

<b>Forth Green Freeport Governance Board #1</b>
<b>2p.m. to 4p.m</b>
<b>15 December 2023</b>
<b>RM G33, The Foundry, 4 Central Boulevard, Central Park, Larbert, FK5 4RU</b>
<b>Meeting Minutes</b>

Board Members in Attendance:		Other Attendees:	
Dame Susan Rice DBE	Chair	Laura McIntyre	PMO / Secretariate
Stuart Wallace	Forth Ports	Eilidh Callum	PMO- Minute taker
Amanda Templeman	Falkirk Council	Colin Pritchard	INEOS, Proxy for Andrew Gardner
Malcolm Bennie	Falkirk Council	Paul Kettrick	Falkirk Council
Councillor Alan Nimmo	Falkirk Council	Diane Wilson (Online)	UK Government
Sean Donaldson (Online)	Babcock Rosyth	Carol Connely	Fife Council
Paul Lawrence	City Of Edinburgh Council	Pamela Smyth	Forth Ports
Councillor Cammy Day	City Of Edinburgh Council	William McAllister (Online)	Scarborough Muir
Brigadier Andy Muddiman	Royal Navy & MOD	Pamela Stevenson	Fife Council
Ronald Muir (Online)	Scarborough Muir Group	Apologies:	
		Andrew Gardner	INEOS
		Ken Gourlay	Fife Council
		Ben Jones	Scottish Government

## Meeting Minutes

No.	Agenda Item	Summary Of Discussion	Actions
1	Welcome and Introductions	<ul style="list-style-type: none"> <li>• Introductions given, apologies noted, and any proxies and observers welcomed.</li> <li>• It was noted that Nicola Dowrick from UK Government has moved on and will be replaced by Diane ( Di) Wilson.</li> </ul>	
2	Governance	<ul style="list-style-type: none"> <li>• Chair asked the Interim Board if they agree to step down, all agreed and interim board stepped down.</li> <li>• Each member was invited to join the Forth Green Freeport Governance Board, all agreed and the Green Freeport Governance Board convened the inaugural meeting.</li> </ul>	

3	Report from Chair of Steering Group	<ul style="list-style-type: none"> <li>• An update presentation was given by Chair of Steering Group (SW) on progress to date.</li> <li>• OBC Submitted and while no feedback from Government at this stage, we expect formal feedback mid Jan.</li> <li>• At this stage it is anticipated that the tax sites will go live based on approval of the OBC not FBC. As such by the end of Q1 we expect to be a designated and live tax site.</li> <li>• While tax site status can be granted on OBC , seed capital funding cannot be granted until FBC approval (anticipated in summer)</li> <li>• The update also noted that FWB Park Brown are appointed to find a CEO for the OpCo and a number of staff for 2024 start.</li> <li>• Work on legal structure of OpCO, Articles etc is well underway with our legal team at Brodies.</li> <li>• We need to work on how we will transition from a steering group to OpCo Board, many of the working groups will become sub committees of this board and these will include a wider group of people for example neighbouring local authorities. It is likely that we will need two or three more steering group sessions before stepping down the steering group.</li> <li>• Several members of the Governance Board stressed the need to work more on messaging to overcome the somewhat negative perceptions of a freeport such a “tax haven”. This will be a further topic at the January steering group workshop session.</li> <li>• Presentation Slides in minutes pack.</li> </ul>	<p>Transition Workshop session with working groups leads to be held on 15<sup>th</sup> Jan.</p> <p><b>PMO</b></p>
4	Remuneration and Recruitment policy	<ul style="list-style-type: none"> <li>• PMO/Secretariate presented remuneration and recruitment policy for agreement. Whist the majority of members were in agreement, there are some necessary</li> </ul>	

		<p>revisions to be made by the PMO for full agreement.</p> <ul style="list-style-type: none"> <li>• Comment was submitted to the PMO requesting that wording needed clarified and or amended in the CEO description.</li> <li>• Several comments and queries expressed in relation to grading/salary scales and permanency ( fixed term or permanent) as well as concerns regarding public sector salary offerings for what will be a private company. We do not envisage these roles to be fixed term, they will be a permanent position with a finite amount of time. We are mindful that we may need to factor in redundancies etc. when the company winds up but this is potentially 10 years away</li> <li>• With regards to appointment of CEO, further concern was expressed over whether the interview panel would be public or private sector led. It was agreed that two public sector and 2 private sector panellists would be ideal, however dependent on diary availability.</li> <li>• Concern was raised in relation to admin support needs but it was highlighted that there is PMO resource within the budget for admin support.</li> </ul>	<p>Any board member with comments in relation to CEO role to provide to PMO (copy in Chair) by Friday 23<sup>rd</sup> Dec.</p> <p><b>Board</b></p> <p><b>PMO</b> to work with FWB to ensure short list meets board preferences.</p>
5	Issues for the Board	<ul style="list-style-type: none"> <li>• Action List (see agenda) discussed. All matters in hand and progressing.</li> <li>• TOR agreed by all members except the point raised by SD to PMO. Once amended, there will be full agreement.</li> <li>• It was noted that the risk register was prepared for submission of the OBC not for the purposes of Governance Board, going forward a more dynamic risk register is required that presents the highest risks to the board.</li> </ul>	<p>Amend TOR <b>PMO</b></p> <p>Risk register review at workshop with new layout /presentation for Governance Board <b>PMO</b></p>

6	Any other Business	<ul style="list-style-type: none"> <li>• Cllr Day asked about the progress/process for appointing w workers/trade union rep to the board. It was agreed that the board will take a proactive role and write to STUC.</li> <li>• It was noted that there is the possibility of a general election and this could impact on FBC approval, therefore it is necessary to get FBC approval asap, by the end of Summer/ early autumn at the latest.</li> <li>• The board strives to be as transparent as possible but there is a need for FGF published protocol in relation to Governance Board minutes and commercially sensitive information.</li> </ul>	<p>Letter from <b>Chair</b></p> <p>Protocol to be created and presented to board at next meeting.</p> <p>Issue existing MOU to elected members on the Board for their information.</p> <p><b>PMO</b></p>
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Action List			Progress
Task	Date	By	
Firm up the legal agreements for Tax site beneficiaries.	FBC submission	SW/ LMcl/EL	TBC
Make progress on Customs Site	FBC submission	SW/EL	TBC
Apply for 2nd tranche of RDEL funding	31 Dec 2023	LMcl	started
Recruit CEO	31 March 2024	SW/ SR	started
Set up Company (TopCo)	31 March 2024	Board	started
Set up subsidiary company (OpCo)	31 March 2024	CEO	started
Set up 5 x Sub-committees	31 March 2024	Board	started
Induction training for Board	31/ 03/2024	LMcl	started
5 year business and financial plan	30 June 2024	CEO	TBC
Step Down Steering Group	30 June 2024	Board	TBC

Decision Making Timetable			Progress
Date	Forum	Ask	
Prior to #2 Board Meeting	Steering Group	Steering Group/ Fair Work Group to identify workers representative for the Board.	TBC
January 2024	Fife Council Cabinet Committee	Report to committee	TBC
June 2024	Board	Board to approve 5 year business and financial plan	