# Meeting TWENTY
of the
# Directors of The Promise Scotland (SC693269)
on Tuesday 3rd March 2026 from 13.30-16:00
at The Promise Scotland, South Charlotte Street, Edinburgh

## Approved Minutes

**Attendees – Directors:**

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| Fiona Duncan (FD) | Chair |
| Anna Matthews (AM) | Director |
| David Garbutt (DG) | Director |
| Jim Savege (JS) | Director |
| Jane O'Donnell (JOD) | Director |
| Philip Rycroft (PR) | Director |
| Victoria Underwood (VU) | Director |

**Apologies:**

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| Fraser McKinlay (FMK) | Director and Chief Executive |

**In attendance – The Promise Scotland:**

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| Claire Burns (CB) | Head of Improvement |
| Morag Burnett (MB) | Head of Strategy & Governance |
| Gillian Graham (GG) | Executive Assistant and Governance Coordinator (minutes) |

### 1. Welcome, introductions, apologies and purpose of meeting
Fiona Duncan (FD) welcomed the Board to the meeting and noted apologies from Fraser McKinlay (FMK). Claire Burns (CB), Head of Improvement, joined the meeting and alongside Morag Burnett (MB), was present to respond to any queries or comments from Directors.

It was agreed that, in addition to the standing agenda items, the purpose of the meeting was to agree the budget for submission to the Scottish Government and to address governance actions.

### 2. Minutes and action log
The minutes of Meeting NINETEEN (25 November) were approved as accurate. The Chair took Directors through the action log, and it was agreed that the actions incorporated into standing agenda items would be removed. All other actions were noted as on the agenda for Meeting TWENTY, on track, or to be addressed.

### 3. Declarations of interest
No declarations of interest relevant to the business of the meeting were received.

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## 4. Quarter Three reporting & management accounts

MB and CB presented the Quarter Three report and gave an update covering the period October to December 2025. Directors were reminded that the report serves several purposes, including reporting to the Scottish Government, with level and type content designed accordingly. MB and CB drew attention to several key highlights and invited comment and discussion:

- The end of Quarter Three was particularly busy, with the updating and publication of 25 route maps on the Plan 24-30 website and the first full iteration of The Story of Progress. It was noted that both were on schedule, despite external obstacles that meant delivery varied from the original plan.

Directors agreed that before the Quarter Three report is submitted to government, the narrative accompanying the Programme of Work RAG status is updated by MB to be explicit about the barriers faced that resulted in the amber rating.

- Good progress has been made on the Doing Data Differently work with the Data Map going live, enabling organisations to log in and make use of the information. A key focus for 2026 will be supporting organisations to maximise their use the Data Map with the aim of widening engagement over the coming months.

Directors requested a dedicated session on the Data Map. CB will organise this.

- Directors discussed how best to balance their evaluation of activity whilst maintaining a focus on the key strategic questions that will define the organisation's future Strategic Work Programme.

Directors for a short 'strategic scope' provocation paper to be produced for the next meeting. MB will lead on this.

## 5. Governance

MB thanked the Directors she had met with to discuss recruitment.  As David Garbutt retires from NES, he advised Directors make an approach to the NHS Chief Executives Group for his replacement. This was agreed. DG agreed to remain on the Board to support a handover. The remaining vacancy will be filled via external recruitment.

FD will support MB with the approach to the NHS Chief Executives, and they will work with JS and VU on a role profile and external recruitment pack.

MB provided a verbal update on the joint agreement between the Oversight Board and The Promise Scotland. The two Chairs have reviewed a draft and met to discuss this. Further to revisions, a final draft will be tabled at both the Oversight Board and Directors meetings for their approval. Directors agreed the agreement should not be overly rigid or legalistic and should instead reflect the dynamic nature of how the roles are discharged and facilitate effectiveness so it does not require perpetual review and updating.

## 6. Chief Executive's Report

In FMK's absence, MB and CB provided an update on work undertaken. With most actions aligned to Plan 24-30 and the Story of Progress, already underway or now delivered.

Concerns relating to the resourcing and implementation of the Children (Care, Care Experience, and Services Planning) (Scotland) Bill 2025 were acknowledged. The Chair advised that The Promise Scotland team was working on a statement regarding financial memoranda, building on the Independent Care Reviews' human and economic cost modelling and Follow the Money report.

The impact of responding to significant volumes of unplanned work on the time available to deliver Strategic Work Programme was acknowledged. It was recognised that, as the organisation reduces in size on its path to obsolescence, the associated risks of diversion of resources may increase.

At their meeting on 21 April, the Audit and Risk Committee will consider this risk for inclusion in the Strategic Risk Register and propose mitigations. MB will take this risk into account in the short 'strategic scope' provocation paper.

## 7. Strategic Risk Register

MB gave an update on the increase of two risks, which remain at amber:

- F01 (Function – role and voices of The Promise Scotland and The Oversight Board are not sufficiently delineated or understood). Following the Audit Scotland report this risk was increased, with recent work on positioning and branding designed to mitigate.
- Fin01 (Finance – public finance outlook worsens). This has been increased to reflect the financial outlook, in particular for local government, and the impact of the deliverability of the promise.

These will be considered by the Audit and Risk Committee on 21 April.

Directors requested the Audit and Risk Committee consider the vulnerability of cross-party support post the May elections, with the number of MSPs standing down, and also assess the mitigations of the planned post-election engagement.

## 8. Budget 2026–27

MB presented the Budget 2026–27 to Directors, noting that the Finance Committee had considered it detail. Directors considered how best to allocate resources to maximise delivery and impact and agreed to propose a flat-cash budget for submission to the Scottish Government.

The minute of the Finance Committee meeting on 10 February 2026 were confirmed as an accurate record by JS (Chair of the Finance Committee) and DG and will be published on The Promise Scotland website.

### 9. Forward plan

Directors noted the forward plan for their 2026 meetings.

FD advised Directors that she and FMK were invited to attend the Cabinet Sub-Committee on 17 March and will update to the Board subsequently.

### 10. AOB:

MB reminded all Directors to complete their Companies House verification before the team submits the Confirmation Statement at the end of this month.

**Governance Principles**
**Independence – Assurance - Proportionate – Transparent**

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| N.B. All papers are copied to the Scottish Government, as per the Members' Agreement. |