**Consumer Scotland**

**Audit and Risk Committee Meeting**

**24 September 2024**

**Minute of Meeting**

**Present:**

Nick Martin – Chair

James Walker – Member

Angela Morgan – Member

Lesley Halliday – Member

**In attendance:**

David Wilson – Chair, Consumer Scotland Board

Sam Ghibaldan – Chief Executive

Douglas White – Director of Policy and Advocacy

David Eiser – Director of Research and Analysis

Jill Rosie – Assistant Director of Strategic Partnerships

Ian Forbes – Finance and Accountancy Adviser

Louise Carmichael – Senior Internal Audit Manager, Scottish Government

Glen Bissett – Internal Audit Manager, Scottish Government

Liam McHugh – Assistant Manager, Deloitte LLP

Rashid Zaman – Audit Manager, Deloitte LLP

Satinder Singh, – Director, Deloitte LLP

Sally Sandground – Finance, Governance and Corporate Services Manager

Ifthakhar Eresh – Finance, Governance and Corporate Services Officer (minutes)

**Apologies:**

Sue Bomphray – Director of Operations

**Agenda Item 1 – Welcome and Declarations of Interest.**

1. The Chair welcomed everyone to the meeting and introductions were made from both internal and external auditors.
2. There were no declarations of interest noted.

**Agenda Item 2.1 – Minutes of Previous Meeting**

1. The minutes of the previous meeting on 12th March 2024 were approved by the Committee.

**Agenda Item 2.2 – Action Tracker**

1. The Action Tracker had no actions outstanding.

**Agenda Item 3 – Management Accounts Q1 2023-24**

1. The Finance, Governance and Corporate Services Manager gave an update on the management accounts. The report is in line with the expectation that management accounts and forecast outturn will be carried out on a quarterly basis.
2. The Finance and Accountancy Adviser gave further detail to the Committee regarding first quarter spend relating to the financial year 2024-25.
3. It should be noted that reporting from 1st October 2024 will be from Oracle and Consumer Scotland are currently awaiting clarity on what the reporting functionality will be. The Finance and Accountancy Adviser explained the transition plan to the new system with contingency planning in place.
4. The Finance, Governance and Corporate Services Manager updated the Committee on the current position on grant funding and the current and future processes for managing this.
5. The Committee noted the financial information provided for Quarter 1 FY 2024-25.

**Agenda Item 4 – Savings Report**

1. The Assistant Director of Strategic Partnerships updated the Committee on commitments to making savings across the organisation.
2. The Committee welcomed the report and thought that the current format was helpful and explanatory. They requested that more work be done on non-quantitative categories and benefits of collaborations.
3. The Committee discussed the savings made to date and were pleased with the overall progress made.
4. This data will be tracked and shared with the Board quarterly.

**Agenda Item 5 & 6–** **Draft Annual Report & Accounts 2023-24 and Draft Management Letter of Representation.**

1. The Assistant Director of Strategic Partnerships and Accountancy Advisor presented the Annual Report and Accounts,
2. Consumer Scotland has prepared its second annual report and accounts for the financial year 2023-2024.
3. The Chair thanked the Operations Team and everyone else involved for their hard work on what has been a huge piece of work.
4. The accounts have been audited by Deloitte LLP on behalf of Audit Scotland and adjustments and amendments made to the final version based on their recommendations.
5. Committee members were asked to review the enclosed annual report and accounts along with the draft management letter of representation. The Assistant Director Strategic Partnerships advised that whilst we do not have much latitude for making changes at this stage (unless there are clear errors), we can make recommendations for next year’s report.
6. The annual report and accounts will then be signed by Deloitte and sent to Audit Scotland. Consumer Scotland will then lay before the Parliament and publish.
7. The Chair then wanted to hear from the external auditor before approving the annual report and accounts and the audit report to the board.

**Agenda Item 7 – External Audit**

1. The Director, Deloitte LLP gave brief overview of their report and outlined the main points.
2. The final version for signing represents a clean, unmodified audit opinion.
3. The Director, Deloitte LLP thanked everyone in the organisation for their help and support and getting us to this point and advised that it had been a smooth process and very satisfactory outcome.
4. In summary:
   1. Information shared was of a high quality and received timeously.
   2. Financial management arrangements that have been put in place were effective and strong.
   3. For the wider scope part of the audit, the findings from that were really positive with a couple of recommendations included in the action plan at the end report, which the Committee discussed and noted.
5. The Chief Executive reiterated his thanks and noted the positive comments made by the External Auditors.
6. The Committee recommended the annual report and accounts to the Board for approval.

**Agenda Item 8 – Annual ARC Report to Board**

1. The Chair gave a brief overview of the Annual ARC Report to Board.
2. The Committee thanked the Chair for the report and after a short positive discussion approved the report.

**Agenda Item 9 – Internal Audit – Audit Progress report**

1. The Senior Internal Audit Manager highlighted some of the wider directorate updates.
2. The Internal Audit Manager provided an update on the Internal Audit Progress Report focusing on Financial Control and Procurement, Cyber Resilience, Governance and Risk Management with ongoing fieldwork. The Committee acknowledged all the work being carried out and was assured there were no significant issues to report.

**Agenda Item 10 - AOB**

1. No other business was raised.
2. The Chair thanked everyone for their participation and expressed his thanks for all the progress that had been made, then closed the meeting.
3. The date of the next meeting is Tuesday 10th December 2024 at 10:00 hrs online via Teams.