
MINUTES

TO Board Directors
FROM Rachel Langworth, Committee Manager
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DATE 13 June 2018

MINUTES OF THE BOARD MEETING HELD ON 5 JUNE 2018

PRESENT	David Rigney	Bacs (Chair)
	Rachel Langworth	Bacs (Secretariat)
	Ailsa Beaton	INED
	Jo Kenrick	INED
	Matthew Hunt	NPSO (<i>Observer</i>)
	Dougie Belmore	Clydesdale
	Mark Nalder	Nationwide (<i>via conference call</i>)
	Kathy Lennon	RBSG (<i>via conference call</i>)
	Anne Trolland	Lloyds Banking Group (<i>via conference call</i>)
	Resat Bilgin	Turkish Bank
	Melanie Martin	Citi (<i>via conference call</i>)
	Andy Hollingdale	Bacs General Manager
	Fergus Ryan	Bacs (<i>attendee</i>)

APOLOGIES

ID	ITEM	ACTION
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06/18.01 MINUTES OF LAST MEETING

The Declarations of Interest Register was **noted**.
The minutes of the meeting held 30 April were **agreed**.

06/18.02 ACTION LOG

All actions were noted as complete.

06/18.03 DIRECTOR CHANGES

The resignations of the following Directors were noted:

- M Henry, and T Lightowler as alternate, of AIB
- S Yarham, and G Burns as alternate, of HSBC
- I Smith, and K Patterson as alternate, of TSB
- A Duff of Virgin Money
- J Meyrick, and H Plattern as alternate, of Barclays
- J Pettigrew as alternate for D Belmore of Clydesdale

ID	ITEM	ACTION
	<ul style="list-style-type: none"> - L Cooper, and R Whit as alternate, of Santander - R Bilgin of Turkish Bank - M Chambers. 	
	Bacs will confirm offline with the remaining Directors intending to resign.	Bacs
06/18.04	AUDIT	
	<p>An update was provided with regard to the latest Audit Committee meeting. The Chair noted that under item 05/18.04 it was noted that the 24 July Board meeting will receive the 2017 accounts for Bacs; it was confirmed that the Directors of the company are charged with the responsibility of approving the accounts. The Accounts and the Annual Report will then be taken to the New Payment System Operator (NPSO) Board for ratification. It was noted that all budgets for 2018 are tracking according to plan.</p> <p>Referring to Internal Audit (IA), the Chair noted that a small number of issues remain, but are being managed accordingly; the Audit Committee awaits the receipt of the final outstanding report. No new IA reports are being commissioned at this stage. It was confirmed that any risk associated with the IA risks that have a potential impact on Bacs are being monitored and tracked accordingly, and are due to be discussed by the NPSO Board on 6 June.</p> <p>A Beaton confirmed that the handover from the Bacs Audit Committee to the NPSO Chair is due to take place at the end of June, with the 16 July meeting to continue as planned. Bacs is to advise once it has received confirmation</p>	Bacs
06/18.05	RISK	
	<p>F Ryan provided an update with regard to the latest risk position, noting four key risks.</p> <p>[DELETED – COMMERCIALY SENSITIVE]</p>	
06/18.06	NPSO CONSOLIDATION	
	<p>A Hollingdale confirmed that subsidiarisation and the move to NPSO Target Operating Model (TOM) V1.0 has successfully completed. Bacs continues to work as per BAU, while establishing new ways of working with NPSO.</p>	

ID	ITEM	ACTION
	<p>NPSO expects to complete the transfer of all existing Bacs contracts, where it is appropriate to do so, 90 days after the final company is incorporated (C&CCC) at beginning July 2018. This indicates the ‘winding up’ of Bacs will take place around November 2018.</p> <p>It was confirmed that Bacs Staff have been advised that NPSO is looking to move to TOM V2.0 by November 2018, with a staff consultation to take place.</p>	
06/18.07	<p>AOB</p> <p>Board noted the letter from the Bank of England (BoE) that it will no longer attend the Bacs Board meetings as an observer.</p> <p>Board noted that an open-ended Power of Attorney that allows A Hollingdale to sign deeds on behalf of Bacs has been drawn up and signed by D Rigney as Chairman. This remains subject to the broader ‘ways of working’ with NPSO.</p> <p>Board noted that Bacs has reviewed the Space Office Hub Licence with UK Payments and NPSO, and now expects to finalise and enter the agreement for the term previously set out. Bacs expects to execute the agreement in the coming days. It was confirmed that agreement of the execution of such agreements now sits with the NPSO Board.</p>	

Date of next meeting: 24 July at 10:00