

**Disclosure Scotland**  
**DS Board**  
**Wednesday 30 January 2019**  
**10:00 to 13:00**  
**MINUTES**

- Present:** Lorna Gibbs (Chief Executive, Chair)  
Douglas Hutchens (Non-Executive Board Member)  
Stephanie Kerr (Non-Executive Board Member)  
Keith Ross (Non-Executive Board Member)  
Stuart Smith (Non-Executive Board Member)  
Joy Bramfitt-Wanless (Director of Transformation Delivery)  
Alan Eastwood (Director of Corporate Services)  
Gerard Hart (Director of Policy and Protection Unit)  
Louise Glencross (Director of Disclosure Services)
- Attending:** [redacted] (Senior Communications Manager)  
[redacted] (Head of Organisational Development and Change for item on People Survey)
- Apologies:** None
- Observers:** [redacted] (Service Owner)  
[redacted] (Governance Administration Officer)  
[redacted] (Assistant Governance Manager)
- Secretariat:** [redacted] (Governance Manager)

**Welcome and Introductions**

1. The Chief Executive welcomed everyone to the meeting. There were no apologies.

**Declaration of Interests**

2. None.

### **Previous Minutes and Actions 28 November 2018**

3. These were agreed as an accurate and true reflection of the meeting. It was agreed that all actions could be closed.

### **Previous Minutes and Actions 05 December 2018**

4. Paragraph 15 to be amended to 'She informed the Board that the report from the Office of the Chief Information Officer (OCIO) is still under discussion.'
5. Paragraph 17 to be amended from January to February 2019.
6. Action point Dec/03/2018 to be amended from January to February 2019.
7. With these amendments, the minutes were agreed as an accurate and a true reflection of the meeting. It was agreed that all actions, apart from the following could be closed:
  - **June/03/2018:** Planning work is currently being undertaken to develop a workshop on "Future products, diversification and innovation" prior to the board away day.
  - **Sept/09/2018:** The project to develop the event will commence in February when a project group will come together and agree final data/dates.
8. The Chief Executive asked that in the future the Board provide any amendments to Secretariat prior to the meeting.

### **Transformation Programme Update**

9. The Chief Executive provided an update on discussions between her and Michael Chalmers, Director for Children and Families in his role as DS's Fraser figure. After the most recent extension of the BT contract, Michael Chalmers wanted to find a way to get additional assurance for himself as well as support and challenge for the Chief Executive and Transformation Programme Board. This had been the subject of some discussion, with input from the Director of Internal Audit, on the best way forward, ensuring that the governance was clear and nothing impinged on the Accountable Officer responsibilities. Michael had now decided to appoint an adviser to him in relation to Disclosure Scotland's digital transformation programme. The details of the job description were still being worked out but would contain references to the AO role and the new post's status as an independent advisor.
10. The Board members raised concerns about this new role. They noted the work to try and ensure it did not compromise existing governance roles but still had some reservations about how this would work in practice. They were also concerned about the precedent that this might set for other agencies and Fraser Figures. The Chief Executive said she would work with Michael and the new person to minimise and mitigate any potential problems.

11. The Programme Director provided a presentation on the following:

- DS are taking around 40% of its business through PASS making the BT platform more stable;
- 30% of customers have provided feedback. Of those 95% are either satisfied or very satisfied with the new online service; and
- The Programme Director will report to the ARC and Board on the 47 actions from the Cap Gemini and Gateway Review reports.

### **Chief Executive Update**

12. The observers joined the meeting and introductions were made.

13. The Chief Executive (CE) provided an update on the following:

- Freedom of Information (FOI) Lessons Learned: An exercise was held on the 14 February and recommendations are currently being drafted. There were good discussions in the session including one on the overall information management within DS;
- Ministerial visit: Ms Todd visited DS on Monday 10 December 2018. She had a tour of the Transformation Programme hub, Disclosure Services and a discussion with colleagues from Policy and Protection Services about the work to develop the Disclosure Bill;
- Minister for Public Finance and Digital Economy: Director of Digital suggested that DS invite the Minister for a visit given her portfolio interests;
- Public Bodies Unit (PBU): PBU are launching a hub for Non-Executive Board Members' (NXBMs) development which supplements the on board guidance. The CE advised that the Corporate Governance Team (CGT), would be in touch with further information and asked that NXBMs provided feedback on the hub training modules;
- NXBM Recruitment: Planning has started for this year's recruitment and the CE and CGT are considering the skills, such as change management and policy development, that will be required from DS's NXBM in the next 3 years. The aim is to have the new NXBMs in place by November 2019; and
- eRDM Connect: DS have procured ERDM Connect to make papers more accessible for the Board and ARC, The CGT are currently working on setting up this system, testing it and will contact the NXBMs in February via email with registration instructions.

## **Disclosure Bill**

14. The Director of Protection Services and Policy provided an update on the Disclosure Bill and informed the Board that the Policy team:

- are currently working on the documents which will support the Bill;
- are working with the Director of Corporate Services and the Head of Finance on the Financial Memorandum; and
- are in the process of working with SGLD to develop policy instructions for Parliamentary Counsel to write the legislation.

15. The Board discussed the possible effects of a no deal Brexit. The Director of Protection Services and Policy confirmed that current understanding was that the Bill would not be delayed by this.

**Action point Jan/01/2018: The Disclosure Bill timeline will be circulated to the Board Members.**

## **Finance Update**

16. The Director of Corporate Services thanked everyone involved for reviewing and improving this paper and provided an update on the following:

- the net pressure for Resource (cash) is still being monitored closely and the SG were informed that DS would require c. £9.2 million additional funding during September 2018 to close the funding gap. This is the figure that will be agreed as part of the Spring Budget Review (SBR);
- total capital needs for 2018/19 advised to SG are £11.0 million, primarily for the development work that the transformation delivery partner is undertaking. The Programme Director will continue to monitor this as DS moves into the last months of this financial year; and
- the 19/20 budget has been agreed with SG and there are pressures that will be addressed via formal SG Budget Review procedures. Ongoing work is taking place with DS Budget Holders to determine internal budget position, and to establish pressures, which will be presented to DS Board in the future.

17. The Board discussed ideas to save money, in line with the SG efficiency target. The Board members made several suggestions, such as:

- developing an efficiency plan;

- encouraging everyone in DS to think about small scale savings as well as the macro level efficiencies expected as a result of the transformation programme; and
- incorporating this piece of work in to the continuous improvement work.

**Action point Jan/02/2018: Efficiency savings to be tabled as a future agenda item.**

### **Business Plan Quarter 3 Update**

18. The Director of Corporate Services presented an update on the business plan. There was a lot of discussion around the information captured in the update. It was agreed that the Board are content with the progress made and believe sufficient assurance has been provided to date.
19. It is expected that additional detail be provided in the quarter 4 update. This is to include an assessment of achievement against planned objective to demonstrate how DS has achieved the outcome agreed at the start of the business year.

### **Business Plan 2019/20**

20. The Director of Corporate Services presented the Business Plan for 2019/20, and advised that Key Performance Indicators (KPIs) are currently being reviewed by the Performance Team.
21. The Board were content with the draft measures that have been put in place. However, it was noted that further refinement was planned before the plan can be signed off.

### **Future Target Operating Model (TOM)**

22. The Head of Organisational Development and Change provided a presentation on the Target Operating Model (TOM). The TOM will:
  - bridge the strategy and operations, focusing on the why, what and how we do things;
  - increase visibility, providing an oversight on what we do and strengthen the Governance Framework;
  - provide a high level overview, showing processes, people and technology; and
  - be supported by detailed local TOMs within each business area.
23. It was suggested that the Head of Organisational Development and Change should liaise with SPPA as they recently undertook a similar project.

24. This project will start with an initial workshops which will support the local TOM development. A review meeting will be held with the Leadership Team before it is presented at the Board Away day in May.

**Action point Jan/03/2018: PowerPoint to be circulated to the Board.**

### **People Survey**

25. The Head of Organisational Development and Change advised that the People Survey responses were lower than usual though overall they were still high which showed engagement from DS staff.
26. Results show strengths around the 'my work' and 'my team' indicators with others decreasing from the previous year's survey. Key themes are emerging from the comment section of the survey.
27. The Board discussed the amount of energy that was put into staff engagement at the start of the year and considered that the competing demands throughout the year had affected the results. It was highlighted the decreases in this year's scores took place against the backdrop of a significant amount of change. Work was required to understand and address the changes in scores but there were still good messages coming from the scores.

### **Review of Risk Register**

28. The Director of Protection and Policy provided an update on the following:
- the new register was developed by staff in the CRRG and local business areas to include a wider range of voices;
  - the risks relate to the risk appetite and our business objectives;
  - the quality of discussion has improved at CRRG; and
  - the group's terms of reference have been rewritten.
29. The Director of Protection and Policy invited comments from the Board. The feedback provided was positive with members commenting on how clear and crosscutting the new register is.
30. The new register will be presented alongside the old risk register to the ARC in February 2019.

### **Balanced Scorecard**

31. The Board discussed the amount of average working days lost per FTE over the last 12 months, as this is increasing the LT and PT are having ongoing discussions to actively look for solutions.

32. The Board was informed that a review of the Key Performance Indicators (KPIs) is currently ongoing by the Performance Team (PT) and will be presented to them in March 2019.
33. The Board requested that the PT look at rewording KPI 3 and consider adding a time limit to how long the risk has been red.

**Action point Jan/04/2018: PT to look at the rewording the number of red risks KPI.**

**AOB**

34. Horizon Scanning to be added to the agenda as a standing item going forward.

**Action point Jan/05/2018: Horizon Scanning to be added to the agenda as a standing item going forward.**

35. The next Board meeting will take place 13 March 2019.

Actions	Responsible	Due by	Status
<b>June/03/2018:</b> A working group to be set up to explore and to map out DS's future journey	Director of Protection Services and Policy	January 2019	Planning work is currently being undertaken to develop a workshop on "Future products, diversification and innovation" prior to the board away day.  <b>Action Closed.</b>
<b>Sept/09/2018:</b> Dates for next year's All Staff events to be set now	PEG Chair	January 2019	ODC have confirmed that this will be held during the last two weeks in August.  <b>Action Closed.</b>
<b>Action point Jan/01/2018:</b> The Disclosure Bill timeline will be circulated to the Board Members.	Chief Executive	February 2019	Disclosure Bill timeline was circulated.  <b>Action Closed.</b>
<b>Action point Jan/02/2018:</b> Efficiency savings to be tabled as a future agenda item.	Board Secretariat	February 2019	Added to Calendar of Business.  <b>Action Closed.</b>
<b>Action point Jan/03/2018:</b> PowerPoint to be circulated to the Board.	Board Secretariat	February 2019	PowerPoint was circulated.  <b>Action Closed.</b>
<b>Action point Jan/04/2018:</b> PT to look at the rewording the number of red risks KPI.	PT Chair	March 2019	PT have included this in their review of the KPI's.  <b>Action Closed.</b>
<b>Action point Jan/05/2018:</b> Horizon Scanning to be added to the agenda as a standing item going forward.	Board Secretariat	March 2019	Added to the agenda for March 2019.  <b>Action Closed.</b>