



**Minutes of Items 2 and 3 of the agenda of an update meeting
of the Directors of Hybu Cig Cymru (HCC) held at 9.30am via Microsoft Teams on
Thursday 8 June 2023**

Present: Cath Smith (Chair)
John T Davies, Jack Evershed, Hugh Hesketh-Evans, Mike Humphreys,
Prys Morgan, Emlyn Roberts, Caroline Sanger-Davies and
Vicki Spencer-Francis

By invitation: Maria Richards, Welsh Government (first part of meeting)

**Executive
in attendance:** Gwyn Howells (Chief Executive Officer - CEO)
Julie Davies-Jones (Secretariat)
Rachael Madeley-Davies (Head of Sustainability and Future Policy)
Bryan Regan (Head of Finance and Corporate Governance)

1. **Apologies**

Apologies were noted from Board Members Gareth Wynn Davies and Rhys Davies and Laura Pickup (Head of Strategic Marketing and Connections).

Formal part of meeting

2. **Committees of the Board – summary of discussions from 4 May 2023 Board meeting (Attachment 1)**

The above was taken as read and approved by the Board.

3. **To approve the Terms of Reference for the following:**

- *HCC Audit and Risk Committee (Attachment 2)*

The above was taken as read and approved by the Board.

- *HCC Remuneration Committee (Attachment 3)*

The above was taken as read and approved by the Board.

- *Draft HCC Sustainable and Innovation and Research Group (Attachment 4)*

The above was taken as read and presented by the Head of Sustainability and Future Policy.

Following discussion and clarification on points raised, the Board approved the draft Terms of Reference.

Next steps:

- Consideration to be given to Committee Members to serve on the Committees from Board representation and externally.
- It was agreed that going forward and for ease of reference, that all Terms of Reference documents would be copied controlled to include version number and date last modified. This was noted by the Executive.
- Update to be given to the Board at the 6 July 2023 Board meeting.

Action: Chair / Executive

Signed.....
Chair of HCC