



**Minutes of the Meeting of the Agri-Food and Biosciences Institute  
(AFBI) Board  
held at  
AFBI Bushmills (Salmon Station)  
on Wednesday 24 August 2011 at 10.00 am**

**Present – Board Members**

Mr Sean Hogan, Chair  
Prof David McDowell, Deputy  
Chairperson  
Mr Trevor Hinds  
Mr Seamus McCaffrey  
Mrs Hilary McCartan  
Mr Alan McKeown  
Prof Stewart McNulty  
Mr James Noble  
Mr John Rankin  
Mrs Hilda Stewart  
Mr Michael Walker

**In Attendance - AFBI Executive**

Dr Seamus Kennedy, CEO  
Dr Michael Camlin, DCEO  
Dr David Bryson, DCEO (Acting)  
Mr Joel Ferguson, Head of Corporate Services Division (Acting)  
Mr Paul Brennan, Head of Human Resources  
Mr Venkat Deshpande, Head of Finance  
Mr Stephen Cousins, AFBI Secretariat

**1. Welcome and Introduction**

**Action**

Mr Hogan opened the meeting with a welcome for all in attendance and reflected on this being the AFBI Board's first visit to the Salmon Station at AFBI Bushmills.

**2. Apologies**

Apologies were received on behalf of Board members Prof Grace Mulcahy and Mr Bob McCann and the Executive submitted an apology on behalf of Dr Arthur Gilmour, DCEO (Acting).

The Board also acknowledged the recent passing of Mr McCann's mother-in-law and offered its condolences to him and his family on their loss.

**3. Conflict of Interests Declaration**

There were no "*Conflict of Interests*" declared.

**4. Draft Minutes of the Previous Board Meeting held on 22 June 2011**

Before submitting the draft minutes from the previous meeting held on 22 June 2011 for approval, the Chair thanked the Deputy Chairperson, Prof McDowell for Chairing the previous meeting in his absence.

On a proposal from Mr Hinds, seconded by Mr McCaffrey, the Board approved the draft minutes from the previous Board meeting held on 22 June 2011 subject to the following amendment:

**Action**

Item 5.6 - Finance/Commercial Interests – delete the second and third paragraphs and replace with the following -

**Sec**

*“In response the Board acknowledged the difficulties and exposure that exists for AFBI staff retention especially in the commercial environment and queried if anything could be included in employment terms and conditions that would safeguard against the loss of staff in this way. The Executive indicated that Northern Ireland Civil Service terms and conditions apply to AFBI staff and there are only very limited conditions attached to staff taking up employment in the private sector.*

*Mr McKeown suggested that AFBI review its commercial terms and conditions and ascertain if there is a “non-solicitation” clause contained within these that might offer some level of protection against employee loss to private sector companies or organisations.”*

## **5. Matters Arising/Action Points from Previous AFBI Board Meeting held on 22 June 2011**

The Chair proceeded on the basis that any Matters Arising or Action Points from the previous Board meeting held on 22 June 2011 had been resolved or would be addressed during the course of the meeting except for the following:

### **5.1 HR Connect – Implementation of AFBI Industrial Staff Pay Remit - (Item 7.6 – Mins 22 06 11)**

Mrs McCartan, Chair of the AFBI Finance Committee confirmed that the Finance Committee had considered this issue during the meeting on 29 June 2011.

The CEO informed the Board that he had written to both Mr Lavery, DARD Permanent Secretary and Mr Paul Wickens, Chief Executive Officer of the Enterprise Shared Services expressing his concern that HR Connect had implemented the industrial staff pay remit in advance of DFP having approved the business case.

In response to the letter from the CEO, Mr Wickens has provided an assurance that Enterprise Shared Services will do everything possible to ensure future pay awards are not applied to AFBI in advance of formal approval. He requested a commitment from AFBI to continue to work towards obtaining the necessary approvals at the earliest possible point. The CEO gave such an assurance.

The CEO confirmed that retrospective approval for the payment of the Industrial Staff Pay Remit had been received from the Department of Finance and Personnel.

**5.2** Collaboration Agreement between AFBI and the Department of Agriculture Fisheries and Food in the Republic of Ireland – (Item 7.7 – Mins 22 06 11) **Action**

Having considered the points made by the Board at the previous meeting the CEO confirmed that the inclusion of a non-solicitation clause in the Memorandum of Understanding (MoU) was not relevant and that reference to indemnities has been removed pending legal advice.

**5.3** AFBI Vision and Mission Statement – (Item 14.3 – Mins 22 06 11)

The Board noted that the updating of the AFBI Vision and Mission Statement was in progress and when complete a framed copy of both will be placed in a prominent position within the Boardroom.

**Sec**

**6. Chairman's Business**

The Chair informed the Board that AFBI will again be represented at the National Ploughing Championships being held in Athy, Co Kildare Republic of Ireland and encouraged Board members to consider attending.

The Chair and CEO will be in attendance on the 20 and 21 September 2011 when they hope to meet with the DARD Minister, Michelle O'Neill MLA.

The Board were pleased to note AFBI's participation and the excellent potential that this event presents for increasing AFBI's business and profile.

**7. CEO's Report**

A copy of the CEO's Report was circulated to Board Members prior to the meeting and Board members signified that they were content to note.

In the discussion that followed two issues were highlighted that require action -

1. *DARD Stakeholder Event* – the Executive noted that AFBI Board members had not received invitations to this event. The Executive agreed to follow up with DARD on this issue.

**Exec**

2. *DARD Estates Strategy* – the Board were made aware that there is a DARD consultation currently underway in respect of the future of the DARD Estate. The Board indicated that it would wish to make a formal response on the matter and asked the Executive to provide a draft for the Board's approval.

**Exec**

## 8. Governance Issues

Action

### 8.1 Risk Management

There were no reports of any new or emerging risks to the organisation.

### 8.2 Whistleblowing and Fraud

The CEO informed the Board that there were no new cases of whistleblowing to report.

However, since the date of the previous meeting a number of suspicious incidents had occurred at AFBI Newforge. In accordance with the current AFBI Counter Fraud Policy and Fraud Response Plan, the CEO advised that he had contacted all relevant parties and made them aware of the details.

In response, the Board expressed deep concern and disappointment at such incidents and hope that there will be no further such incidents.

### 8.3 Health and Safety

There were no reports of any major incidents or near-misses.

## 9. Personnel Issues

### 9.1 Starters and Leavers Report as at 31 July 2011

The Board were content to note the "*Starters and Leavers Report*" for the period ending 31 July 2011.

### 9.2 Equality Commission for Northern Ireland – Public Authority 2010-2011 Annual Progress Report on Section 75 of the NI Act 1998 and Section 49A of the Disability Discrimination Order (DDO) 2006

On a proposal from Mr McCaffrey, seconded by Mr Hinds the Board approved the draft Annual Progress Report on Section 75.

The Executive provided the Board with an update on a recent meeting involving AFBI and representatives of the Equality Commission. On foot of the meeting AFBI will be taking forward a number of suggested actions including the development and introduction of a "*welcoming statement*" to be used in the advertising of external recruitment competitions.

## 10. Finance

The Executive provided the Board with a Cashflow Report for the position at 8 August 2011 and advised the Board that it was not aware of any unusual pressures building at this time.

The Board were content to note the report.

- 11. AFBI Corporate Risk Register (CRR) Action**
- The Executive presented a revised AFBI CRR to the Board and highlighted the changes made on account of the comments made by the Board at the previous AFBI Board meeting on 22 June 2011.
- Following consideration and on a proposal from Mrs McCartan, seconded by Prof McDowell, the Board approved the new version of the AFBI CRR subject to a couple of minor amendments. Exec
- 12. Progress Report on 2011/12 AFBI Business Targets (Q/E 30 June 2011)**
- The Board were impressed with the work carried out to date and were content to note the progress made against the AFBI Business Plan Targets for the Quarter Ending 30 June 2011.
- 13. Report from AFBI Board Finance Committee Meeting - 29 June 2011**
- Mrs McCartan, Chair of the Finance Committee presented a copy of the draft minutes from the Finance Committee meeting held on 29 June 2011 and highlighted a number of key points for the benefit of the Board.
- 2010/11 AFBI Accounts – the Chair of the Finance Committee confirmed that the Finance Committee had reviewed the 2010/11 AFBI Accounts before being forwarded to the Audit Committee and subsequently to the Northern Ireland Audit Office.
  - 2011/12 Monthly Budget Monitoring Report – a budget monitoring report for the period 1 April 2011 to 31 July 2011 will be presented at the September Board meeting. Exec
- In response the Board took great comfort from the report from the Finance Committee and the Executive also took the opportunity to thank the Finance Committee for its valuable input and advice.
- 14. Report from AFBI Audit Committee Meeting - 5 July 11**
- In the absence of the Chair of the Audit Committee, Mr Rankin presented a copy of the draft minutes from the previous Audit Committee meeting held on 5 July 2011.
- Commenting on the work of the Audit Committee, Mr Rankin reflected on the good working relationship that exists between the Audit Committee, the Executive and the various auditing bodies.
- In reply, the Chair of the Board gave credit to the workings of the Audit Committee and the Board were pleased to note the report from the Audit Committee.

**15. Report from AFBI Board Strategy Committee Meeting – 22 June 2011 Action**

A copy of the draft minutes from the previous meeting of the AFBI Board Strategy Committee held on 22 June 2011 were circulated to the Board for noting.

The Chair of the AFBI Board Strategy Committee, Mr Walker informed the Board that the “*Criteria*” document had been concluded and now rests with the Executive.

The Board were content to note the draft minutes from the previous meeting.

The next meeting of the AFBI Board Strategy Committee will take place on Thursday 29 September 2011 at 1.00pm.

**16. Strategic Item – Organisational Review of AFBI**

The CEO informed the Board that following a public tender competition KPMG had been appointed to carry out the Organisational Review of AFBI.

A steering group comprising representatives of the AFBI Board and Executive, DARD and the Strategic Investment Board, has also been established to oversee the review and its inaugural meeting is scheduled for Friday 16 September 2011.

Following discussion the Board agreed that the most appropriate way for the Board to present its views was by way of a workshop to be facilitated by KPMG. The Board also agreed that a pre-meeting would prove useful in order to collate the views of Board members and the Chair agreed that he would facilitate this meeting.

**Chair**

It was agreed that the most suitable arrangement would be to hold both meetings in the AFBI Boardroom at AFBI (HQ) Newforge with the pre-meeting in the morning and the workshop in the afternoon. The Executive agreed that it would make the necessary arrangements and advise Board members accordingly.

**Exec**

**17. Reports from AFBI Divisions**

The Board acknowledged receipt of the Divisional Reports and were content to note.

The Board also stated how much it appreciated receiving written reports in advance of the meeting and how these reports provide an insight into the depth of work going on throughout the organisation.

<b>18.</b>	<b>Any Other Business</b>	<b>Action</b>
<b>18.1</b>	<u>Rolling Database of Issues Raised at AFBI Board Meetings</u>	
	The Board approved the changes made to the Rolling Database of Issues Raised at AFBI Board Meetings since the date of the previous meeting.	
	The Board also accepted –	
	1. A recommendation from the Chair that the action in respect of the “ <i>AFBI Board Effectiveness Review – Implementation of Recommendations</i> ” be noted as complete.	<b>Sec</b>
	2. That the “ <i>Rewards and Recognition Scheme</i> ” also be noted as complete and a new action relating to the development of an AFBI Policy recognising significant staff achievements in work areas that do not have an intellectual property aspect, be inserted.	<b>Sec</b>
<b>18.2</b>	<u>AFBI Open Meeting 26 October 2011 – Update on Arrangements</u>	
	The CEO provided the Board with a brief outline of the itinerary for the Open Meeting and advised the Board that he would welcome any comments or suggestions that it would wish to make.	<b>Board</b>
	Given the positive feedback from last year’s event the Executive advised that it did not intend making major changes to the format of the meeting.	
<b>18.3</b>	<u>Update on AFBI Board and Sub-Committee Meetings</u>	
	A revised calendar detailing a number of changes to the remaining meeting dates for Board and Sub-Committee meetings in 2011 was circulated for information.	
	On a suggestion from the Chair and with no objections from those present, the Board approved a change of meeting day from the fourth Wednesday to the fourth Thursday in each month. This change will come into effect from January 2012.	
<b>18.4</b>	<u>Increase in Travel and Subsistence Rates</u>	
	Following discussion the Executive agreed that it would check and advise AFBI Board members of any changes to the existing Travel and Subsistence Rates.	<b>Sec</b>

**19. Date of Next Meeting**

The next monthly meeting of the AFBI Board will be held on Thursday 29 September 2011 at 2.00pm in the AFBI Boardroom, AFBI (HQ) Newforge.

Signed: \_\_\_\_\_  
(Chairperson)

Date: \_\_\_\_\_