

Meeting THIRTEEN
of the
Directors of The Promise Scotland (SC693269)
on Thursday 23rd May 2024 at 12.30-13.30
at The Promise Scotland, South Charlotte Street, Edinburgh

Attendees - Directors

Fiona Duncan (FD)	Chair
Anna Black (AB)	Director
Fraser McKinlay (FMK)	Director and Chief Executive
Jane O'Donnell	Director
Jim Savege (JS)	Director
Philip Rycroft (PR)	Director
Victoria Underwood (VU)	Director

Apologies

David Garbutt (DG)	Director
Jackie Brock (JB)	Director

In attendance – The Promise Scotland

Morag Burnett (MB)	Head of Governance and Operations (minutes)
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12.30 – 12.35 Item 1 Welcome, introductions, apologies and purpose of meeting

Fiona Duncan (FD) welcomed Directors of The Promise Scotland to the meeting. Apologies were received from David Garbutt and Jackie Brock. Anna Black was welcomed back to the Board after her planned leave.

12.35 – 12.40 Item 2 Minutes and action log

The minute of Meeting TWELVE held on 29th February 2024 was approved as correct. No questions were raised about the actions, and it was noted that all items on the log were either covered in the agenda, on the forward plan for a future agenda, on track, or complete.

Directors discussed the Board Effectiveness Review and asked for the scope to be kept focussed and sharp. It was agreed that it would be carried out in time to be reported to Directors in their meeting in November.

12.40 – 12.45 Item 3. Declarations of interest

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

12.45 – 13.00 Item 4. Quarter 4 reporting & management accounts

Fraser McKinlay (FMK) presented the Quarter 4 report for period January to March 2024.

Directors asked for further details regarding the progress of the Hearings System Working Group and commented on the need for improvement activity to be sustained during a lengthy legislative process. The role of The Promise Scotland during this process was discussed.

Directors discussed the forthcoming Promise Bill and its potential purpose and scope. Views were expressed that a sharply focussed bill would be helpful.

Directors also asked for clarification on next steps with the Pinky Promise Design School. FMK explained that the current blockage was funding and that he was continuing to look at various options for this.

Directors requested that future reports demonstrate achievements, as well as process, to provide assurance of progress to them and to external stakeholders. It was agreed that a brief cover paper will be added. FMK welcomed this suggestion and reminded Directors that the Annual Review for 2023-24 be published in June, following Director sign off.

MB introduced the financial report and confirmed that The Promise Scotland is now in receipt of the grant offer letter from the Scottish Government for 2024-25.

Directors approved the 2023/24 Q4 reporting & management accounts for submission to the Scottish Government.

13.00 – 13.20 Item 5 Strategic Risk Register

The draft minute of the meeting of the Audit & Risk Committee held on 24th April 2024 was approved. Vicky Underwood (VU), Committee Chair, introduced Paper 3 and drew Directors' attention to areas that the Committee wished to highlight.

Directors discussed the Ministerial appointment of FD that covers both Chair of The Promise Scotland and Independent Strategic Advisor. Directors discussed their governance interest and agreed the inclusion of this as a risk under governance (risk G01).

Directors requested that the risk around grant be reduced again now that the agreement letter has been received.

13.20 – 13.30 Item 6. Forward Plan and any other business

The forward plan was discussed, and it was agreed to add a deep dive on the Promise Bill and work updates from the team (including communications and engagement) to the August agenda.

November will be the company AGM (with the auditor and the Member). The subsequent business meeting will include items on the glide path; engagement with the Auditor General; and feedback from the Board Effectiveness Review.