

Minutes: Scottish Charity Regulator (OSCR) Board meeting, 19 November 2025. Quadrant House, Dundee



Board Members Present: Marieke Dwarshuis (MD) – Chair
 Jill Vickerman (JV)
 Kirsten Howie (KH)
 Neil Mackay (NM)
 Robin Strang (RS)
 Bill Maxwell (BM)
 Lynn Bradley (LB)

OSCR attendance: Quentin Fisher (QF) – Incoming Interim Chief Executive
 Judith Hayhow (JH) – Head of Corporate
 Alex Wright (AW) – Head of Regulation and Improvement
 Senior Manager, Higher Risk Cases & Quality Assurance
 Finance Governance & Business Manager
 Senior Legal Advisor
 Senior Manager Digital and Comms
 Senior Manager Policy and Sector Improvement

Data and Improvement Officer (Joined for items 10, 11 and 12)
 Data and Improvement Assistant (Joined for items 10, 11 and 12)

Item	Area	Action
1	<p>Chair’s introduction, welcome and apologies</p> <p>MD welcomed everyone to the meeting including Quentin Fisher the incoming Interim CEO.</p> <p>MD noted:</p> <ul style="list-style-type: none"> • Katriona Carmichael (KC) OSCR CEO, remains absent from work due to illness • Apologies were received from the HR & Learning Coordinator • From 11am – 11.45am The Senior Legal Advisor and the Senior Manager Policy and Sector Improvement would leave to attend another meeting. 	
2	<p>Declaration of interests</p> <p>QF declared an interest in The University of Dundee as his child is attending a course at the university.</p>	

	There were no other new declarations of interest.	
3	<p>Minutes of previous meeting and Action Log</p> <p>An error was identified in the action relating to the trustee database. The original wording, 'Add checking of trustee database to February 2025 Board Schedule of Business', should read 'Add checking of trustee database to February 2026 Board Schedule of Business'. This correction was accurately reflected in the Board Schedule of Business (paper number Board 906).</p> <p>With that correction the Board minutes were accepted as a true record.</p> <p>The action log was reviewed</p> <p>It was agreed that actions marked closed or proposed closed would be confirmed at the end of the meeting.</p>	
4	<p>Chair update</p> <p>MD gave an update highlighting the following</p> <ul style="list-style-type: none"> • Since the last meeting she has been particularly engaged with the internal needs of the organisation. • Board recruitment is ongoing, interviews were held week commencing 10 November 2025 • Regular SMT meetings have been held • MD has been supporting AW in her first weeks in post • MD has kept in regular contact with KC • There have been positive communications with SG including regular quarterly meetings and discussions around the budget • Miriam Craven has been appointed as the new DG and a positive meeting was held on 17 November when Miriam visited the office <p>MD then gave an update on her upcoming work</p> <ul style="list-style-type: none"> • The meeting with the Cabinet Secretary has been rescheduled and will now take place on 9 December • Board mid-year reviews will be carried out in December 	
5	<p>CEO Update</p> <p>JH and AW gave a joint update.</p>	

JH updated on:

- Budget discussions with SG, noting:
 - No formal commission received yet; information is being prepared for SG to inform and enable progress once the commission is received.
 - SG has given a cautious indication for OSCR for 2026-7. Any possible slight uplift would be absorbed by pay rises, inflation, etc.
 - SG responded positively to plans for automation and AI in casework. Early exploratory meetings have been held with suppliers to consider the feasibility and options available.
- The People Survey results are expected at end November. An analysis of the results together with information on planned actions will be brought to the Board in February.
- The commencement date for publishing the trustee database has not yet been confirmed. Testing is ongoing. Communications with charities around the database will be increased in January in the run up to go live.
- Clearance to lay OSCR 2024-5 accounts was received from Audit Scotland on 18 November 2025.
- Support has been received from an SG HR officer during an absence of the OSCR HR & Learning Coordinator. This arrangement will continue on the HR & Learning Coordinator's return.

AW gave an update on her work since joining OSCR as Head of Regulation and Improvement. She has met with all staff in Regulation and Improvement and has done job shadowing with certain members of the team. AW has held meetings with a number of external stakeholders, has given a keynote speech at the TSI Network Conference, and attended a roundtable of charities hosted by Stirling TSI. Board members welcomed this external engagement and asked if external engagement should be a standing item on the Board meeting agenda.

Board members asked if OSCR has the right skills available to enable process change.

Action – Consideration to be given to External Engagement being a standing item on the Board meeting agenda

MD

	<p>AW updated on recruitment:</p> <ul style="list-style-type: none"> • AW provided an update on vacant posts and plans to fill them, as well as ongoing work to improve resilience across the teams (e.g. in relation to 'Single Points of Contact'. 	
6	<p>Performance Update</p> <p>The Finance Governance & Business Manager introduced this paper highlighting the updates on</p> <ul style="list-style-type: none"> • The Supreme Court ruling on the meaning of 'sex' • Charities SORP • People • KPI's • Increasing workload including FOI, media enquiries and complaints <p>Board members discussed the increasing workload noting that it is limiting time to focus on efficiencies. Members highlighted the need to make decisions around reducing or stopping unproductive work. JV reported that workload volumes had been discussed at the Casework Committee, noting that backlogs of casework are likely despite recent overtime opportunities, which are not sustainable in the long term. JV also noted that inquiry cases that have been closed are generating time consuming concerns and FOI work.</p> <p>There was consideration around creating capacity through digital improvements, what SG funding would be available for this, and whether OSCR has the skills and time to implement. Questions were asked around future capacity after the trustee database launch. It was noted that there will be new tasks including managing non-compliant charities and analysing new data.</p> <p>The Board requested that they be provided with understanding of steps that could be taken to set clear parameters around concerns and other work to protect resources.</p> <p>Action – Provide the Board with an outline of steps that could be taken to set clear parameters around concerns and other work, in order to protect resources and manage workload effectively.</p> <p>JH advised that the People Survey completion figure is currently reported as provisional, as it has not yet been officially validated, though it is considered to be accurate.</p>	AW/QF

	<ul style="list-style-type: none"> • Whilst staff training is a priority, it was recognised that it was taking staff away from their workload, increasing delivery pressure on colleagues and needs to be carefully managed. • Whilst overtime can be used to address workload backlogs, recent take up by staff was quite low. <p>MD confirmed the financial update was accepted by the Board.</p>	
8	<p>ARAC update</p> <p>LB introduced this paper noting</p> <ul style="list-style-type: none"> • Internal Audit have an advisory amount in their budget that can be used by the Incoming Interim CEO • Laying of accounts – there were some delays caused by External Audit. Feedback will be provided to Audit Scotland. <p>Members discussed the Early Warning Signs paper looking at whether it could be used in the context of the Board Effectiveness review. It was suggested that the paper could be considered at a half-day session at the March Strategy day.</p> <p>Action – consider a half-day session on Board Effectiveness at the March strategy day, informed by the early warning signs paper.</p> <p>Members then discussed succession planning and resilience. They discussed single points of failure. The Board noted they would be interested in reflections from the incoming interim CEO.</p> <p>LB said that following the review of the risk register at the February meeting including mitigations actions, there could be a full discussion on succession planning and resilience at the March Strategy day.</p> <p>Action – Consider adding succession planning and resilience to the strategy day agenda</p>	<p>MD/ HR & Learning Coordinator</p> <p>MD/ HR & Learning Coordinator</p>
9	<p>Casework committee update</p> <p>JV welcomed AW and thanked KH and RS who gave an update at the last Board meeting.</p> <p>JV gave an update on the November Casework Committee meeting:</p>	

	<ul style="list-style-type: none"> • The committee discussed deep dive topics for future meetings. • 3 cases were discussed • There was a lengthy discussion on closed inquiries where related concerns, FoI and complaints are received in large numbers. <p>AW said that in June 2025 the Board received the Casework Committee's Annual Report 2024-25, which noted that the Committee had reviewed their Terms of Reference (ToRs) and recommended that the ToRs be amended to state that role of Chair of the Cases Committee should fall to the Deputy Chair of the Board. The Committee reaffirmed this decision at their November meeting. The revised ToRs will be circulated to the Board by email for agreement and then published on the OSCR Website.</p> <p>Action – revised ToRs to be circulated and, if approved, subsequently published on OSCR website.</p> <p>The Senior Manager, Higher Risk Cases & Quality Assurance gave an update on cases discussed at the November Casework Committee meeting.</p>	AW
10	<p>Digital Strategy annual update</p> <p>The Senior Manager Digital and Comms noted the three key areas in the report</p> <ul style="list-style-type: none"> • Implementation of the Charities (Regulation and Administration) (Scotland) Act 2023 • Procurement of support contracts • Future plans <p>Board members asked questions around projects. The Senior Manager Digital and Comms updated on</p> <ul style="list-style-type: none"> • Final stages of the 2023 Act implementation • Ongoing work around building a digital system to replace PDF forms for consents to change • Early stage work around automated and AI decision making <p>MD said that there is a need to think about what will be required for the future and not just plan for what is needed now. It was confirmed that products being considered are agile.</p>	

	<p>There was some discussion around IT models and future cost increases associated with technology, which were noted by staff and will inform future thinking.</p> <p>MD said that she looks forward to seeing the Digital Strategy alongside the Corporate Strategy early in 2026-7.</p>	
11	<p>Communications Strategy update</p> <p>The Senior Manager Digital and Comms introduced this item, highlighting:</p> <ul style="list-style-type: none"> • The work to launch the new content on the website improving accessibility and findability • Direct communications with charities preparing them for the responsibilities around the Act • The number of media enquiries has been more in the past year than in any period since OSCR's establishment. <p>Board members discussed the importance of good comms throughout the life of inquiries. In the self-service environment it is important to use the ability to communicate and support those with accessibility needs. The Senior Manager Digital and Comms said that actions are being taken on feedback received around the trustee database and improvements are being made.</p> <p>NM suggested reviewing the tone of voice used in different communications. The Senior Manager Digital and Comms said tone of voice was last reviewed 2 years ago but could be reviewed again.</p>	
12	<p>Show and Tell: Interactive Dashboard</p> <p>The Data and Improvement Officer gave a demonstration of the Interactive Dashboard that is used by staff across OSCR. He responded to Board members questions explaining the granularity of data held by OSCR, and how that is being used to enhance efficiency by teams and individuals.</p>	
13	<p>Environmental report</p> <p>The Finance Governance & Business Manager introduced this paper. OSCR is required to submit an annual report to Sustainable Scotland Network (SSN) on compliance with climate change duties established under S44 of the Climate Change (Scotland) Act 2009 and in</p>	

	<p>accordance with Schedule 2 of the 2015 Order. The full report will be shared with Board members</p> <p>Action – Full Environmental report to be shared with Board members</p> <p>JH said that a sense of proportionality is to be retained when looking at this report as OSCR is a small organisation in a sublet office. The direction of travel is right concerning travel to and from work however OSCR is limited in control over other spending.</p> <p>Board members asked that the graph included in the report be made clearer prior to publication.</p> <p>Action – Graph to be updated</p> <p>MD noted the (recent) upward trend in emissions, but the paper states OSCR is still on track, whereas this may not be the case.</p>	<p>Finance Governance & Business Manager</p> <p>Finance Governance & Business Manager</p>
14	<p>Discussion on Corporate Strategy, including development of performance information framework</p> <p>MD introduced this paper. The intention had been to discuss developed outcome measures and KPI's, however the absence of the CEO has impacted on this. A full report will be brought to the Board at the February meeting.</p> <p>The Board then discussed whether they would prefer to have one or two outcome measures against each strategic theme, and KPIs that sit alongside. Discussion around the terminology included whether 'indicators' or 'measures' were correct. There is a desire to make the language as clear as possible.</p> <p>The incoming Interim CEO will meet with Board members individually to discuss the Corporate Strategy and performance measures, and consideration can be given to arranging group meetings.</p> <p>Action – Meetings to be set up between the Incoming CEO and Board members</p> <p>The Senior Manager Policy and Sector Improvement updated on Corporate Strategy stakeholder discussions to date noting:</p> <ul style="list-style-type: none"> • There had been a good engagement meeting with the Law Society, and further individual discussions are planned with certain key stakeholders. 	<p>QF</p>

	<ul style="list-style-type: none"> • Sign up levels for the Corporate Strategy Engagement events on 2 and 3 December are quite low, although those who have signed up are valuable attendees. 	
15	<p>Review of Board papers and agreement of Action Log</p> <p>MD acknowledged the papers were issued one day late due to absences. It was agreed that the papers were clear and helpful.</p> <p>It was confirmed that Actions that were noted closed or proposed closed could be closed.</p>	
16	<p>Dates of Next Meetings</p> <ul style="list-style-type: none"> • Next Board meeting: Thursday 19 February, in person, in Quadrant House • Board Strategy Day on Tuesday 24 March, in person, Quadrant House 	
17	<p>Private session and close</p> <p>MD closed the meeting and a private session of the Board followed.</p>	