

Meeting TEN
of the
Directors of The Promise Scotland (SC693269)
11th August 2023 from 10.00 – 13.00
at The Promise Scotland, South Charlotte Street, Edinburgh and on Teams

Attendees - Directors

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

Apologies

Anna Black (AB)	Director
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In attendance – The Promise Scotland

Fiona McFarlane (FM)	Head of Public Affairs (Item 7)
Gillian Sinclair (GS)	EA & Governance Co-ordinator
Morag Burnett (MB)	Head of Governance and Operations

10.00 – 10.05 Item 1. Welcome, introductions, apologies and purpose of meeting

FD welcomed Directors of The Promise Scotland to the meeting.

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

No topics were suggested for the white space discussion and therefore the agenda was structured to allow this item to take place at the end of the meeting. The Chair welcomed any potential discussion to be noted for this item.

**10.05 – 10.10 Item 2. Minutes and action log
Paper 1**

The minute of Meeting NINE held on the 11th May 2023, was approved as correct. All items on the action log are either covered in the agenda, on an agenda for future meetings, on track or complete.

FD noted that, as The Promise Oversight Board is in the process of reorganising how they approach their reporting task, postponing the joint meeting planned for 31st August (as

minuted in meeting NINE) until later in the autumn would be beneficial. Directors noted their ongoing keenness to meet The Promise Oversight Board.

FMK gave a verbal update on the published 'Strategy Work Programme and Annual Review' that was launched on The Promise website on 10th August 2023. The Directors thanked the team for their efforts.

1010 – 10.15 Item 3. Declarations of Interest

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

10.15 – 10.25 Item 4. Resignation and appointment

Sally Loudon left COSLA on 30th June and officially resigned as a Director to The Promise Scotland on the 11th July 2023. Companies House has been updated accordingly.

Jane O'Donnell the incoming CEO is proposed to take over the role of Director at The Promise Scotland as per the process of appointment discussed and agreed by the Directors on the 29th August 2022. On this premise, all agreed to pass a resolution to appoint Jane O'Donnell to The Promise Scotland Board of Directors.

A reminder that all Directors are accountable to The Promise Scotland and do not represent any other organisation in their meetings.

Jane will be inducted on the 7th September 2023 by The Chair and members of The Promise Scotland team.

**10.25 – 10.50 Item 5. Strategic Risk Register
Paper 2**

FMK thanked Directors for their feedback following the in-depth discussion on risk categories and risk appetite in Meeting EIGHT in February 2023. The strategic risk register was subsequently considered in detail by the Audit and Risk Committee in April 2023.

It was agreed by the Directors that the version of the strategic risk register in the meeting pack should be version 0. FMK asked the Directors to consider the scores and mitigating actions in the risk register and identify any specific issues they would like him to consider in the short term or the audit and risk committee to consider in more detail in October.

- VU confirmed preference to discuss further at the Audit and Risk Committee but requested 'Cyber security be added to the risk register. FMK to action.
- FMK noted that much of the scoring reflected that The Promise Scotland is a new organisation and reassured the Board that there would be more amber/green in the risk register by October and a noticeable shift within the next six to twelve months.

- FD noted that The Promise Oversight Board would be considering their risk register at their meeting in August and with their agreement should be included in the next Audit and Risk Committee papers for discussion.
- PR agreed to assist FD with the development of an accountability framework that she is undertaking as part of the work on Plan 24 – 30.

10.50 – 11.15

Item 6.

Quarter 1 Progress Report
Papers 3 and 3a

The Directors discussed Quarter 1 Progress Report and approved it for submission to the Scottish Government. MB to continue to evolve the report for the rest of the year, ensuring clear accounting for performance against plan whilst progressing the work on contribution to outcomes in the 'system'.

Directors discussed collective accountability for keeping the promise and will be updated on the work The Promise Scotland is doing around a simplified governance landscape in November.

11.25 – 12.00

Item 7.

Communications and Engagement
Paper 4

FMK reminded Directors an update on communications activity was requested in Meeting NINE in May 2023 and introduced Fi McFarlane – Head of Public Affairs to the meeting.

Directors thanked FMcF for an excellent paper and discussed various aspects of The Promise Scotland communications and engagement work. FMcF clarified The Promise Scotland's policy on not commenting on individual cases publicly. The Promise Scotland's role is supporting and advocating, comments will only be made on core business and policy matters. There was a discussion around how Directors might be more involved in supporting the team when more complex and nuanced communications issues arise.

Regular updates on Communications and Engagements were welcomed by the Directors. Directors agreed to future 'deep dives' on strands of The Promise Scotland Strategic Work Programme on a rolling basis.

12.00 – 12.15

Item 8

Forward Plan
Paper 5

- The joint meeting with The Promise Oversight Board and The Promise Scotland Directors will be rescheduled with Director's preference for no later than the autumn.
- An optional session on the work to develop Plan 24-30 and all related aspects on poverty and workforce will be arranged.
- Agenda item on the development of The Promise Scotland Bill will be added.

12.15 – 12.45

Item 9.

White Space

No minutes were taken for Item 9 discussion.

12.45 – 13.00

Item 10

Any other business

- FMK to provide a staffing update to the Directors when new appointments are being advertised and filled.
- The Promise Scotland Audit starts on Monday 21st August. The Audit and Risk committee will meet with the auditors in October.