

Audit and Risk Committee
of the
Directors of The Promise Scotland (SC693269)
on Wednesday 24th April 2024 at 10.00 – 11.30
at The Promise Scotland, South Charlotte Street, Edinburgh

Draft MINUTE

Attendees - Directors

Fiona Duncan	Committee Chair (Interim)
Jane O'Donnell	Director
Victoria Underwood	Committee Chair (Designate)

Apologies

Anna Black	Director
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In attendance

Asima Hussain (AH)	Finance and Central Services Delivery Manager
Fraser McKinlay (FMK)	Director and Chief Executive
Gillian Sinclair	EA and Governance Co-ordinator (minutes)
Mhairi Glen	Senior Finance and HR Officer
Morag Burnett (MB)	Head of Governance and Operations

10:00 – 10:05 Item 1. Welcome, apologies and purpose of meeting

Fiona Duncan (FD) welcomed the Committee as interim chair and invited Victoria Underwood (VU), chair designate to take the Chair role. VU was confirmed as Chair of the Audit and Risk Committee and took over the running of the meeting.

VU thanked FD for covering during her maternity leave.

Anna Black (AB) sent her apologies for this meeting. AB has confirmed she will return from her period of leave and attend the Directors Strategy Day on the 23rd of May.

The purpose of this meeting is to discuss the risk register, cyber security and receive an Auditor General update.

10:05 – 10:10 Item 2. Declarations of interests

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

10:10 – 10.20 Item 3. Minutes and matters arising
Paper 1

The minutes of the meeting were approved at The Promise Scotland Directors Meeting ELEVEN, on the 10th November 2023. For the purpose of this meeting VU went through the minute page by page and confirmed the actions were complete and there were no matters arising.

10.20 – 11:00 Item 4. The Promise Scotland Strategic Risk Register
Paper 2

Morag Burnet (MB) introduced Paper 2 - The Promise Scotland Strategic Risk Register and reminded the committee any changes agreed today would be taken to the Directors meeting in May for final approval.

The committee welcomed the decrease in overall risks and noted that the risks that have decreased are internal.

The Promise Scotland have not received a signed grant letter from Scottish Government for this financial year, causing an increase to Risk Fin02. The committee discussed the implications of this on planned work. The committee discussed the risk of this happening yearly which could significantly impact outcomes for 2030.

It was agreed that FD will discuss with senior government in the coming weeks if there is still a delay in the grant agreement and first grant drawdown.

The Audit & Risk Committee will continue to discuss how to minimise this risk for future years. It was agreed to consider writing to the Scottish Government in six months' time to ensure the grant letter is not delayed in 2025.

FMK will inform Directors at the next full board meeting in May to what extent the delay in confirmed funding has slowed planned work.

MB alerted the committee members to Fiona Duncan's contract as Independent Strategic Advisor ends in May 2025. All agreed that this should be reflected in the Risk Register in a new line. It should also be noted that this role should be decoupled from the Chair of the Directors role and risk G01 reworded to reflect this. FMK will do a paper for discussion for the May Directors meeting.

The Committee recognises the current volatile political climate, particularly with the General Election before 2025 and the Scottish Government Election in 2026. The committee discussed maintaining external commitment to delivery of the promise, and the importance of maintaining cross-party support and public perception amidst political changes.

The committee agreed the importance of consistent messaging to emphasise commitment and progress. This will be taken to the full Board of Directors in May for further discussion and to link in with the medium and long term glidepath, also to add a discussion to the joint meeting agenda with The Oversight Board.

MB to amend risk ED04 in italics for further input from The Directors in the May meeting.

11:00 – 11:30 Item 5. Cyber Security Update
Paper 3

Asima Hussein (AH) and Mhairi Glen (MG) joined the meeting. AH presented the paper and AH and MG talked through Cyber Security measures.

The committee were impressed with the work that had been carried out so far and happy with the proposed next steps.

11.30 - 11.45 Item 6. Auditor General update

FMK presented a paper on Item. 6 to highlight that Audit Scotland and Accounts Commission will be carrying out a joint briefing on 'care experienced children and young people'. FMK confirmed a briefing is not under any legislation so it will be less in depth but quicker than a statutory audit report, however with rigorous standards. FMK will update the Directors in the November board with a plan for engagement.

11.45 – 11.55 Item 7. Any other business

Next meeting (with financial auditor) is on the 31st October 2024.

There were no other points to discuss.