



**Minutes of the Meeting of the  
Agri-Food and Biosciences Institute (AFBI) Board  
held at AFBI Newforge  
on Thursday 2 March 2017 at 9.30am**

**Present – Board Members**

Mr Colm McKenna, Chair  
Prof William McKelvey, Deputy Chair  
Mr Ian Buchanan  
Mr Colin Coffey  
Dr Michelle Costello-Smith  
Ms Theresa Cullen

Mrs Fiona Hanna  
Mrs Sarah Havlin  
Dr Richard Horton  
Ms Joan Houston  
Mr David Lindsay  
Mr Ken Millar

Prof Patrick Murphy  
Mrs Maureen McKeague  
Dr Cecil McMurray  
Mrs Sharon Smyth  
Mr Richard Solomon

**In Attendance - AFBI Executive**

Dr Sinclair Mayne, Chief Executive Officer  
Ms Lesley Johnston, (Acting) Director of Finance and Corporate Affairs Division  
Dr Stanley McDowell, Director of Veterinary Sciences Division

Mrs Lynsey Cooper, AFBI Secretariat

**Visitor**

Mr Richard McKee, Biometrics and Information Systems Branch (Item 1)

**1. Welcome and Introduction**

**ACTION**

The Chair opened the meeting by introducing Mr McKee, Biometrics and Information Systems Branch, who presented the functionality of newly installed audio visual equipment within the Boardroom, AFBI Newforge. The Board was pleased to note the enhanced capability which included videoconferencing, compatibility with different operating systems and a touch-sensitive screen for ease of giving presentations. The Board welcomed reports of similar improvements on other AFBI sites.

*Mr McKee left the meeting*

**2. Apologies**

No apologies were received.

**3. Conflict of Interests/Register of Interests Declaration**

There were no conflicts of interest to be recorded.

**4. Draft Minutes of the AFBI Board Meeting held on 1 February 2017**

The draft minutes from the AFBI Board meeting held on 1 February 2017 were approved without amendment.

#### **4.1**     Action Sheet from AFBI Board Meeting held on 1 February 2017

The Board noted the progress against actions as per the action sheet, subject to the following:-

##### **4.1.1**   15.1 Boardroom Apprentice Scheme

The Chair advised that a pilot of this scheme will be commencing in due course and that the AFBI Board had provided a positive response to participating.

#### **5.       Chair's Remarks**

The Chair reported that DAERA had agreed to extend both Prof William McKelvey's appointment as Deputy Chair and the AFBI Board reserve list with a maximum timeframe of 31 December 2017. This is to facilitate the recruitment of the Deputy Chair position from within the current Board membership and appointment of a new AFBI Board member. The Chair confirmed that following the completion of five members' terms of office on 31 March 2017, the AFBI Board would continue to have ten members, plus a Chair and Deputy Chair.

#### **5.1**     Board and Sub-Committee Planning 2017/18

Taking into account the reduction in the number of Board Members from 1 April 2017, the Chair presented a paper which outlined proposed changes to the operating structure of the Board and its Sub-Committees memberships, including the following:-

- A reduction in the number of Board meetings from eleven per annum to eight per annum, comprising of four formally recorded meetings focusing on governance-related issues and four formally recorded workshops with a concentrated strategic focus;
- All members will sit on two Board level Sub-Committees;
- Each Committee should meet four times per year, with the exception of the Audit & Risk Assurance Committee which may be required to meet on an additional occasion to finalise the annual accounts.

Following clarification that flexibility would be maintained to call additional meetings if required, and that items of business may be addressed during the strategic workshops as necessary, the Board agreed the changes. It was recognised that the new Committee members and strategically-focused meetings would strengthen the Board by enhancing members' understanding and insight of the work of the Institute and its role within the broader agri-food and animal/plant health industries. In response to concerns raised regarding potential conflicts over operational involvement, the Chair cautioned that members should be mindful of their non-executive roles within the Committees.

The Board agreed the proposed dates for Board meetings during 2017/18,

subject to one minor amendment, and requested that the Committee Chairs liaise with their members and the AFBI Secretariat to determine suitable meeting dates to ensure the appropriate workflow from Executive to Committee to Board.

**ACTION**

## **5.2**     Draft Terms of Reference for Sub-Committees

### **5.2.1**     *Audit & Risk Assurance Committee*

The Board had a robust debate on the risks and benefits of a non-executive director sitting on both the Audit & Risk Assurance and Finance & Business Strategy Committees within the same organisation. Final agreement was reached and the Board approved the revised terms of reference, effective from 1 April 2017, which reflected the new membership of the Committee, subject to the following amendment:

- Item 2 – Membership – insert fifth paragraph to read:  
“No more than one member of the Audit and Risk Assurance Committee may also serve as a member of the Finance and Business Strategy Committee”.

**Sec**

### **5.2.2**     *Finance & Business Strategy Committee*

The Board approved the revised terms of reference which reflected the new membership of the Finance & Business Strategy Committee as of 1 April 2017, subject to the following amendment:

- Item 2 – Membership – first paragraph, after third sentence insert:  
“No more than one member of the Finance and Business Strategy Committee may also serve as a member of the Audit and Risk Assurance Committee”.

**Sec**

### **5.2.3**     *Organisational Development & Human Resources Committee*

The Board approved the revised terms of reference, effective from 1 April 2017, which reflected the new Committee membership, subject to the following amendment:

- Item 5 – Frequency of Meetings – first sentence: remove the word “three” and replace with “four”.

**Sec**

### **5.2.4**     *Science Strategy Committee*

The Board approved the revised terms of reference for the Science Strategy Committee which reflected its new membership from 1 April 2017.

## **6.     Executive Report**

In presenting his Executive Report for the period 1 – 28 February 2017, the CEO highlighted items which included the following:-

- Senior AFBI staff met with senior Queen’s University Belfast (QUB) staff on 9 February 2017 to discuss opportunities for closer AFBI/QUB collaboration. A series of further meetings are planned and the Board agreed that this

topic will be explored at April's Strategic Board workshop;

**ACTION**

- Dr Dario Fornara, Agri-Environment Branch, has been selected by the Food and Agricultural Organisation of the United Nations to join the Technical Advisory Group for Soil Carbon Stock Changes, which is part of the Livestock Environmental Assessment and Performance Partnership;
- Dr Donnacha Doody, Agri-Environment Branch, has been awarded a Fulbright Scholarship to undertake research on phosphorus losses from soils and mitigation strategies during summer 2017;
- Prof Louise Cosby, Virology Branch, has successfully secured funding of £521k from two separate research calls, with the potential for further second phase funding related to one of these.

The Board recognised the international value of these prestigious appointments and awards and congratulated the scientific staff involved. The Board was pleased to note the success of AFBI's participation in the 2017 Northern Ireland Science Festival, where members of AFBI staff were given the opportunity to enthuse children and students about a career in scientific research.

The Board noted the Executive's ongoing concern regarding delays in minor works projects on estates maintenance involving the Department of Finance's Properties Division and the significant impact these are having on a number of VSD laboratories. The Board requested that the Executive ensure that associated risks are reflected in the Corporate Risk Register and the concern of the Board is expressed to DAERA.

**Exec**

## **7. Finance**

### **7.1 AFBI Budget Monitor Report – Position at 31 January 2017**

In noting the increased surplus position forecasted for the year end compared to the previous month, the Board accepted the Executive's explanation that this was in large part due to an unforeseen Quarter 3 increase in royalty income as a result of improved sales and currency fluctuations. The Executive assured the Board that DAERA is being kept fully apprised of the situation and, while highlighting the lack of flexibility at this stage in the financial year, agreed that Ms Johnston would approach DAERA to explore engaging a short-term external resource to further examine AFBI's royalty income.

**LJ**

## **8. Report from Finance and Business Strategy Committee meeting held on 24 February 2017**

Mr Coffey provided a verbal report from the Finance and Business Strategy Committee meeting held on 24 February 2017, describing discussions on the draft 2017/18 budget, Committee KPIs, external revenue, performance of AFBI core business and the proposed governance arrangements for the Directed Research Fund. The Board was content with the Committee report.

## **9. Draft AFBI Business Plan 2017-18 - Update**

Ms Johnston advised the Board that, following its feedback on the revised AFBI

vision, mission and objectives presented at the February Board meeting, a range of Year 1 business plan targets and KPIs had been developed and would be further refined at a workshop scheduled for 7 March 2017. These would then be included in the annual AFBI Business Plan for consideration by the Board. In the absence of a meeting in late March, the Board agreed that approval of the “*AFBI Business Plan 2017/18*”, including the draft 2017/18 budget, would be carried out by correspondence prior to submission to DAERA by the deadline of 31 March 2017.

**ACTION**

**All**

**10. Draft AFBI Corporate Plan 2017-2021 - Update**

Ms Johnston confirmed that DAERA had agreed to postpone submission of the draft “AFBI Corporate Plan” until December 2017 which would facilitate its development during scheduled strategic Board Workshops.

**11. Report and Draft Minutes from Organisational Development & Human Resources Committee Meeting held on 15 February 2017**

The Board noted the draft minutes from the Organisational Development & Human Resources Committee Meeting held on 15 February 2017 and Prof McKelvey highlighted that the draft AFBI Appeals Board Procedure was with Trades Union Side for consultation.

**12. Science Strategy Committee**

**12.1 Draft Minutes from Science Strategy Committee Meeting held on 30 January 2017**

The Board noted the draft minutes from the Science Strategy Committee Meeting held on 30 January 2017.

**12.2 Review of AFBI Science Strategy 2014-2020 Update**

The CEO reported that work on the mid-point review of the “*AFBI Science Strategy 2014-2020*” was ongoing and an Executive Summary report will be presented to the next Science Strategy Committee meeting scheduled for 23 March 2017.

The Board welcomed the update and the Chair directed that the three members newly appointed onto the Committee from 1 April 2017 should be extended invitations to attend the March meeting as observers.

**Sec**

In response to a query regarding international involvement in AFBI science, the CEO provided Board Members with the programme for AFBI’s Science Outlook Conference scheduled for 28 March 2017 at the Dunadry Hotel, Co. Antrim. The Board was pleased to note that this detailed a number of international speakers and the Executive provided assurance that invitations had been extended to a wide range of AFBI’s stakeholders.

**13. Draft Minutes from Audit & Risk Assurance Committee Meeting held on 31 January 2017**

The Board noted the draft minutes from the Audit & Risk Assurance Committee

Meeting held on 31 January 2017. In response to a query, Ms Johnston confirmed that the procurement process for a new Internal Audit provider was expected to be completed on time.

**ACTION**

#### **14. Outline Proposal for New Strategic Review - Update**

The CEO reported that facilitated workshops are being scheduled with EMT and Heads of Branch to focus on the development of AFBI's business strategy and scientific programmes. The Board agreed that strategic discussions need to focus on AFBI's Corporate Plan to inform the Executive's future direction and alignment with DAERA's vision.

#### **15. Governance Issues**

##### **15.1 Risk Management**

###### **15.1.1 *Reports of New or Emerging Risks***

The Board requested that the Executive ensure that any risks related to the minor works delays in estate maintenance are reflected in the Corporate Risk Register.

**Exec**

##### **15.2 Whistleblowing and Fraud**

###### **15.2.1 *Reports of New or Ongoing Cases***

There were no new or ongoing cases reported.

##### **15.3 Health & Safety**

###### **15.3.1 *Reports of New or Emerging Issues***

There were no new or emerging cases reported.

##### **15.4 Directed Research Fund**

###### **15.4.1 *Proposed Governance Arrangements***

The CEO reported on the proposed arrangements for the management of an AFBI Directed Research Fund which would comprise of a ring-fenced element of DAERA's Grant-in-Aid funding to AFBI. The Executive advised that this Fund would be used to identify new areas of research, meet shortfall funding for successful research bids and pump-prime investment in scientific areas which the Executive deem strategically important to AFBI. Following thorough discussions, the Board acknowledged the importance of this Fund in supporting the future strategic direction of the Institute and welcomed the arrangements, encouraging the Executive to maximise its potential.

##### **15.5 AFBI Policies**

###### **15.5.1 *Revised Business Continuity Management Policy (Draft)***

The Board approved the revised "Business Continuity Management Policy"

noting that it had been updated to reflect the British and International standard BS ISO 22313:2012 Societal Security – Business Continuity Management Systems.

**ACTION**

## **16. AFBI Board Annual Governance**

### **16.1 AFBI Board Self-assessment**

As part of AFBI's Board governance arrangements and in line with the Board Operating Framework, the Chair outlined the annual self-assessment exercise that members must complete in order to assess the performance of the Board against six key principles. Members were asked to provide responses by 31 March 2017 and the analysis will be summarised, anonymised and provided to the Board at its May meeting for consideration.

**All**

### **16.2 AFBI Board Members' Appraisals & Assessment of the Chairman's Performance**

For the benefit of new members for 2016-17, the Chair summarised the appraisal method adopted by the AFBI Board, in which members complete a self-appraisal prior to a face-to-face meeting with the Chair and, in addition, members complete an assessment of the Chair's performance to provide a 360° approach to the process. The Board noted that the appraisals and a summary report will be provided to AFBI Sponsor Branch and the report is timetabled to be presented to the AFBI Board in September. The AFBI Secretariat will provide all documentation to members and arrange appraisal meetings in due course.

**Sec**

## **17. Any Other Business**

### **17.1 Proposal for AFBI Open Day – Thursday 1 June 2017**

The Board considered the proposed arrangements for holding the Stakeholder Open Day at AFBI Hillsborough on Thursday 1 June 2017 and agreed the date, format and suggestions for keynote speaker. The Executive agreed to provide details of presentation topics in due course, along with an overarching theme for the day.

**Exec**

### **17.2 Sharepoint Issues**

In response to a query, the AFBI Secretariat reported that recent performance issues with Sharepoint had been resolved by ITAssist and agreed to investigate Board Members' security settings with respect to issues with functionality.

**Sec**

## **18. Review of Board Meeting Effectiveness**

The Board considered that it had held an effective meeting.

## **19. Date of Next AFBI Board Meeting**

The next AFBI Board workshop will be held on Tuesday 25 April 2017. The venue will be confirmed in due course.

The next AFBI Board meeting will be held on Tuesday 16 May 2017 at 10.00am in AFBI Hillsborough.

**20. Completion of Board Members' Terms of Office**

**ACTION**

Following the meeting, the Board and Executive took the opportunity to acknowledge the contributions made by Mrs Sarah Havlin, Mr David Lindsay, Mr Ken Millar, Prof Patrick Murphy and Dr Cecil McMurray who were attending their last Board meeting as they complete their terms of office on 31 March 2017. In presenting the retiring members with a memento to mark the occasion, the Chair and CEO sincerely thanked the members for their tremendous contributions over the past five years. On behalf of the outgoing members, Dr McMurray thanked the Board, Executive and all AFBI staff for their hard work and dedication and wished AFBI every success in the future.

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

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