

**Consumer Scotland  
Audit and Risk Committee Meeting  
12 March 2024**

**Minute of Meeting**

**Present:**

Nick Martin – Chair  
James Walker – Member  
Angela Morgan – Member  
Lesley Halliday – Member

**In attendance:**

Sam Ghibaldan – Chief Executive  
Sue Bomphray – Director of Operations  
Douglas White – Director of Policy and Advocacy  
David Eiser – Director of Research and Analysis  
Ian Forbes – Finance and Accountancy Adviser  
Louise Carmichael – Senior Internal Audit Manager, Scottish Government  
Glen Bissett – Internal Audit Manager, Scottish Government  
Kirsty Hair – Assistant Manager, Deloitte LLP  
Muhammad Fadhil – Audit Manager, Deloitte LLP  
Sally Sandground – Governance and Corporate Services Manager  
Ifthakhar Eresh – Finance, Governance and Corporate Services Officer (minutes)

**Apologies:**

David Wilson – Chair, Consumer Scotland Board

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

1. The Chair welcomed everyone to the meeting and introductions were made. The Chair welcomed Louise Carmichael, Senior Internal Audit Manager Scottish Government, to the meeting.
2. There were no declarations of interest noted.

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

3. The minutes of the previous meeting on 6<sup>th</sup> December 2023 were approved by the Committee.

### **Agenda Item 2.2 – Action Tracker**

4. The Action Tracker was presented to the Committee, and the updates noted. None were outstanding.
5. The Chair updated the Committee on the letter received from Audit Scotland regarding the external audit fee; the action was noted as completed.

### **Agenda Item 3 – Annual Review of Terms of Reference**

6. The Director of Operations gave an update on the review of the Terms of Reference for the ARC, drawing on previous comments received and the paper circulated in advance. The main changes in the document are the new member joining the ARC and the extension on terms of the office for existing members.
7. No other points were noted, and the Committee approved the Terms of Reference.
8. The Chair referenced the paper which had been included for information on the effectiveness of the ARC. He was content that the ARC was operating as expected and providing the required assurance to the Board.

### **Agenda Item 4 – Risk**

9. The Director of Operations gave an update on the Strategic Risk Register and the Committee discussed the points raised in the report and each risk on the register. The Director of Operations will review scoring and wording on actions ahead of the next review.

### **Agenda Item 5 – Management Accounts 2023-24**

10. The Director of Operations gave an update on the management accounts. The distributed report enables comparison of forecast outturn to prior year and budget, and aligns with the expectation that management accounts and forecast outturn will be provided to the ARC on a quarterly basis.
11. The Committee noted the financial information including the forecast outturn for 31st March 2024.

### **Agenda Item 6 – Draft Budget – FY2024-25**

12. The Director of Operations gave an update on the Draft Budget for financial year FY2024-25. While the budget reflected the levy funding set out in the draft Work Programme, the paper also showed an alternative scenario for levy funding. This was included as the DBT timetable meant that confirmation of levy funding is not expected until April or May 2024.
13. After discussion, it was agreed to rework the budget paper to show the 9.5% increase scenario as the budget for FY2024-25 in line with what is presented in our Work Programme which will be published w/c 25<sup>th</sup> March.
14. Any changes to this when funding is confirmed will be presented as a formal budget revision. The Director of Operations will rework the paper ahead of the Board meeting on Thursday 14<sup>th</sup> March.

#### **Agenda Item 7 – Proposed Accounting Policies 2024-25**

15. The Finance and Accountancy Adviser gave a verbal update on Accounting Policies 2024-25 and the Committee noted that there will be no changes from previous year policies.

#### **Agenda Item 8 – Internal Audit – Audit Progress report & Internal Audit Plan 2024-25**

16. The Internal Audit Manager provided an update on the Internal Audit Progress Report and the Committee acknowledged all the work being carried out and was assured there were no significant issues to report.
17. The Internal Audit Manager also presented the Internal Audit Plan for 2024-25 with a focus on Procurement and cyber resilience. The Committee discussed and approved the Internal Audit Plan 2024-25.

#### **Agenda Item 9 – External Audit - Draft external Audit plan**

18. The Assistant Manager from Deloitte LLP presented the External Audit plan. There were no issues raised and the Committee noted the External Audit plan for FY2023-24.

#### **Agenda Item 10 - AOB**

19. No other business was raised.
20. The Chair thanked everyone for their participation and expressed his thanks for all the progress that had been made, then closed the meeting.
21. The date of the next meeting is Tuesday 11<sup>th</sup> June 2024 at 10:00 hrs online via Teams.