

**Consumer Scotland Board Meeting
15 February 2022
Minute of Meeting**

Attendees: David Wilson (Chair)
Angela Morgan (Board Member)
Nick Martin (Board Member)
James Walker (Board Member)
Sam Ghibaldan (Programme Director)
Jill Rosie (Scottish Government Implementation Team)
Sue Bomphray (Scottish Government Implementation Team)
Lynn Cross (Scottish Government Implementation Team)
Wendy McCutcheon (via Teams) (Scottish Government Implementation Team)

Apologies: Neil Ritchie (Scottish Government)

Guest Speaker: Jim Martin (Chair, Environmental Standards Scotland)

Agenda Item 1 – Welcome

1. The Chair warmly welcomed all the attendees to the meeting, and marking that it was the first meeting to have everyone there in person for the first time.
2. The Chair opened the meeting by noting the busy agenda ahead with some key decisions to be made.

Agenda Item 2 – Minutes of Last Meeting

3. The minutes of the previous meeting on 18 January 2022 were agreed.
4. The Chair then discussed the rescheduled Board Strategy session which was originally to take place in December 2021 and will now go ahead on the same day as the next Board meeting (15 March 2022), providing all Board members are available. The Board meeting is scheduled from 10:00 -12:00, and the strategy session will then follow in the afternoon. As this is now an all-day event, a lunch will be provided. The venue is still to be confirmed.

Agenda Item 3 – Programme Director Update

Workplan Papers

5. Sam updated the meeting on operational progress. The key points were:-
 - a. The overall design is now beginning to take shape. Notwithstanding some challenges with procurement, the key elements i.e. bank account, recruitment contractor and a solution to payroll (which is currently out to tender), are progressing well as we head towards vesting date on 01 April 2022.
 - b. Sue is still working on various employment HR & health benefit issues for the employees who will be TUPE transferred to Consumer Scotland.

- c. There has been a delay to the delivery date for the laptops that have been ordered for the Consumer Scotland staff. The supplier has updated that this is due to a high demand. The delivery date has been updated to mid-April (exact date tbc). If there are further changes to the delivery date the supplier will notify us. We do have a fix in place and we will be able to rent laptops if necessary until the ordered laptops are delivered.
- d. The recruitment for the Chief Executive role is progressing well, after a delayed start due to procurement challenges. The advert is now live (23/02) and will run for a month. The dates for the sift and the interviews have been agreed.
- e. There are five roles currently being advertised internally within the Scottish Government, with three of these roles being advertised internally. Director of Analysis & Investigation, Head of Communications, Head of Governance & Corporate Services, Finance Manager & Finance, Governance & Corporate Services Officer.
- f. We have ensured that these internal vacancies are advertised as 'high priority vacancies', which enables successful candidates to have prioritised release dates from their current positions which allows them to take up their new position quicker.
- g. Sam also updated on the Consumer Scotland website and branding. He noted, and the Board agreed that Consumer Scotland website must be independent of the Scottish Government's website, as it is not a central government body and a distinction must be made between the two.
- h. Communications was also discussed and Sam commented that it is important to recruit someone in to the Communications role to ensure we get the correct messaging out to stakeholders and the public from the start.
- i. The Board discussed the proposed phasing of the initial months, including the timetable for the TUPE transfer of staff. It is better to take the extra time to ensure that the on boarding process is completed properly with all legalities complete and confirmed. The date for TUPE staff transfers was agreed as 01 May 2022.
- j. CAS funding - Jill is attending a meeting to discuss this and will update the Board afterwards. This is to ensure that when staff transfer over to Consumer Scotland everything in place and there are no issues. Any adjustments in pay rates will be backdated to cover any delay.
- k. Angela was in full agreement and said she fully supported a phased roll-out to Consumer Scotland. The Chair commented that the Act stated we should publish a Workplan that confirms vesting on 01 April 2022 as planned. Then there will be a 'staggered approach' with TUPE transfer employees transferring on 01 May 2022 and the Consumer Scotland launch on 01 June 2022.
- l. For the one month period before the transfer of CAS staff (moved to 01/05) we will ask CAS to continue what they are doing for another month with Consumer Scotland covering the costs.

- m. All staff transferring from CAS will need to go through Disclosure Scotland security checks and vetting as all government employees have to do.
 - n. The Chair commented that it was right to plan on the basis of a phased development of the organisation, following vesting on 01 April. The date for CAS staff to complete the Transition process to Consumer Scotland will now be 01 May 2022. This is a more manageable approach and it makes good sense to do a phased rollout rather than try to do everything on the same day which is not desirable. The Chair said that this should not be viewed as a fall back but a better way of doing things.
 - o. James agreed with the Chair that this was a more sensible approach to doing things. There will be some key deliverables that can be completed by vesting date on 01 April and that is important as Consumer Scotland will be viewed on what it achieves and what it delivers.
 - p. There was a discussion on whether the local election dates should be taken into consideration when deciding the launch date of Consumer Scotland. There was also agreement that the Chief Executive should also be identified before the launch date.
- **Action - CAS funding - Jill is attending a meeting to discuss funding and will update the Board afterwards on the outcome. JR**

Agenda Item 4 - Governance Update

Papers circulated for information – Audit Committee proposal; draft Framework Agreement, Standing Orders, Risk Register (papers 2)

- 6. Nick updated on Governance. He suggested that his experience with both internal / external audits and risk committees that he Chair the Audit / Risk committee. The Chair strongly endorsed Nick to lead this process, as he has the correct skills and experience. This was unanimously agreed between the Board.
- 7. Nick commented that co-ordinating Board and Audit Committee meetings would streamline the process; it was agreed that having Audit Committees on the same day as Board meetings would be sensible.
- 8. Standing Orders can be changed as necessary with operating experience.
- 9. The Framework document is currently with the Legal and the Finance department to incorporate any changes that need to be made. It will then be approved by both Consumer Scotland, the Scottish Government and published for vesting date on 01/04.
- 10. The Chair thanked Nick and Jill for all their hard work throughout the months, and commented that as a Board, Consumer Scotland had come a long way since November 2021.

Agenda Item 5 – Accommodation Update

11. Sam began by firstly thanking both Tanya and Wendy from the Consumer Scotland Implementation team for all the hard work they had put into the paper.
12. The Consumer Scotland Board were all in full agreement and approved a short-term lease for the smaller wing of Meadowbank House. This was seen as a sensible decision as it is in walk-in condition, with all IT requirements fully operational, fully furnished and ready for staff.
13. As Consumer Scotland will adopt a hybrid approach to working hours it was agreed that after three months there will be engagement with Consumer Scotland staff and stakeholders on the preferred location of a permanent office.
14. The implementation team are currently working on the paper for Ministerial approval.
 - **Action – Accommodation paper to be prepared for ministerial approval.**
 - **Action – Engage with staff and stakeholders after a 3 month period to make a decision on where the permanent Headquarters for Consumer Scotland should be**

Agenda Item 6 – Financial Plan

17. The Chair has received confirmation that the £2.5m funding for Consumer Scotland from the Scottish Government has now been approved.
18. The Chair asked if we should adjust the levy budget to include contingency as there will be unknown costs. The Chair also asked that we load as much of this year's shared services costs into this year's plan, after reflecting how best to do that. There will be an underspend for staff in the first year as we continue to recruit.
19. Set up costs will be higher in Year 1 and the Year 2 budget will look different with limited further set up costs. These 'newness costs' which are one-offs and one of a kind investment costs which Nick commented must clearly state that Year 1 is a start-up year and to ensure that this is understood we must give a clear narrative why.
 - **Action – Financial Plan / reporting for Year 1 should clearly reflect that it is a start-up year and not 'steady state'.**

Agenda Item 7 - Interim Strategic Plan

20. Sam explained that we are developing an Interim Strategic Plan to show that we are confident in what we are doing. It was agreed that James would work with Sam and Jill to develop the plan. There will also be a strategy session - w/c 28/02.
21. The first point of the plan is to represent consumers and to listen to them to gain an understanding of what matters and using the information gained create a statutory agreement to try to understand what people want.

22. When developing the first interim plan 2-3 different types of data will be used. This was core data; what's going on in the market and more specialist data; asking people for opinions.
 23. Nick commented that when delivering consumer advocacy, we must decide where that advocacy is more effective i.e. the cost of living - is that an area we can be more effective in as perhaps in comparison to broadband. We need to decide where we actually make more difference?
 24. Our Principles and Values will be linked to the statutory document. The document has to do a lot of work, to explain what it is we are going to do and establish a set of benchmarks to show what we are trying to do. It will be an evolving Action plan, using the right pitch and the right language.
 25. Nick completed his summation 'This is what we are planning to do, and this is exactly how we will do it. This is our strategy but we are adaptable in our priorities'.
- **Action – James to work on Interim Strategic Plan with Jill and Sam.**
 - **Action – A discussion session is to be organised to decide the strategy. SG**

Agenda Item 8 – Chair's Update

26. The Chair then brought the meeting to a close by thanking everyone for their participation and expressed his thanks for all the progress that has been made.
27. The Chair then introduced the Board's guest Jim Martin, Chair of Environmental Services Scotland and Chair of the Scottish Legal Complaints' Commission who gave an overview on his experience of starting up a new public body.
28. The next Board meeting will be held in Glasgow, on 15 March 2022 from 10:00 - 12:00. There is a planned Strategy Session for the afternoon. The Venue is still to be confirmed.

Consumer Scotland Implementation Team March 2022