PAPER NUMBER: 2019-10-28/BOARD/545

Minutes: Scottish Charity Regulator (OSCR) Board meeting, 29 August 2019, Dundee

Board Members present:	Lindsay Montgomery (Chair), Pat Armstrong (Vice Chair), Stuart Cross, Jessica Wade, Stephanie Fraser, Shona Ulrichsen, Jill Vickerman
OSCR attendance:	Maureen Mallon, CEO; Martin Tyson, Head of Casework; Dr Judith Turbyne, Head of Engagement & Targeted Response Unit; Laura Anderson, Head of Professional Advice and Intelligence; Judith Hayhow, Head of Support Services; Moira Cathcart, Senior Legal Advisor. Caroline Monk, Engagement Manager
	OSCR Engagement Manager; Policy & Guidance (Item 7) OSCR Information Manager (Item 8) OSCR Accounts Advisor (Item 9)
Board Secretary:	PA to CEO
Apologies:	Sophie Flemig

Private Business		
Agenda item	**Area**	**Action**
1.	**Chairman's introduction and apologies** Lindsay Montgomery (LM) welcomed everyone to the meeting, thanking staff for the preparation and excellent papers especially given the time constraints due to summer holidays. LM gave an update to Members on his engagements since the last meeting. Following on from previous discussions, we agreed that priority should be given to ensuring that board members engaged in relevant training and development to enable them to undertake their duties. A survey requesting information on training to date and future needs will be circulated to Board Members shortly. **Board Training to be discussed at the strategy meeting.**	**MS**
2.	**Declarations of interest** • Stephanie: Horsecross Arts • Stuart: Horsecross Arts • Shona: Who Cares? Scotland	
3.	**Minutes of previous meetings: 8 May 2019** Approved	
4.	**Horizon Scanning** The Board members gave updates on issues of relevance to OSCR's work from their recent experience and personal perspectives.	

5.	**CEO Operational Report**	
	Maureen Mallon (MM) introduced the paper and outlined the change in structure, reporting against the OSCR business objectives for the year.	2
	The Board noted the contents of the paper and comments were invited.	
	It was noted that Members now had access to the fortnightly staff newsletter to keep them updated with OSCR developments. Members agreed this was helpful.	
	Risk Assessment Next Phase	
	MM gave an overview of the work in this area to date.	
	The Board found this update useful and agreed this should be a regular board feature as this work is critical to the changing shape of the organisation.	
	- Discussion and presentation to Board at October meeting. **- The presentation slides from the staff meeting to be made available to Members** **- Board Members could potentially benefit from Improvement Training. To be considered as part of the wider look at training for board members.**	
	Our People	
	MM gave an overview and confirmed that Judith Hayhow (JH) had taken the lead role in HR matters within OSCR. The Staff Development Policy has been produced by the Learning & Development Working Group with an emphasis on staff requesting learning.	
	Cabinet Secretary Visit	
	The Board agreed that the visit was welcome, had been well handled and that it had been very informative visit for Cabinet Secretary for Communities and Local Government.	
	The meeting acknowledged the Trustee Guidance pack beta development is working well and has attracted lots of interest to date.	
	Surveys	
	The process of designing and procuring our charity and public surveys would soon be underway. It has been useful in the past to have Board Members act as a small advisory group in that process. **Stephanie, Jill and Jess will engage in the process with staff**.	

	Framework Agreement with SG Work is continuing on developing this. Consideration has been given to the existing agreements with other agencies and we are in discussion with SG to ensure we can finalise this quickly when a permanent CEO is in place. **Key Meetings, events and engagements** MM gave round up of key meetings/events undertaken by SMT and board members since last meeting. **Brexit** OSCR are as well prepared as possible having followed guidance for public bodies from SG. We have ensured that we provide information to trustees and charities through our website and newsletters working alongside SG, SCVO and ACOSVO.		3
6.	**Board and Committees Responsibilities** JH introduced the paper and outlined that corporate governance arrangements had remained largely unchanged since 2006 and a review was now necessary. **It was agreed a paper outlining the following would be brought to the October Board:** **- Draft Board ToR** **- Draft ToR for Casework Committee and membership** **The revised ToR for the Audit Committee will be considered at the November Audit Committee meeting and then come to the following board meeting.**	**JH/MM** **JH/SC**	
7.	**Charity Law Next Steps** Caroline Monk (Engagement Manager) joined the meeting for this item. The Board had a wide ranging discussion framed by the questions posed in the accompanying paper. It is important that we regularly revisit our priorities in relation to our responsibilities as an enabling regulator outlined in the Scottish Code. **An Implementation Plan will be developed for the October meeting.**	**JT**	
8.	**Digital Strategy** OSCR's Information Manager joined the meeting for the paper and gave overview of the paper as circulated. The paper outlined OSCR's digital		

	strategy which was developed in collaboration with SG Digital Transformation Service (DTS). A wide range of digital strategies from other relevant public bodies had been considered when developing this Strategy. Once approved, this will be supported by an action plan that is currently being finalised.	
	The plan encompasses everything OSCR does and is based on 4 main themes as identified in the Business Plan along with the SG strategy.	
	- Totally OSCR Online: aim to get as much of what we do online and available for use. This will enhance our current online presence as far as possible to ensure most of our business can be carried out online by the user, ultimately saving time and money for both the user and ourselves.	
	- Data Driven Insights: aim to make best use of the data we gather to generate intelligence that will promote a wider understanding of the Scottish charity sector. Others including academics and partners in third and public sector should be able to access and re-use our data appropriately. Ensuring we can provide better information and analytics to the public.	
	- Effective Engagement: aim to help charity trustees understand and comply with their legal duties. We want to ensure users can find the information they need themselves and our digital channels needs to inform stakeholders of key news items which might be of interest to them. Essential that information is easily accessed and relevant. There is a lot of information available. This needs to be simplified to ensure the user can find it easily e.g. use of signposting	
	- Building Excellence: aim to give staff the right skills to enable them to take advantage of opportunities that the digital age has to offer. Ensure relevant, useful information held and accessible. Essential our digital services can be accessed anywhere e.g. mobile phone, tablet, computer, internet enabled television etc. Systems will be flexible, provide value-for-money, be safe and secure having secure by design built into the contract fulfilling GDPR requirements. Importantly, this will be inclusive ensuring anyone can use this whatever their needs are.	
	Comments from the Board were positive. It was acknowledged that engaging DTS has been extremely helpful and a positive experience. They provided an excellent service. MM confirmed all strategies, including our external engagement strategy, will be inter-linked and would not sit in isolation. Board Members welcomed this. The Board were happy we have a Digital Strategy that is clear, accessible and understandable.	
	Subject to minor updates, the Strategy was agreed and will be published.	**DA**
	It was agreed the Implementation Plan and budget would come to the Board for approval once finalised. (DA/JH)	**JH/DA**
	OSCR's Information Manager left the meeting.	

9.	**Charity Accounts**	
	OSCR's Accounts Advisor joined the meeting for this paper.	
	LA gave overview of the paper as presented and OSCR approach to charity accounts. It is important to note that the proposed method going forward, including random sampling and thematic work, adds value and is a good use of resource. The Annual Return process is being refreshed. We are committed to reviewing the questions asked to ensure we gather relevant and meaningful data ensuring the value of this data is maximised.	
	The meeting agreed it was important to engage with professional advisors in a robust way to ensure advice they provide is helpful, accurate and informative. The quality of advice can vary and we need to ensure our engagement with this group continues to be meaningful.	
	OSCR's Account Advisor left the meeting.	
10.	**SORP Governance Review**	
	LA introduced the paper noting the Board had previously supported the direction of travel. The paper updated members on the finalised recommendations of the SORP Governance Review, informed members of reactions of the SORP Committee to recommendations given the possibility of negative views being made public and gave assurance of the intention to proceed with the implementation of the recommendations.	
	The OSCR board agreed that the direction of travel indicated by the Review recommendations remains valid. The next meeting of the Committee will be in September.	
	LA will provide further updates to the Board on how the implementation of the recommendations is progressing at future Board Meeting.	**LA**
11.	**Performance Management Report & Complaints summary 2018-19**	
	The meeting noted the paper. An updated version will be discussed more fully at the October meeting.	
12.	**Audit Committee Report**	
	SC gave overview of the paper as presented.	
	The Meeting accepted the Audit Committee Minutes.	
13.	**Open Board Meetings**	
	The paper was introduced by JT. The meeting discussed the policy going forward regarding OSCR holding open Board meetings and the attendance of observers at meetings.	
	It was agreed to move to holding one open meeting per annum. This will possibly be linked with a MTRC event and may therefore be in another	

	location. It will be important to ensure attendees could opt to attend both the MTCR and the Open Board Meeting or either part if this is the approach we take. Staff and Board engagement is critical to running a more successful organisation. Staff will be invited to attend to present papers they have authored and to present on their work to enable a deeper understanding by Board Members.	6
14.	**AOCB** No items were raised.	
15.	**Casework Report** MT introduced the paper and highlighted areas of particular interest.	