

Pay. UK Limited**Minutes of a meeting of the Board of Directors held on 06.02.2020**

Directors	Attendees
Melanie Johnson (MJ), Independent Chair	Kate Frankish (KF), Director of Standards & Strategy
Richard Anderson (RA), INED – by phone	Toby Sheldon (TS), Director of Communications
Christine Ashton (CA), INED	Joe Johnson (JJ), General Counsel
Tim Fitzpatrick (TF), INED – by phone	Dave McPhee (DM), Director of Regulatory Engagement & Policy
Paul Horlock (PH), CEO	Tim Everest (TE), CSO
Matthew Hunt (MH), COO	Helen Hunter-Jones (HHJ), CRO
Nathalie Oestmann (NO), NED	Mike Owen (MO), Interim Director of NPA
Jean-Yves Rotté-Geoffroy (JY), INED	Dan Smith (DS), Head of Procurement – by phone
	Phil Hart (PHa), Director of Internal Audit
Apologies	Steve Carter (SC). KPMG
Anna Bradley (AB), INED	Grace Dalley (GD), Company Secretary
Russell Saunders (RSA), NED	David Gilbert (DG), Company Secretary
Rob Stansbury (RST), Senior INED	
Peter Wyman (PW), INED	

20/13 Opening Business

Quorum – The Chair opened the meeting and noted that a quorum was present in accordance with the Company’s Articles of Association.

Conflicts of Interest – Each Director present confirmed that they had no direct or indirect interest in any way in the proposed transactions to be considered at the meeting which they were required by section 177 of the Companies Act 2006 and the Company’s Articles of Association to disclose.

20/14 NPA Discussion

MJ noted that the Board meeting had been convened to consider a recommendation from the NPA Programme Committee. It was noted that the NPA Programme Committee had met immediately prior to the Board meeting to consider its strategic approach to the NPA Procurement.

The Board considered the recommendation and noted the robust process that had been followed and that there was unanimous consensus amongst the NPA Programme Committee and the senior leadership team as to the approach to be adopted.

After discussion and initial reflection on the proposal, it was agreed that the matter be deferred for decision to the Board meeting on 12 February 2020 to enable the Board to consider the matter more fully.

There being no further business, the Chair declared the meeting closed.

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Chair