

**MINUTE OF A MEETING OF THE MEMBERS OF THE SCOTTISH LEGAL COMPLAINTS
COMMISSION: 10AM TUESDAY 26th JULY 2022 in the SLCC Boardroom**

PRESENT:

LAY:

Morag Sheppard (Chair for this meeting)
June Andrews

LAWYER:

Lynne Collingham
Richard McMeeken

Niki Maclean
John Stevenson

Apologies:

Jim Martin (Chair) and Jean Grier

In attendance:

Neil Stevenson (CEO)
Louise Burnett (DoBP)
Caroline Robertson (DoR)

██████████ (Secretariat – minutes)
Vicky Crichton (DoPP)

Abbreviations used:

WIP – Work in Progress
FMR – Financial Management Report
AC – Audit Committee
CI – Case Investigator
RPO – Relevant Professional Organisation
IMT – Investigations Management Team
JT – Journey Time
DoR – Director of Resolution
DoBP – Director of Business Performance
RC – Remuneration Committee
WFH – work from home
SDC – Service Delivery Complaints

DC – Determination Committee
LSS – Law Society of Scotland
FoA – Faculty of Advocates
CIM – Case Investigations Manager
SGvt – Scottish Government
CoS – Court of Session
WT – Working Time
DoPP – Director of Public Policy
IA – Internal Auditor
EA – External Auditor
BCP – Business Continuity Plan

1. Welcome and Apologies

- 1.1 The Chair welcomed everyone to the Board meeting and thanked everyone for their input to yesterday's Board Development Session.
- 1.2 The Chair extended a warm welcome to new Member, Lynne Collingham to her first Board Meeting.
- 1.3 The Chair noted apologies from Board Chair, Jim Martin and Member, Jean Grier for today's meeting.
- 1.4 Members noted the ongoing impact of coronavirus on staff, members of the profession and clients, and the various pressures this was creating.
- 1.5 The Board asked the CEO to confirm the meeting was quorate. The CEO noted that five or more members were present, and that there was a lay majority. This meant the meeting was quorate.

2. Declaration of Interests

- 2.1 The Chair noted the standard declarations of interest declared by Lynne Collingham and Richard McMeeken in relation to any pecuniary interest with regards to budgetary discussions and the reform consultation process/response by the SLCC.

3. Key Issues

- 3.1 The CEO spoke to the paper presented and agreed all items would be taken as read, with additional updates provided on specific matters. It was also noted a number of items were discussed during yesterday's Board Development Session.

3.2 **Board Member Appointments** – The CEO reiterated his welcome to Lynne and advised the SGvt Public Appointments Team have advertised for a replacement Chair, Lay and Legal Member in this recruitment round. The CEO explained the SGvt rationale of seeking to include a Legal Member, along with the Chair and Lay Member, in the current recruitment advertisement. Members sought clarification on whether ‘extras’ could be appointed at any given time. The CEO advised they could not ‘over’ recruit, any change to the makeup of Board numbers would require a change of statutory instrument to recruit over the numbers currently stated. Whilst asking for a change of statutory instrument was possible, it was noted the current ‘medium term changes’ have taken almost five years to progress. It was agreed after discussion the Board Chair should note the concerns with SGvt. It was noted current membership on the Board was 9, 3 Legal and 6 Lay, with always having a majority of Lay for decision making purposes. Members noted an update on the options for appointment of one legal member from either the previous recruitment round, or the present one, and discussed the various implications. The CEO reiterated they were continuing to pursue this issue with SGvt as a matter of urgency. Members shared their frustrations at the current situation and hoped it would soon be resolved. Following discussion, it was suggested the Chair raise this at the next NDPB Chairs meeting. Members also enquired if there was a ‘reserve list’. The CEO did not think there was and explained the 2007 Act is overly prescriptive regarding the appointment of Board Members; we explored extending the terms of a previous Members, or making ‘emergency’ appointments, but this had not proven possible.

| Action | Owner | Due Date |
|---|-----------|-------------------|
| Meeting Chair to discuss with the Board Chair, all issues and concerns raised by Members about Board Member recruitment, along with the possibility of raising these issues at the NDPB Chairs meeting. | MS and JM | By 19 August 2022 |

3.3 Members sought clarification on who the final decision maker was in relation to Board Member appointments. The CEO confirmed it was the Minister. The DoPP advised there was also a statutory requirement to consult with the Lord President and this is the stage which we were at currently at within the last recruitment round. Members sought clarification on whether the Lord President ever gives a reason for approval/refusal of a candidate. The CEO advised any communication would be with the Minister’s office and not us. Members had a free and frank discussion regarding the current situation and the CEO reiterated the SLCC do not have any input into this process. It is the Minister and the Public Appointments Commissioner, with statutory requirements to consult with the Lord President. Following discussion, it was agreed the Risk Register scoring would remain high until this matter has been resolved.

3.4 Members noted the current recruitment round for the Chair, Lay and Legal Member process closes on 28 July, and it was hoped the timescales would be met by the Public Appointments Team.

3.5 **Joint work with LSS on Interim Improvements to the Complaints System** – The DoPP advised the statutory instruments that feed into this process have been paused, as the SGvt Legal resource required by the sponsor team is not available at present; however an update will be sought by the DoPP. The consultation responses on the Long-Term Reform have now been published and shared with Members. The DoPP advised a formal statement is still awaited from SGvt.

3.6 **ABS** – The CEO reassured Members the SLCC would be ready when required to do so upon receiving a complaint under this system.

3.7 **Communication and Stakeholder Engagement** – The DoPP advised the new Consumer Scotland launched on 29 June. We supported this launch on our social media platforms and the SLCC is signposted on their consumer support webpage. The Consumer Panel Chair has also contacted the newly appointed CEO of Consumer Scotland.

- 3.8 **Oversight** – The DoPP advised they continue to meet quarterly with both Faculty and LSS to discuss issues raised within our handling work. Topics include conduct complaint processes and timescales; handling complaint outcomes; and their responses to our statutory recommendations and observations.
- 3.8.1 **LSS** – Members noted the initial report to the LSS on their conduct complaints caseload and timescales. Members sought clarification on whether ‘dip sampling’ was carried out on reviewing the oldest LSS cases and do we consider the impact these delays have on complainers. The DoPP explained they can conduct an audit function on individual complaints; however when we receive a handling complaint, we review the whole file. Whilst we do not specifically look at the impact on complainers, we are seeing increased responses from practitioners who are concerned about delays and the impact that these are having on them. The Chair reiterated the requirement to validate all data. The DoPP confirmed that this was already underway, with LSS having provided data, and now being asked to comment on our draft reporting.
- 3.8.2 **Faculty** – The DoPP gave an overview of the previous Faculty audit, which was carried out in 2016, which identified several issues for action and was followed up with another review in 2019. Whilst a number of issues have been addressed from both reviews, some remain outstanding. The DoPP advised to date we have not received an eligible handling complaint about a Faculty conduct investigation. The DoPP also advised, as this involves a small subset of the profession, this area had not been such a priority for a while. However, the team would take the opportunity to review and refresh the focus in our oversight of the Faculty. Members noted this work would be complementary to the work already planned by the Oversight Team. Members raised concern that a number of issues remained outstanding since 2016, as they felt this was unacceptable. The DoPP agreed and advised the Faculty Rules being updated and published in 2019, was part of the improvements suggested during the initial audit but acknowledged further work was required.
- 3.9 The Chair enquired if any complaints had been received about the Association of Commercial Attorneys. The DoPP confirmed the SLCC had never received one.
- 3.10 **Digital and AI** – It was noted Members received a review of the new mediation app, from the Digital Specialist, along with a presentation on the results so far, on the data science project from the summer AI Intern, at yesterday’s Board Development Session. Members all found both sessions interesting. Thanks were passed on by Members to both the Digital Specialist and the AI Intern.
- 3.11 **S17 Work Update** – The CEO provided Members with an update on the S17 audit exercise carried out by Azets. Members had a free and frank discussion on the output from this audit and the responses by the Lord President and the LSS. Members were concerned that within the statutory duty there are timescales but nothing on sanctions imposed. The CEO advised there were no steps between the issuing of a warning letter under S17 powers and applying to the CoS to implement them. Members felt there was a step or two missing in the process. The CEO reiterated the Court step is to instruct the solicitor to provide the file to the SLCC and if they do not comply, then we need to go back to the CoS to impose sanctions in a separate action. Members considered whether it was a cultural issue that firms acted this way, as they were sure these solicitors or firms would not respond to other bodies in the way that they respond to the SLCC. Members acknowledged the budget implications of continually applying to the CoS, as these cases are ultimately paid for by the profession within the levies imposed.
- 3.12 Members discussed the possibility of utilising the AI Intern to drill down further into the cases analysed by Azets. The CEO advised it took the IA 5 days to fully dip sample the 50 cases. This number was not sufficient to use ‘big data’ techniques, and the cost of increasing the size of the data set would be disproportionate.

- 3.13 Members shared their own organisations' escalation process for time extensions and how this has resulted in less time wasting in their complaints process. The DoR reminded Members of our timescales, which are set out in the Act. IMT have also implemented a more rigorous process, in that, all requests for time extensions on cases are now escalated to a CIM for approval.
- 3.14 Members enquired if there was the ability for the SLCC to raise a conduct complaint. The CEO advised this has been tried and tested but not allowed (following the 'Cannon' Judicial Review). Members also enquired if we were able to attend a solicitor's office to copy a file. The CEO advised we did not have powers to do this, however we have been able to collect files previously where the solicitor was willing, and this was the only way to access the file.
- 3.15 Members noted there have been nine cases instructed to date with our agents for S17 pursuance, and in six of these cases we have now received the files. One is new and is at the initial stages of pursuance under S17 powers and the remaining two are live at S17 stage. It was noted these two cases are third-party complaints and the solicitors have concerns around their obligations in respect of privilege and confidentiality. The DoR advised the same firm is acting for both sets of solicitors in these test third-party cases. A working group has been established, including the DoR, CEO, DoPP and the CIM leading on Investigation, to strategically review this situation. Members noted external communications with the LSS, Lord President and SGvt have also taken place on this matter. Members also noted the LSS have now raised a conduct issue against the solicitor who was subject to the failure to obtemper hearing and with whom we have also had to raise another S17 case.
- 3.16 **Legal Panel Tender** – Members noted all firms have now been contacted and accepted.
- 3.17 **Levy Apportionment** – The DoPP advised they contacted the LSS and have been advised that the data currently collected by the LSS does not offer further opportunities for differential apportionment, nor do they have plans for future changes to gather that data. The LSS have also advised they do not believe it would be possible to collect robust data on the issues suggested (ie full/part time working, areas of practice).
- 3.18 **External Audit** – The DoBP reported the revised schedule for the EA audit fieldwork. Members noted this was later than normal, usually taking place mid-August, and will now commence week beginning 2 October. The Chair advised that the annual accounts will be circulated to Members to allow discussion at the November Conference Call.
- 3.19 The Chair thanked SMT for their updates to the paper presented.

4. Planning Cycle for 2023/24 Op Plan and Budget

- 4.1 The CEO spoke to the paper presented, drawing Members' attention to the timetable laid out within the Gantt chart.
- 4.2 Members sought clarification on what would happen if no Board Chair were appointed. The CEO advised this role would then be delegated to the AC Chair. However, in this instance, the current AC Chair would also be demitting office at the same time as the Board Chair. The CEO reminded Members they can appoint a 'Chair' for a meeting in the absence of the Board Chair, but it must be a Lay Member.
- 4.3 Following discussion, Members thought the 2023/24 Op Plan and Budget should be discussed in detail, well in advance of the Chair and AC Chair demitting office, and December Board meeting for final approval. The CEO confirmed the October Board Development Session should focus on initial thoughts and the November Conference Call is specifically for Budget discussion, allowing for final approval at the December Board meeting. Members agreed with this proposal.
- 4.4 The Chair also suggested whilst the October Board Development Session should focus on initial thoughts on the Budget, it ought to also include reviewing the reserves policy and any provisions for surplus. Members agreed.

| Action | Owner | Due Date |
|---|-----------|--------------------|
| October Board Development Session to focus on initial thoughts on 2023/24 Op Plan and Budget discussion by Members. | SMT/Board | By 31 October 2022 |

5. Q4 2021/22 Long Term Trends and Management Information to end June 2022

- 5.1 The DoR spoke to the paper presented and advised incoming numbers were up 11% YTD. The DoR advised all four new CIs were well into their training and explained we are now experiencing an unusual resource issue, as 20% of staff are currently on or about to go on maternity leave, and a couple of long-term absences are impacting on resources. With this in mind, a decision has been taken to recruit additional CIs after the summer break. These will be recruited to the Investigation stage of the process, with the aim of reducing the backlog at Investigation stage. Members wondered if it was difficult to recruit CIs on fixed-term maternity cover contracts. The DoR confirmed that whilst they had recruited this way before, it was difficult to retain staff on fixed-term contracts as they were more likely to move onto permanent positions elsewhere. The CEO advised they have also seen an uptake in parental leave, and this also impacts on caseloads. Members sought clarification if the most recent recruitment round included maternity cover. The DoR advised it has made some allowance for maternity leave, but not to the extent which had now materialised. The additional recruitment after the summer break should help clear the Investigation backlog.
- 5.2 The CEO gave an overview of the new sprint trial (Fast Track eligibility). The Chair explained the sprint process from a member's perspective.
- 5.3 The Chair sought an update on the 10 oldest cases in the system. The DoR advised of the 10, 3 were open with us and 7 with the LSS. The oldest case is with the LSS and dates from 2012. The DoR acknowledged this case was complex and has also been back to the SLCC to add further issues. Following discussion, it was agreed the DoR would provide an update to Members on the dates of the 10 oldest cases in the system.

| Action | Owner | Due Date |
|--|-------|-----------------|
| DoR to provide Members with information on the dates of the 10 oldest cases in the system. | DoR | By 29 July 2022 |

6. Q4 2021/22 Appeals Update

- 6.1 The DoR spoke to the paper presented. Members wondered if they would be informed throughout the appeal process if a case they had determined was subject to an appeal. The DoR confirmed the CIM Lead for Appeals would keep them informed.

7. Finance Report to 30 June 2022

- 7.1 The DoBP spoke to the papers presented and reported Income was £137,977 ahead of Budget, with Expenditure showing a saving of £242,630. The DoBP reiterated these figures might change as we work through the year end finalisation of the annual accounts.
- 7.2 The DoBP reported savings were made in staff and Member costs. It was noted Member costs may increase next year depending on the home location for travelling to the office.
- 7.3 The DoBP reported we had been notified by our previous landlord that a refund was due on our service charge. This is estimated to be around £50k and is still forthcoming. The DoBP is following this up as a matter of urgency.
- 7.4 The DoBP advised we are forecasting a reserve figure of £1,401,406, with the current outturn £177,807 more than this forecast. The 2022-23 estimate for 3 months' expenditure is £967,611, meaning we are holding an additional £477,721 in reserves.
- 7.5 Members sought clarification on firms in Administration and the timescales of when we will stop receiving complaints against these firms. The CEO advised they were a long-term liability, and we will continue to receive them for the foreseeable future. The Chair sought clarification on when other firms in Administration would appear on the Bad Debt Provision. The DoBP agreed to clarify and report directly to Members on this matter.

| Action | Owner | Due Date |
|--|-------|-----------------|
| DoBP to clarify the Bad Debt Provision list in relation to the firms in Administration and provide an update to Members. | DoBP | By 29 July 2021 |

- 7.6 Members enquired if the Legal costs that are linked to S17 costs were ever recovered. The CEO confirmed we do pursue these, and the expenses are currently at taxation, and we await the outcome of this process. The DoBP advised they conduct a review of appeal cases at year end, and they are not included till this point.
- 7.7 Members noted the other figures presented by the DoBP.

8. Q4 2021/22 Customer Feedback Report

- 8.1 The DoBP spoke to the paper presented and gave an update on Q4 response rate of 16%, advising the overall response rate for the year was 18%.
- 8.2 The DoBP advised there had been a slight increase in the number of SDCs YoY with 29 for 2021-22, compared with 21 in 2020-21. Members noted this was in line with the increasing number of incoming cases.
- 8.3 Members sought clarification on what this data is used for and whether it feeds into the Op Plan. The DoBP confirmed it is used to formulate the Op Plan for 2022/23. Members discussed the low response rate and whether this was typical for such surveys. The DoBP explained this was part of the Op Plan project for 2022/23, and it was hoped with an additional question being added into the survey for data capturing purposes, it will help provide better data for analysis. The DoPP reminded Members the Consumer Panel also receive this paper, and they thought the response rate was not out of kilter with other similar organisations who issue surveys. Members suggested we could consider conducting a more in-depth data analysis in future years.

11.30am comfort break, meeting resumed at 11.40am

9. Risk Register Summary

- 9.1 The CEO spoke to the papers presented and explained there were two versions tabled, the current Risk Register and the new 'de novo' version. The Chair confirmed the AC approved the new 'de novo' layout. Following discussion, Members agreed with the new layout.
- 9.2 The CEO enquired if Members thought there was anything missing in the new layout. The Chair drew Members' attention to the scoring and asked Members to confirm their agreement with the proposed scores for each risk. Members confirmed their agreement.
- 9.3 It was agreed the new 'de novo' layout was approved and would be adopted by SMT as the new working document for 2022-23.

| Action | Owner | Due Date |
|--|-------|----------|
| SMT to adopt the new 'de novo' layout document as the new Risk Register. | DoBP | ASAP |

10. Q4 2021/22 HR Update

- 10.1 The DoBP spoke to the paper presented and advised the RC was meeting later this week and a full update would be provided at the next meeting.
- 10.2 The DoBP advised the new CIM was starting next week and due to the positive feedback on the last induction process, they would follow a similar induction plan. All training this quarter has been internal. There have also been no resignations in the past quarter. Members also noted employee turnover YoY had increased, with 7 resignations in 2021/22.
- 10.3 Members noted the sickness absence figures YoY was down, with 325 days of absence 2021/22, compared to 331 days lost in 202/21. The DoBP reported the main reason for short term absence during Q4 was Covid related. The DoBP advised, in line with SGvt Covid Guidelines, any Covid type of absence from 1 July onwards would not now be recorded separately on an individual's absence.

- 10.4 The DoBP also advised the SGvt Pay Policy pay claim was on hold, as SGvt were revisiting the 2022/23 Pay Policy. Subsequently, PCS have asked for local negotiations to be paused. Staff will be kept informed. For the benefit of the new Member, the DoBP explained there had not been any interim payment to staff for the April Pay Claim and SGvt have advised there had to be full negotiations with PCS.
- 10.5 Members noted the current age profile of staff. The DoBP explained that whilst some employees might have retired from other professions, we carry out a blind recruitment process, with all identifying factors redacted until the selection for interview stage. Members discussed the future recruitment process and whether IMT were specifically trying to cover maternity leave or be over-resourced at any point. The DoR acknowledged that whilst have previously targeted for maternity cover and used Reporters, it was found that anyone recruited on a fixed term contract moves on quickly. Members discussed the option of 'over' recruiting and the benefits of doing this.
- 10.6 The RC Chair advised RC would be considering the SGvt Pay Claim at the meeting later this week, stressing it was imperative that we were in line with the SGvt Pay Claim and that we do not deviate from this. The Chair noted this had also been discussed at yesterday's Board Development Session.
- 10.7 Members noted the HR future planned projects.

11. Your Job, Your Way Mid-Point Pilot Update

- 11.1 The CEO spoke to the paper presented and advised they have this week received the final end-point report, which was discussed yesterday at the Board Development Session.
- 11.2 Members noted there were 14 staff involved in the sessions. Members acknowledged there was a need to have flexibility without the need to change contracts and the needs of the business versus the flexibility of contracts. The CEO agreed SMT were considering the needs of the business, along with being flexible in a hybrid way of working. Members also agreed this would set us out as a good place to work, which is highlighted in the report, and is valuable feedback.
- 11.3 Members sought clarification on whether this pilot was for a specific time. The CEO confirmed it was from January to June, and SMT were happy to now get to a point to sign off on this pilot. They also considered the requirement to scope changes to the handbooks and, contracts, and to update the Op Plan. Members suggested, if this was now being adopted as custom and practice, then there was no need to change contracts. The CEO confirmed this was the case. There was no rush to formalise it into contracts as this then reduced flexibility and may be too soon when SGvt advice, and society-wide issues around long-term working at home re health and safety, information security, etc. were still evolving.
- 11.4 Members enquired if there had been any requests for full-time home working. The DoR advised there had not been since commencing the pilot. There had been flexible working requests, but these were more around condensed/reduced hours or working on specific days due to care commitments (just as we had prior to hybrid working). The DoBP advised there have been a couple of long-term reasonable adjustment requests, but these were for long-term sick and maternity leave returners.

12. Update from the Remuneration Committee

- 12.1 The DoBP reiterated the next RC meeting was due to take place later this week and an update would be provided at the next meeting.

13. Update from the Audit Committee

- 13.1 The DoBP gave a brief update from the recent AC meeting, in particular advising that the AC reviewed the new KPIs for Cyber Security, which were signed off, and that the IA Annual Report for the year was presented to AC. The IA gave a 'reasonable assurance' opinion, which is satisfactory from the AC's perspective. Of the 12 actions reported in IA reports, 7 were closed, 2 partially complete and 3 not completed. The AC Chair explained the 3 not complete were not due yet and would be carried over. AC also discussed the Audit Plan for 2022-23.

13.2 Members noted the change to the EA Annual Account timetable and the impact this will have on scheduling an additional AC that will now need to take place early November, before the Board discussion

14. Q4 2021/22 Operational Plan Update

- 14.1 The DoPP spoke to the paper presented. Members noted the RAG rating for all projects in the current operating plan. The DoPP advised that of the 34 projects, 31 are currently in line with targets (Green). The quarter end position is that 91% of priority objectives are currently on track and 9% are not fully on track.
- 14.2 The DoPP advised they would be trialling a new layout in the future presentation of this report, showing the RAG rating by Objective. Members looked forward to seeing this. The CEO hoped the new layout would be helpful to aid future Board discussions.
- 14.3 Members noted the paper presented.

15. Engagement with the Legal Profession

- 15.1 The DoPP spoke to the paper presented and gave a brief overview of the recently published year end report. In particular, she drew Members’ attention to the ongoing engagement with the legal profession and the achievement of the KPIs set in this area.
- 15.2 Members noted the increase in social media posts and wondered if there was any way to know how this was measured. The DoPP advised that the Communication Team gathered data reports. Members agreed the overview table was helpful and a good inclusion within the paper and thanked the DoPP for a well-presented report.

16. Update on Rules for Consultation

- 16.1 The DoPP spoke to the paper presented and advised the paper includes the changes approved by Board at their March meeting, and also incorporates additional track changes to include the ABS scheme compliance.
- 16.2 The DoPP advised legal advice has been sought on the version for Approved Regulatory Complaint handling. The CEO advised templates still required updating but at present, there was no risk to the business.
- 16.3 The DoPP reported the next stage of the process would be that this version will go out for consultation. It was anticipated this would be a more focussed consultation, over 4-6 weeks, then the Rules will be finalised. The Chair sought Members’ approval that this version was approved for consultation. Members agreed and suggested a short consultation period.

| Action | Owner | Due Date |
|--|-------|----------|
| DoPP to finalise the revised Rules, proof checking once all the track changes are accepted and issue for Consultation. | DoPP | By ASAP |

17. Consumer Panel Update

- 17.1 Members noted the paper presented.
- 17.2 The DoPP reported the Consume Panel met the beginning of July and considered their workplan for this coming year.
- 17.3 Members sought clarification on whether there were any cases where reasonable adjustments were not being made for complainers. The DoPP expanded on a recent published article on vulnerable individuals. Following discussion, the Chair noted that many consumers could be considered as vulnerable, if they find themselves in the position of making a complaint about a professional/expert service.
- 17.4 Members enquired if Consumer Scotland have been invited to attend a Consumer Panel meeting. The DoPP confirmed an invitation had been extended.

18. Board Actions Register

- 18.1 Members noted the ongoing Actions and agreed all other completed actions should be removed from the register.

19. Minutes of Previous Meeting from 17 May 2022

19.1 The Minute of the Board Meeting was noted and approved as read.

20. Chair's Report

20.1 The CEO advised, in the absence of the Board Chair, that as far as he was aware the focus of the Chair had been on Member recruitment and the responses to the LSS and Lord President's Office. It was noted the planning and recruitment process was underway, with the application closure date being later this week, for the Chair, Lay and Legal Member replacements.

21. Date of Next Meetings

21.1 Members noted the dates of the next meetings as:

- **Board Conference Call will take place at 9am on Monday 12 September 2022**

21.2 The Chair reminded Members the October Board meeting and Development Session would take place all in one day, on 31 October 2022, with lunch being provided.

- **Board Meeting will take place at 10am on Monday 31 October 2022.**
- **Board Development Session will commence at 2pm on Monday 31 October 2022.**

22. Dates of 2023 Meeting Cycle

22.1 The CEO advised following discussions at the January Board meeting; the Secretariat drafted the paper presented to show the mapping of all meetings for 2023, which was being submitted for formal approval by Board.

22.2 Members were asked to confirm whether the Board meetings and Development Sessions would take place all on 'one' day on a quarterly basis, as previously discussed, or whether they would continue to be over two days. Following discussion, it was agreed Members would hold both dates scheduled in 2023, until they had trialled a full day at the forthcoming October meeting.

23. Progress Report on Scottish Government Sponsorship

23.1 The CEO explained the background and reasoning to the papers presented. Members sought clarification on whether there was now a requirement to assess how we perceive the relationship between ourselves and SGvt. The CEO advised there is no formal framework agreement in place as this needs to go to the SGvt Legal Team. However, it was acknowledged this has been discussed at Board a few times, and whilst changed dramatically, it has not been formally scored by SMT or Board. The CEO confirmed our relationship was effective. Members sought assurance we were complying, and the CEO confirmed we did.

23.2 Following discussion, as there were 14 recommendations noted in the report, it was agreed Board would discuss these in detail at their October Board Development Session.

| Action | Owner | Due Date |
|---|-------|--------------------|
| CEO to ensure the Progress Report on SGvt Sponsorship would be on the agenda for discussion at the October Board Development Session. | CEO | By 17 October 2022 |

24. AOCB

24.1 **Board Agenda Items** – Members raised the point there were 30 items listed on the agenda, along with 261 pages of papers presented for noting and discussion at the meeting today. They also noted there were a number of papers which had been submitted for core business discussion and others to be considered for noting. The CEO agreed agendas have changed over time and concurs it might now be the time to review the Board pack. Following discussion, it was agreed SMT would review the papers presented today, consider which items would be worth noting and which warrant presentation for further discussion. The Chair agreed this would be a worthwhile exercise for SMT to conduct. Members shared their experiences at other Boards and were keen to ensure that

papers should be assessed by 'what is for assurance and what is for reassurance'. The CEO gave an overview of previous formats of Agenda items and meetings. It was agreed the CEO and Meeting Chair would discuss this with the Board Chair. Members reiterated the papers presented were comprehensive and helpful, and thanked SMT for them.

| Action | Owner | Due Date |
|--|-------|----------|
| CEO and Meeting Chair to raise the Board agenda and papers for discussion at future meetings with the Board Chair. | CEO | ASAP |

25. Chief Executive's Report

25.1 The Board noted the paper presented.

12.47pm the SMT and Secretariat left the meeting

Private Member only session, after which the Meeting Chair advised the Secretariat on item 26.

26. Chief Executive's End of Year Review 2021/22 and 2022/23 Targets for CEO/SMT

26.1 The Chair confirmed that Members noted and agreed with Board Chair's presented paper on the proposed EoY Annual Appraisal for the CEO during their private session.

27. Review of the Meeting

27.1 With no other business the meeting concluded.

12.52pm Board Meeting ends