

Meeting NINE
of the

Directors of The Promise Scotland (SC693269)

11th May 2023 from 13.30 – 17.00

at The Promise Scotland, South Charlotte Street, Edinburgh and on Teams

Attendees - Directors

Fiona Duncan (FD)	Chair
David Garbutt (DG)	Director
Fraser McKinlay (FMK)	Director and Chief Executive
Jackie Brock (JB)	Director
Jim Savege (JS)	Director
Philip Rycroft (PR)	Director
Sally Loudon (SL)	Director
Victoria Underwood (VU)	Director

Apologies

Anna Black (AB)	Director
-----------------	----------

In attendance – Item 9 - Scottish Government, representing the Member

John-Paul Marks	Permanent Secretary
Gavin Henderson	Deputy Director Keeping the Promise

In attendance – The Promise Scotland

Gillian Sinclair (GS)	EA & Governance Co-ordinator
Morag Burnett (MB)	Head of Governance and Operations

13.30 -13.35 Item 1. Welcome, introductions, apologies and purpose of meeting

FD welcomed Directors of The Promise Scotland to the first meeting in the office, noting its purpose was to finalise the core corporate documents as well as a session with the Permanent Secretary of the Scottish Government.

Apologies were noted from Anna Black, who will be on family friendly leave until autumn.

**13.35 – 13.50 Item 2. Minutes and action log
Paper 1**

The minute of Meeting EIGHT held on the 24th February 2023, was approved as correct. All items on the action log are either covered in the agenda, on the agenda for future meetings, on track or complete.

In keeping with the agreed governance principles (independence – assurance – proportionate – transparent) Directors were asked by FD if they would be willing to approve committee minutes at Directors meetings. This would avoid any delay between committee meetings, and allow the committee minutes to go into the public domain swiftly.

FD presented the draft minute of the Audit and Risk Committee dated 21st April 2023, included in the meeting pack for approval. VU and SL both agreed to approve the content of the minutes of meeting.

MB confirmed the Finance Committee approved the content of the minutes of meeting dated 2nd February 2023 via email.

All sets of approved committee minutes will be published on the web.

Feedback on the design and flow of the meeting pack was requested to allow any adapts to be made.

Appointment of Auditor

FMK and MB gave a verbal update on the appointment of an auditor. MB will forward recommendations to the Audit and Risk Committee after the tender deadline on 12th May.

13.50-13.55 Item 3. Declarations of Interest

There were no interests to declare in relation to the business of the meeting.

13.55-14:10 Item 4. Quarter 4 Progress Report Papers 2 and 2a

FD invited Directors to give feedback on Papers 2 and 2a, which were at final draft stage. Directors to advise by Friday 19th May that they are content with the Quarter 4 Progress Report being submitted to the Scottish Government.

14:10-15:10 Item 5. Work programme and budget Papers 3, 3a and 3b

Directors thanked the team for clear and precise draft corporate documents ‘Strategy and Rolling Work Plan 2023-24’, ‘Communications Framework 2023-24’ and ‘Outcomes Map and Success Criteria’ and offered feedback.

Directors delegated sign-off the ‘Strategy and Rolling Work Plan 2023-24’ to FMK in his role as CEO, ready for publication in June 2023.

Directors committed to publishing a review of work carried out by The Promise Scotland team during 2022/23 with the aim of publication in June 2023. A timetable will be circulated for sign off by email.

15:25-15:35 **Item 6.** **Board Effectiveness**
Paper 4

FD presented Paper 4.

Directors confirmed it captured the activities discussed during the series of one-to-one meetings that had taken place at the beginning of the year. A summary of the conversations was tabled and it was noted all the content had been incorporate into the governance and operational work of The Promise Scotland.

It was agreed to schedule a full Board Effectiveness Review for spring 2024 to aligns with the Strategy and Rolling Work Plan, and use an external facilitator.

MB confirmed that 'induction videos' were on the Directors' SharePoint portal and will ensure all Directors have ease of access.

15:35-15:40 **Item 7.** **Forward Plan**
Paper 5

Directors considered Paper 5.

The Promise Scotland and The Promise Oversight Board share the same vision - Scotland #KeepThePromise by 2030, have different roles and responsibilities. As agreed late last year, the process to replace Fiona Duncan as Chair of The Promise Scotland Oversight Board is underway, and she will remain as Chair of the Directors of The Promise Scotland.

The Directors and the Board will have a joint meeting on 31st August 2023 at The Promise Scotland's offices, focussing on how to draw on collective strengths, skills and experience to ensure their activities complement each other. The conclusion will inform the Service Level Agreement between the two.

Director will have a Strategy Day in spring 2024.

The Forward Plan will be updated to reflect the discussion.

15:40-15:50 **Item 8.** **AOB**

JS gave an update to the Directors on actions by Local Authorities. It was agreed that the Improvement Service should be invited to give a formal update.

DG raised that there is good work taking place across Scotland making a contribution to #KeepThePromise, such as the 'Trauma-informed justice knowledge and skills framework'. He asked how this should be acknowledged and communicated by The Promise Scotland. A further discussion will take place with The Promise Scotland Public Affairs team.

16:00 – 17.00

Item 9.

Joint Session with the Member
Paper 6

No minutes were taken for Item 9 discussion.