

## Minutes of Seafish Board Meeting

Held at 09:00am on 22 November 2023 at Radisson Blu Hotel, Edinburgh

### Present:

Michael Sheldon (MS)	Seafish Board Chair
Jeffrey Halliwell (JH)	Seafish Board Deputy Chair
David Brooks (DB)	Seafish Board Member
Nigel Edwards (NE)	Seafish Board Member
Heather Jones (HJ)	Seafish Board Member
Mike Mitchell (MM)	Seafish Board Member
Linda Rosborough (LR)	Seafish Board Member
Nathan de Rozarieux (NR)	Seafish Board Member
Harry Wick (HW)	Seafish Board Member

### In attendance:

Jerry Percy (JP)	Sector Panel Chair
Michelle Jean Mullane (MM)	Board Apprentice
Marcus Coleman (MC)	CEO, Seafish
Aoife Martin (AM)	Director of Operations, Seafish
Kenneth McIntosh (KM)	Director of Finance, Seafish
Linsey Neill (LN)	Director of HR & IT, Seafish
Lynn Gilmore (LM)	Director of Communications and Engagement, Seafish
Colin Armstrong (CA)	DAERA (online for points 1-6)
Mary Jeavans (MJ)	Defra
Aileen Bearhop (AB)	ScotGov
Jo Walsh (JW)	Secretariat

### Welcome and Apologies

1. The Chair welcomed everyone to the meeting and highlighted attendance from government administrations; Aileen Bearhop from Scottish Government, Mary Jeavans from Defra (UK) and Colin Armstrong from DAERA (Northern Ireland). The Chair noted that this was MM's last meeting and there would be a new Board Apprentice starting in the new year. Apologies were received from Stuart Caborn, Graham Black, Rachel Muckle (Defra) and Gareth Bevington (Welsh Government).

### Declarations of Interest

2. Declarations of Interest were reviewed. There were no new interests raised. The Chair reminded the Board of competition law.

### Minutes of Previous Meeting(s)

3. The minutes of 27 September 2023 were approved as a true record.

## Action Tracker

4. The actions were reviewed, and the Board noted that:
  - a. There is an outstanding matter regarding Defra formally signing off the Framework Document. MJ said that they hope to have an update on this soon.
  - b. A proposal has been made to Defra for a Minister engagement opportunity.

## Devolved Administrations update and discussions

5. The administrations in attendance were invited to provide updates.
  - a. **Defra** - MJ said that Defra appreciate Seafish's work particularly on fisheries management plans (FMPs), the upscaling of new Economists in Defra and work in the area of horizon scanning. There have been real impacts in labour and trade work. MJ related Colin Faulkner's comments on a small haddock project and how Seafish have played an integral part in supporting industry collaboration and launching a high value project.  
**ACTION: NR asked for an update on the UK Seafood Fund and MJ took an action to report back.**  
New Board Appointments are progressing, and Defra are hoping to avoid any gaps between appointments, however MJ explained that not being quorate would not affect the Board's ability to make decisions. DB was concerned that not being quorate could leave the Board exposed and suggested industry members could be invited to attend meetings to give their perspective if needed. It was noted that the Board also needed to be mindful of having more independent than industry members and it was necessary to sign off reappointments before appointing new members. The Chair asked MJ to relay the Board's frustrations with the process and their concerns about exercising proper governance because of this.  
**ACTION: MJ to pass on the Board's concerns to the minister regarding the Board member appointment process.**
  - b. **ScotGov** - AB said that Scottish Government colleagues value and appreciate Seafish's work in safety and FMPs. HJ commented that Hannah Thompson's presentation on international trade illustrated excellent collaboration between Seafish and Scottish government. **ACTION: LG to share the presentation with AB.**
  - c. **DAERA** - CA said that DAERA appreciated Seafish's support particularly from the Regional Manager, Sally Chamberlain. Seafish have been working collaboratively with DAERA on FMPs and the fisheries sector part of their Climate Action Plan. DAERA's climate change committee recognise the challenges the fishing industry face.
6. HW observed that civil service colleagues are supportive of Seafish and hoped that their support with continue throughout the levy reform process. The Chair thanked administrations and CA left the meeting.

## Levy Reforms Progress

7. AM advised that an information note will be supplied to HM Treasury shortly and will be shared with the Board when finalised. The formal consultation response document, developed with DLA Piper, will be sent to administrations with a public release targeted around 7<sup>th</sup> December. JH emphasized the need for figures detailing the value provided. AM responded that this has been included but that some of the figures will be assumption based as the value of Seafish's work accrues to other organisations. HW, NE and MM all commented on the value of Seafish's work in

their industries and recounted examples of the difference it has made in their areas. MJ stated that ministers and stakeholders will want a clear indication of the value to be obtained from any levy reform.

8. LG briefed the Board on the communications plan. The formal response to consultation will be published externally on 7<sup>th</sup> December, and a narrative has been developed as a basis for internal and external communications.
9. The Board were encouraged by progress and thanked the Executive for their labours.

### **Financial Position: Year to Date & Budget Forecast**

10. KM advised that the top line levy income is trending ahead of budgeted. This is partly due to slightly higher than budgeted levy income, and also due to recent supermarket related 'windfalls'. There is a small overspend in IT due to improvements being made in that area. The Chair acknowledged the financial position is currently in good shape but that long term financial sustainability will hopefully be addressed through the levy reform.

### **Cash Reserves Policy**

11. The approach to cash reserves was discussed and it was noted that financials are continually monitored. Funded and unfunded elements of the WYPF payment schedule were discussed. KM said that unfunded payments are with WYPF until 31 March 2024 are they are working on a seamless transition to a new provider (XPS). The Board approved the proposed formula outlined in the policy.

### **Management Report**

12. MC updated that there had been a staff conference last week with the theme 'Let's Talk About Us'. Items covered were the Seafish governance ecosystem, staff diversity and inclusion survey results, and audience profiling. It was noted that Seafish are benchmarking strongly against other organisations and there is a desire from staff to have more regular get togethers.
13. He advised that Seafish staff were withdrawn from attending the trade show in China due to safety issues. There has been a lot of interest in the Seafood Emissions Profile Tool. The Seafood In Numbers ready reckoner will be available in the next few weeks. He said that a joint meeting with the MMO is in progress. Internal audit actions are progressing well. MC added that if levy reform is unsuccessful and external funding becomes unavailable then the financial position will be challenging.
14. DB encouraged Board members to join the industry discussion forums coordinated by Karen Green at Seafish. One item that was raised recently was the ILO188 Working in Fishing Convention. This international law requires anyone working on a fishing vessel in the UK to have a certificate of medical fitness. DB noted how the catching sector are struggling with this issue and asked how Seafish can support given the difficulties that fishermen are facing on obtaining these certificates. There was a lengthy discussion highlighting the impact this law has had on fishermen's mental health and livelihoods. AM responded that Seafish are providing support to fishermen through guidance, practical support, and reminders; they are also liaising regularly with the Maritime and Coastguard Agency (who enforce this law) to raise issues. AM also suggested that an economic impact analysis might be possible. **ACTION: AM to progress an economic impact analysis that the medical certificate requirement has had on the fishing fleet.**
15. LR enquired whether anything has been done in response to a recent langoustine campaign made by a Scottish charitable organisation. LG advised that a technical note has been circulated to stakeholders and further analysis is being undertaken.

## Sector Panel Review

16. The Chair introduced the item on the future of the Sector Panels and provided some context in relation to Board appointments. MC summarised recent discussions with Sector Panel Chairs and invited comments from the Board.
17. There was a consensus from Board members that:
  - a. The number of Sector Panels should be reduced to two.
  - b. The terms of appointments to the Panels will be given more consideration, allowing for flexibility when needed. A mapping exercise of stakeholders will assist Seafish to obtain adequate representation across industry areas.
  - c. The role of the panels should be clear and a process for feeding back to the Board defined.
  - d. The Sector Panel Chairs should be prominent people in their sector and would be invited to attend Board meetings.
  - e. The Panels should meet at least twice a year.
  - f. Remuneration of Sector Panel members should be revisited given that most meetings are now being held online.

**ACTION: MC to progress a revised Terms of Reference for the Sector Panels reflecting the recommendations from the Board.**

## Performance

18. **Quarter 2 Performance Report** - AM highlighted that an extra column has been added to the performance report as requested at the last Board meeting. NR observed that work outputs seemed to be backloaded towards the end of the financial year. AM advised that the Vessels of the Future Forum has been scaled back but work is ongoing through subcommittees.  
**ACTION: The Board requested cumulative results to be added to the report.**
19. **Dashboards** – NE commented that the HR & IT dashboard reports were positive and would like to hear more about multidirectional influencing. LN said that at the staff conference, results from the We Thrive engagement survey was presented (this looks at how employees feel and experience key aspects of work that contribute to productivity, wellbeing and engagement). Dedicated staff forum sessions will continue these conversations and conference feedback is being gathered. LN advised that a room in the Edinburgh office will be developed into a large meeting room to facilitate people bigger groups of people coming together. NR reviewed the HR dashboard and commented that staff turnover seems quite high. LN responded that there had been recent conversations at Audit and Risk Committee (ARC) and Remuneration Committee (RemCom) about this and key themes are being tackled such as career progression, however the job market is becoming increasingly competitive. AM added that new recruits have been excellent so turnover is not always negative.

## Board Effectiveness

20. The Chair summarised discussions held during Pre-Board on the Board Effectiveness survey. It was noted that, with one exception, all scores had improved year on year. This had been examined and their conclusion was that this was a natural trend due to improved understanding and experience. It had been noted that the survey was based on the National Audit Office model and some questions were not relevant to Seafish such whether there was a Senior Non-Executive Director, therefore there was a suggestion that this question should be removed in future surveys. There had been a discussion about the question on whether the Board has different

objectives to the organisation, and it was agreed that the Board may have additional objectives rather than different ones (e.g. board performance, engagement with Sector Panels) therefore it was agreed that the question should be rephrased. The Board had appetite to there being a Board 'Champion' allocated to each one of the themes in the Corporate / Annual Plan and the Executive were asked to give some thought to this. There had been a general discussion about reporting and there was a feeling that the Board could focus more on outputs rather than the process of performance reporting.

21. **ACTION: Executive to give some thought to the idea of Board champions and to note comments on questions for the next Board Effectiveness Survey.**

### Chairs Report

22. The Chair updated that the closed Pre-Board session on Board Effectiveness was useful and proposed doing this every year. He recently attended the NI Safety Forum and the Seafish Northern Ireland Advisory Committee (SNIAC). There was a discussion on the dynamics and variations with industry engagement at each of the Advisory Committees. The Chair attended the Board Apprentice Launch Event for the 2024 cohort and met Seafish's new apprentice. The Board agreed that the scheme was a valuable endeavour. The Chair added that he will be writing an introductory letter to the new Secretary of State.

**ACTION: JW to add Closed Pre-Board Session on Board Effectiveness to the Forward Plan.**

### Committee and Sector Panel Insights

23. **ARC** - DB updated that ARC had discussed outstanding audit actions and held a deep dive on IT risks. There were no issues to report to the Board. He added that ARC members are invited to a meeting with the Levy Team on 29<sup>th</sup> November to gain a better understanding of this work area.

**Update on Internal Audit Arrangements** - Following on from a query at the last Board meeting regarding the terms of engagement with Internal Auditors, this matter has been explored and a proposal made on future arrangements. The Board supported the proposal outlined in the paper. **ACTION: KM to progress IA arrangements as agreed.**

24. **RemCom** - JH opened a discussion on board skills development. It was agreed that Board members would find value in undertaking the same ED&I survey as staff and that training on ED&I would be useful. LN advised that the staff survey results will be taken to RemCom.

**ACTION: LN to take proposal to RemCom on EDI training and to circulate the diversity survey to the Board. JW to amend the RemCom minutes to include attendance from MM.**

### Forward Plan

25. The Forward Plan was reviewed, and it was agreed that the November 2024 meeting should be convened in London. A stakeholder engagement event will be held at Peterhead in May and at Grimsby in March.

### AOB

26. Nothing to note.

### Dates of Future Meetings

27. Future meetings discussed under Forward Plan item.

### Close

28. The Chair thanked administrations for their attendance and the meeting closed at 1:33pm.