 17th July 2023 for signature by JC. **Action: JC**
4. **Matters Arising** – The Board reviewed the action log, a copy of which had been circulated with the agenda and the outstanding actions (which were not otherwise included on the agenda) were discussed as follows:
 - (A) **MLRO – IT WAS NOTED** that JBL was not required to appoint an MLRO under the terms of the revised Proceeds of Crime Law. However, the Board agreed to discuss the amendments to Schedule 2 of the Law in further detail under Any Other Business.
 - (B) **JBL Guiding Principles** – PM reported that work was ongoing with the JBL team to revise/update JBL’s guiding principles and that a team offsite had been scheduled for Friday 20th October 2023 to revisit them. **Action: PM**
 - (C) **Genuine Jersey – IT WAS NOTED** that a link between Genuine Jersey and JBL’s websites will form part of the new JBL website due to be launched on 6th November 2023. **Action: PM**
5. **CEO Operations Report** – PM provided the Board with updates on the following items:
 - (a) **Client Activity: Barriers to Business** – PM drew the Board’s attention to the Barriers to Business Report, a copy of which had been circulated with the agenda and summarised the same. He confirmed that JBL had now completed this project and the results had been submitted to the Economy Team within the Government of Jersey (GOJ).

The Board noted that 123 people attended the eight focus group meetings held; 235 people responded to the survey; and that the key themes from the work undertaken were as follows:

- Availability of skills and people;
- Interactions with Government;
- Government administrative processes;
- Logistics and Customs;
- Legislation and Regulation;
- Vibrant St Helier Town Centre; and
- Small Businesses and Start Ups.

PM highlighted that the GOJ has also recently released a Digital Economy Strategy and Economy Strategy and noted that the Barriers to Business Report forms part of the Economy Programme.

IT WAS NOTED that short, medium and long-term plans around enablement, collaboration and simplicity have

been included in the Barriers to Business Report and PM confirmed that there was a longer, (seventy page) report available which outlines these in more detail should be the Board require a copy.

PM acknowledged that whilst he would like to see JBL take more ownership of the Report, he accepted that it is unable to own it all. However, he reported that he was due to meet with Kirsten Morel (KM) on Friday 20th October 2023 to discuss the Report in further detail.

(b) **HR: new HR Support; Leaders Development; People Journey** – The Board reviewed the “People Journey 2023/2024” a copy of which had been circulated with the agenda and PM provided an update on the same. As noted above, he advised that another team offsite was scheduled for Friday 20th October to revisit JBL’s vision, mission statement, values and purpose. He reported that consideration has already been given to “trust”, “culture” and “why”; that work was ongoing on “competence” and “reward and compensation”; and that it may be necessary to engage someone on an outsourced basis for the “the people and performance role”. However, PM agreed to provide the Board with a further update following the offsite, and proposed doing this outside of a Board meeting, given that another meeting was not scheduled for some time. **Action: PM**

(c) **Marketing: Website** – As briefly mentioned above, PM advised that the new JBL website was due to be launched on 6th November 2023. He confirmed that the website had been revised to make the language and tone less corporate and to include some updated branding.

PM stressed the importance of getting the JBL website right, noting that this will result in its “cost of serve” going down. He added that as most websites are out of date, JBL will install an AI chat tool on its new website to allow users to search the whole site. He therefore suggested that the whole feel and tone of voice of the website will change, together with the usability, resulting in less people needing to contact the office. He explained that the enhanced search/AI should help users find what they are looking for/the answers to their questions and help them get to all other pages on the site very quickly. He added that he wants to encourage more people to use the website rather than coming to the office to ask questions.

The Board noted that the web developer building the new site was selected following a robust tender process and **IT WAS RESOLVED** that PM would provide the Board with details of the budget agreed for the project. **Action: PM**

KLF highlighted that the method of website design used by the web developer selected by JBL does not enable websites to be rebuilt. Therefore, any significant changes to the website may require JBL to start from scratch.

(d) **Office Move Discussion and Agreement** – PM referred to his email to the Board dated 10th October 2023 summarising the commercial elements and key considerations for No 4 The Forum (The Forum) becoming JBL’s new office premises. He also drew the Board’s attention to the documents circulated with the agenda in relation to The Forum (the Cost Plan, Floor Plan and Procurement Programme).

PM advised that he proposed developing some sort of “hub” or collaboration environment for clients at The Forum.

IT WAS RESOLVED that PM would revert to the Board following his discussions with the property owner, subject to the outcome (and the GOJ’s approval of the five-year break clause) he would sign the lease on behalf of JBL. **Action: PM**

6. **2024 Business Plan and Budget** – The Board reviewed “JBL’s Core Budget 2024”, a copy of which had been circulated with the agenda and PM summarised the same. He outlined the main differences between the 2023 and 2024 budgets and noted that it is proposed to include additional expenditure for employment (+5.8%) to cover the cost of three new Heads (one to be outsourced) to provide support in new areas plus as a 56% increase in property expenditure to cover the cost of the new premises. Referring to the latter, he

noted that he has sought GOJ support for the first year's rental and service charge. However, pending their response, he has still included these costs in the 2024 budget. That said, he noted that the property owner has agreed to waive the first five months rental.

IT WAS NOTED that 12% of the 2024 budget will be spent on programmes and PM recommended that consideration is given to charging more for these going forward, particularly as the budget also includes a pay increase. He advised that this was based on the June 2023 average earnings figure, albeit he accepted that this was subject to agreement by the Board.

JC noted the reduction in "other income" in the 2024 budget from £30,492k to £24,588k and queried the reason for this; and PM explained that this was due to a reduction in the Leading Growth Programme in 2024. However, he provided the Board with a summary of opportunities where JBL may be able to generate additional income in 2024 (e.g. sponsorship at productivity week and membership to a JBL collaboration hub at the new premises).

PM clarified that he had not yet approached the GOJ regarding funding for 2024. However, he accepted that JBL often comes in under budget. JD added that there may also be value in PM asking GOJ for capitalised rental for the next five years to enable the rental costs to be removed from the budget.

2024 Budget, a letter dated 2nd October 2023 from the GOJ (a copy of which had been circulated with the agenda) only approves minimum funding for JBL of £1,560,000 and base level funding of £1,710,000, subject to approval of the Government Plan in Dec 2023.

The Board reviewed a PowerPoint presentation of the 2024 Business Plan, a copy of which had been circulated with the agenda and PM explained how this had been updated from the previous year. However, he suggested making further amendments to refer to the Digital Economy Strategy and Economy Strategy mentioned by Kirsten Morel in the press release he issued the previous day. **Action: PM**

PM highlighted the three focused outcome areas (people, productivity and knowledge and data) in the "2024 Jersey Business Performance Framework" on slide 12 of the Business Plan presentation and advised that this was a simplified framework based on that currently used by JBL to prepare its quarterly reports to the GOJ which he proposed using going forward.

The Board noted that the core budget for 2024 (as discussed above) was included in the Business Plan, together with a summary of financial and operational risks (and mitigation for each) and PM proposed submitting a copy of the Business Plan to the GOJ when submitting the 2024 budget.

JC commented that no strategic risks were included in the Business Plan and **IT WAS RESOLVED** that PM would add some. **Action: PM**

KLF thanked PM for a very well prepared and easy to read Business Plan. She added that it clearly outlines all necessary information without going into too much detail which will ensure it is read by relevant stakeholders.

JC referred to the organisational design used to describe how JBL will deliver its activity plan on slide 18 of the Business Plan and acknowledged that whilst the Board were familiar with it, she queried whether it will be understood by readers of the Business Plan and therefore suggested that it might need some additional narrative. This was recognised by PM, and **IT WAS RESOLVED** that he would include a summary of the "whys" and more detail to make this clear. **Action: PM**

PM reported that the output knowledge and data collated includes a lot of heat mapping using statistics and he proposed starting to push this out to provide further detail around how JBL adds value. He noted that this highlights that the biggest gap is the construction industry and that JBL works mostly with businesses sized between 2-5 people. However, he noted that 89% of businesses in the Island employ under five people.

PM stressed the importance of JBL being able to support what it already does and consider where else it should target (i.e. sectors it is missing such as construction) and JC welcomed PM's earlier proposal to review the Business Plan through the lens of the strategies referred to in Kirsten Morel's press release issued yesterday.

7. **Q3 Performance and Financial Report** – The Board reviewed the Q3 2023 Performance Report submitted to the GOJ, a copy of which had been circulated with the agenda and PM reported that this was on plan. He advised that whilst there were some outstanding invoices due in for client support, the budget was also due to be on target at the year end and delivery was in line with expectations.

IT WAS NOTED that a review meeting takes place between PM and GOJ officers every quarter and PM advised that the next one was scheduled for the following day, when he does not anticipate any issues being raised.

The Board briefly discussed the language used in the Performance Report and **IT WAS RESOLVED** that PM would update future Reports to refer to “funding” instead of “grant”. **Action: PM**

PM provided a summary of the performance framework, and the following was noted:

(a) **Productivity** - referring to the proposed delivery of 15 omnichannel support projects, PM advised that three omnichannel projects will be dropped. He stressed that whilst the person delivering these projects was doing a very good job, there had not been a great deal of demand for them.

(b) **Marketing** – PM advised that a marketing meeting was scheduled for this afternoon to discuss output rather than input.

(c) **People** – PM reported that the Business Improvement Programmes (BIP) and Leading Growth Programmes were going very well, noting that they had run second programmes with 17 participants from 11 businesses and 21 participants from 15 businesses, respectively.

(d) **Environmental Impact** – PM advised that the environmental elements of the performance framework were due to be stopped. He accepted that this may not be welcomed from a political perspective. However, although he acknowledged that there was work to be done in this area, he suggested that it was something that others should be focussing on.

(e) **Resilience** – PM reminded the Board that JBL developed and appropriately promoted the application process for the Productivity Support Scheme (PSS) and noted that JBL was currently managing 10 applications. JC acknowledged that the GOJ prefer working within an agreed structure and PM reassured the Board that he was keeping them up to date on the pipeline of applications for the PSS. However, he noted funding for the PSS was likely to disappear next year and therefore stressed the importance of getting current applications through the process. He added that some substantial businesses had applied for support via the PSS which was very encouraging.

The Board noted that the Q3 Performance Report to the GOJ also provides an update on the Barriers to Business Project and the new premises (discussed above).

8. **Board Composition** – The Board reviewed the updated skills matrix for PM and the Directors’ DISC Colour Results, copies of which had been circulated with the agenda. The Board discussed the latter in detail, and it was agreed that they were useful for considering a replacement non-executive director for JD and that consideration should be given to someone with similar skills to him (i.e. from a financial background).

The Board also reviewed the advert, job description and brief for the role of non-executive director, copies of which had also been circulated with the agenda. PM reported that some approaches had already been received from the advert and **IT WAS RESOLVED** that he would screen these and respond to them enclosing a copy of the brief and job description. **Action: PM**

Consideration was given to a suitable interview panel and **IT WAS RESOLVED** that this should consist of JC, KLF, PM and a representative from the GOJ Economy Team and PM confirmed that he had asked DH if he was able to undertake this role. The Board agreed that there may also be value in inviting someone with financial expertise to join the interview panel to ensure appropriate interview questions are asked (e.g. Adam Budworth in his capacity as Chamber President/a JBL Shareholder). **IT WAS NOTED** that the closing date for applications was 10th November 2023 and **IT WAS RESOLVED** that PM would circulate suggested dates for interviewing to JC and KLF thereafter. **IT WAS FURTHER RESOLVED** to consider whether second interviews were required after initial interview. However, it was agreed that DISC Colour testing was not required. **Action: PM**

The Board acknowledged that it was inappropriate for JD to be involved in the recruitment/interviewing process. However, **IT WAS RESOLVED** that PM would provide him with a list of short-listed candidates for his review/comment. **Action: PM/JD**

The Board noted that the NED advert had been placed on gov.je but not on Twitter. **IT WAS THEREFORE RESOLVED** that PM would upload it to the JBL twitter account. **Action: PM**

9. **Delegated Authority** – The Board reviewed the Delegated Authority Document, a marked-up version of which had been circulated with the agenda and **IT WAS NOTED** that updates included removing any references to Chief Operating Officer and replacing it with the relevant Head and updating amounts.

The daily payment limits for bank transactions (clause 1.3) were discussed and PM agreed to review and check these to ensure they were appropriate in accordance with JBL’s online banking processes with a view to updating the Delegated Authorities Document accordingly and presenting a final copy for approval at the next Board meeting for approval. **Action: PM**

10. **Risk Register** – The Board reviewed the Risk Register, a copy of which had been circulated with the agenda and the following was noted/agreed:

(a) **Operational, Strategic and Financial Risk Register**

- This has been updated to show the previous two quarter’s risk scores;
- The stakeholder relations risk has been downgraded to “green” due to positive feedback recently received on JBL (including positive confirmation of JBL’s recent growth bid submission); and
- The people risk has been upgraded from green to amber due to (1) JBL currently being two Heads “light”; (2) JBL currently running a significant change programme; and (3) the time of year (i.e. leading up to pay reviews).

(b) **Macro External (Global and Jersey) Risk Register**

- **IT WAS RESOLVED** that PM would add a risk relating to housing availability to the register due to housing in the Island being a “moveable feast”; and
- **IT WAS RESOLVED** that PM would add a risk relating to the current situation in Israel/Palestine to the register. **Action: PM**

11. **2024 Board Meeting Dates** – The Board agreed the proposed meeting dates for 2024 as follows: 17th January, 24th April (followed by AGM); 17th July and 23rd October and **IT WAS RESOLVED** that PM would also schedule a strategy day. **Action: PM**

IT WAS NOTED that AM was unavailable on 17th July 2024 and **IT WAS RESOLVED** that she would liaise with PM in this regard. **Action: AM/PM**

12. **Any Other Business**

(a) **Board information for meetings** – The Board considered the most helpful way to receive information for Board meetings and, after a brief discussion, **IT WAS RESOLVED** that PM would consolidate all files into one PDF “Board Pack” and circulate the same via email seven days in advance of meetings for Directors to print themselves at home, if they wish. **Action: PM**

(b) **Historical Documents** – **IT WAS RESOLVED** that PM would prepare a folder(s) in the Board Teams site in which to file historical documents such as budgets, business plans, year-end accounts and annual reports. **Action: PM**

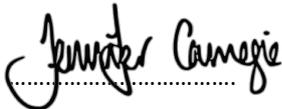
(c) **Schedule 2 Proceeds of Crime Law** – **IT WAS NOTED** that the three non-executive Directors had all registered under Schedule 2 of the revised Proceeds of Crime Law and JD explained that when a Director is approved under the new regime, they will be sent a link to an invoice. However, if this invoice is not settled within thirty days, their registration will not be completed. **IT WAS THEREFORE RESOLVED** that KLF and JC would log into the JFSC Portal to check the status of their registration application, given that they had not yet received a link to an invoice. **IT WAS FURTHER RESOLVED** that all three non-executive Directors would apply to JBL for reimbursement of their registration fee and that KLF would also submit a reimbursement claim for

the support she received in completing her registration. Referring to the latter, KLF explained that she sought external support due to ongoing issues with the JFSC Portal crashing and the short timeframe in which she was required to submit her application. However, she acknowledged that if similar support was required in the future, she would seek this from a member of the JBL team. **Action: KLF/JC/JD**

JD highlighted that whilst most requirements for non-executive directors have been waived under Schedule 2 of the Proceeds of Crime Law, some are still valid, including completing appropriate know your client/due diligence on clients. He therefore recommended that he, KLF and JC still do this. **IT WAS THEREFORE RESOLVED** that PM would ask June Stead to complete a desk top exercise to provide them with the necessary information (e.g. certified passports and proof of address for the Directors, details of the ultimate beneficiaries of JBL and a structure chart of the organisation). **Action: PM**

13. **Date of Next Meeting – IT WAS NOTED** that the next meeting was scheduled for 17th January 2024.

There being no further business to discuss, the meeting was closed at 11.35am.



Chairperson

25th January 2024

Date Signed