

Consumer Scotland Board Meeting
18 January 2022
Minute of Meeting

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

Apologies: None

Agenda Item 1 – Welcome

1. The Chair welcomed everyone to the meeting. He noted that as there was limited working time between December's meeting and today a separate Chair's update was not required.
 2. The Chair stated that, as members were now using their consumer.scot email addresses rather than their personal email addresses, the implementation team would now only use the consumer.scot email address when sharing information with board members. Board members having IT issues were asked to advise the implementation team as soon as possible.
- **Action: Board members to advise implementation team urgently if they are having any issues with their SG laptops / accessing email.**

Agenda Item 2 – Minutes of Last Meeting

3. The minutes of the meeting of 21 December 2021 were agreed.
4. The actions in the tracker were then discussed. It was agreed that Jim Martin should be invited to either the Board meeting in February or March. Mr Martin would be attending as Chair of both ESS and the Scottish Legal Complaints' Commission.
5. Jill advised that the scoping paper for the short-term working group on vulnerable consumers would be starting imminently. This paper will align with the levy workplan.
6. Sam updated the Board on his meeting with the Consumer Council of Northern Ireland (CCNI) and the Consumer Council for Water. Both organisations are keen to work with Consumer Scotland and there seems to be some cross-over with the work that all organisations are engaging in. Nick suggested that further down the line that there may be benefit in engaging also with the Republic of Ireland

equivalent citing the close collaboration between SEPA and the Irish Environmental Protection Agency.

7. The Board were advised that work has already started on the specification for the Communication and Media Information to Tender document and as previously minuted, this document will be shared with members prior to it going live.
- **Action – Jim Martin to be invited to forthcoming Board meeting - Implementation team.**

Agenda Item 3 – Programme Director Update

Workplan papers

8. Sam delivered an update on operational progress. .
9. The key points made were:
 - a. The Consumer Scotland vision and mission document has been amended and will be used as it currently stands with a potential review in several months' time.
 - b. The UK Statutory Instrument (SI) is now in force. However, one of the Scottish Statutory Instruments (SSI) has had to be withdrawn following a query from the Delegated Powers and Law Reform Committee on the legal status of Consumer Scotland prior to vesting. This SSI will now be re-laid on 1 April. The Chair sought written guarantees that this would have no impact on those staff being transferred over to Consumer Scotland from CAS. It is not expected that there will be any impact however Neil advised the Chair that he would provide this information. The delay only has an impact on water and not energy and post.
 - c. The implementation team's next workstream will focus on developing the Board Standing Orders, Code of Conduct and Scheme of Delegation for Consumer Scotland and it is anticipated that this work will be completed by end of March 2022. However, the draft document will be brought to the February Board meeting.
 - d. An update was provided on procurement and shared services. Procurement for Communication and Media has now been added to tranche one. All other procurements and shared services continue to progress. It was highlighted that payroll is a challenge and the implementation team are currently waiting on procurement providing advice on options if the Scottish Government cannot provide a solution by vesting date.
 - e. Nick enquired as to the recruitment of admin support / finance roles. Sam advised that nine roles have been identified as priority roles and these include corporate roles.
 - f. The budget for Consumer Scotland has not yet been determined by the Scottish Parliament. However Consumer Scotland will have a level 4 budget line.

- g. Sue advised that a project initiation session with Livingston James; the recruitment agency leading on the Chief Executive recruitment, is being set up. Angela will also attend this meeting,
- h. Sue also advised that following her engagement with the Scottish Government Trade Unions, all three unions have stated that they all wish to be recognised as unions for the Consumer Scotland staff to join as appropriate.
- i. Sam advised the Board that due to a significant amount of work the levy workplan was progressing well with key stakeholder meetings having been held over the previous week. Stakeholders have been supportive of the workplan. The Board will receive a copy of the draft workplan over the course of the next two weeks. This is for information only. They will be required to sign off on this workplan in March.
- j. Sam stated that the levy funding requested would be similar to last year's requests however unlike last year's, this year's staffing costs are higher.
- k. There then followed a discussion on the workplan. It was noted that this is very much a first year position.
- l. Nick enquired as to why the staffing costs were higher and Sue explained there were a number of factors to consider including overheads, higher wage cost and pensions.
- m. Angela wanted to ensure that the workplan reflected clearly what the Board wanted to achieve in relation to the vulnerable consumers.
- n. Sam committed to incorporating the areas of interest to the Board in the workplan.

- **Action –Letter of comfort to be provided to Chair regarding staffing and the delay in laying the SI - Neil Ritchie.**
- **Action - Board Standing Orders, Code of Conduct and Scheme of Delegation to be circulated electronically for Board member comments.**
- **Action – Workplan to be updated with comments received from the Board – Implementation team**
- **Action – Risk register to be updated with Board members' ability to carry out their governance responsibilities in areas they aren't familiar with – Implementation team**

Accommodation update

10. Wendy provided an update to the Board on accommodation. Following on from a further call with SG Estates, it has been confirmed that, apart from Meadowbank House, there are no other Edinburgh based public sector buildings available that would suit the requirements of Consumer Scotland. This is unlikely to change in the near future as organisations re-evaluate the working environment post-Covid.
11. Quotes had been obtained for private rental however they weren't on a like for like basis with Meadowbank House.

12. It was also noted that if the Board wished to pursue a private rental then there would be a need to procure a property advisor via the Scottish Government procurement system.
13. It was agreed that further information was required such as like for like comparison between office space, whether there are any other organisations, especially in the third sector that may have space to accommodate Consumer Scotland for an interim period.
14. Angela stated that a complete as grid as possible was required. She also commented that she had a discomfort with obtaining premises with prestigious addresses.
15. The Chair drew the conversation to a close stating that an action paper was required covering all the points raised. He also confirmed that it was an interim option we were considering for the accommodation needs of Consumer Scotland.
16. This paper will be emailed with virtual decisions being made.
17. The Chair also suggested to Nick, James and Angela that they may wish to view Meadowbank House and if so to let the implementation team know. Angela advised that she would like to do so.
 - **Action – Accommodation paper to be updated with a structured comparison between Meadowbank House and private sector options and circulated round Board members - Implementation team.**
 - **Action – Board members to advise implementation team if they wish to view Meadowbank House.**

Agenda Item 4 - Finance and Systems

Framework Agreement Document update

18. Nick introduced the updated framework agreement document stating that it was based on the ESS model to ensure it captured the relevant NMO requirements which the original draft document was missing.
19. Jill stated that at this meeting she would welcome input into strategic issues, to ensure that the right tone was being used and that it was clear that Consumer Scotland was an independent organisation from the Scottish Government.
20. Once finalised this will be an agreement document between Consumer Scotland and the Scottish Government which will be reviewed every three years; with the start of this review starting in the second year. Jill also advised that it is the aim to have a draft finalised document for vesting date. Angela commented that she would like a bit more detail in the document around the appraisal of the Chair.
21. James thought that the tone and approach were good.

22. Jill will also look at ensuring the wording in this document clearly states the requirements for the reporting processes. This includes the governance, systems and processes along with outcomes.
 23. Nick stated that he would provide minor points by email. He did question as to whether all the financial information was required. He also highlighted that the working on the audit committee is not in line with the Scottish Government handbook.
 24. The framework agreement should also include information about the creation of sub-committees for the Board.
 25. The Chair thanked everyone for their comments and advised that he would like to ensure that the Board had an agreed document by 1 April.
- **For Action – Framework Document to be updated with comments from the Board - Implementation team.**

Risk Register update

26. Nick introduced the updated risk register and Jill discussed in more detail asking for thoughts from the Board on what they see Consumer Scotland looking like come vesting date and are there any risks to achieving this.
27. Angela suggested that what we were realistically looking for were key outward looking objectives especially around energy; joint messaging between Consumer Scotland and CAS; and if there wasn't a CEO in place at least have a name to announce.
28. Angela also noted that a matrix of Board members' knowledge of key areas should be recorded as a risk especially when it came to Board appointments.
29. Payroll was considered another risk although there were guarantees that some form of system would be available for Consumer Scotland to use. The ability to understand and use the payroll system was also considered along with the need to ensure that staff were in post who could carry out this function. Access to systems in general was considered a risk.
30. Ensuring that work was available to be carried out on Day 1 by the Consumer Scotland staff who had transferred from CAS was considered another risk.
31. Angela also cited as a potential risk any consumer detriment from the Consumer Scotland / CAS changeover.
32. James noted that all our risks are currently internally focused and agreed with Angela's risk observations. He also enquired as to what, come 1 April, would be the burning issue that we would want Consumer Scotland to take forward?

33. Nick added to the potential risks the ability to establish priorities and how Consumer Scotland would gather its evidence base. It was noted that all Consumer Scotland's work will be underpinned by in-depth analysis.
34. The Chair summed up that the risks were around people, policies and priorities. The next stage was to use the vision and mission document and include this in the interim strategic plan.
35. Sam confirmed that the interim strategic plan would be drafted by vesting date highlighting the importance of this plan and the levy workplan complementing each other.
36. It was agreed that the date for any low-key Comms around the launch of Consumer Scotland would be 4 April.
37. Angela suggested that we may have to review timing of Board meetings over the next few months. The Board still does have follow-up time from the away day which can be utilised. However, timings will be kept under review and it may be necessary to meet outwith the normal Board meetings.
- **For Action – Ensure that the vision and mission document is included in the interim strategic plan – Implementation team.**
 - **For noting – 4 April 2022 date for low-key Comms work around the vesting of Consumer Scotland - All.**

Agenda Item 5 – AOB

38. There was no other business and the Chair thanked everyone for their participation. Great progress is being made and consideration will be given as to how we work over the next couple of months.
39. The date of the next Board meeting is 15 February 2022 at 10 am, and will be held on Teams.

**Consumer Scotland Implementation Team
8 February 2022**