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**Minutes of a Link Scheme Ltd (the “Company”) Board Meeting****Held on Thursday 5<sup>th</sup> May 2022 at 12.15 (Redacted on Confidential Grounds)****Present:**

Sir Mark Boleat – Chairman  
Chris Davis  
John Gill  
Tracey Graham  
John Howells  
Lord David Hunt  
Bill Raynal  
David Rigney

**Apologies:**

None

**In Attendance:****LINK Scheme Executive**

Deanne Clifton  
Mike Knight  
Graham Mott  
Adrian Roberts  
Tom Sleight  
Sue Wallace

**LINK Meeting Secretariat**

Michelle Maple

**Independent Audit**

Adrian McCarthy

**1. Welcome and Conflict of Interest Declarations**

The Chair welcomed Board Directors and members in attendance to the meeting.

The Chair reminded the Directors of their obligations under the Companies Act 2006 (CA2006), together with the Articles of Association of the Company, to declare the nature and extent of their interests (whether direct or indirect) in a situation in which he/she has, or can have, a direct or indirect interest that conflicts, or possibly may conflict, with the interests of the Company.

As required by section 175 of the CA2006 and the Company’s Articles, each Director (as applicable) confirmed and declared the nature and extent of his/her interest (whether direct or indirect) in accordance with section 175 of the Act and the Articles (the Conflicted Directors).

Chris Davis declared his position as Partner in Kyndryl

(Redacted on Confidential Grounds)

Tracey Graham declared her recent appointment as Non-Executive Director of Close Brothers Bank.

The Board noted these declarations and agreed that none currently represented a conflict of interest.

## **2. Minutes of the Previous Board Meetings and Matters Arising**

It was noted that the minutes of the meeting held on 19<sup>th</sup> June 2019 had been approved via e-mail, with all actions having been completed or included as an agenda item for this or future meetings. There were no matters arising.

## **3. Resignation of Liz Richards as Non-Executive Director**

The Board noted that Liz Richards had resigned as a Non-Executive Director of Link Scheme Ltd and that her appointment terminated on 31<sup>st</sup> December 2021.

## **4. Updates to the LSL Authorisation Matrix**

The Board reviewed minor changes to the Authorisation Matrix to correct a number of anomalies and to state that Authorisation Limits are exclusive of VAT.

**DECISION: The Board approved the changes to the LSL Authorisation Matrix.**

## **5. Changes to the Community Cash Advisory Panel and Additional Documentation**

The Board reviewed the proposed amendments to the Participating Provisions specific to the establishment of the Community Cash Advisory Panel, its Terms of Reference and Engagement Agreements for the Chair and Panel members.

**DECISION: The Board approved the proposed Community Cash Advisory Panel amendments and documentation.**

## **6. Noting E-mail Approvals**

The Board noted the e-mail approvals listed.

## **7. Any Other Business**

There was no further business.

## **8. Next Meeting**

The next Board meeting will be held in May 2023, unless a meeting is required by exception.