

In Attendance:

Members

David Watt (DW), Chair, Independent Member
Claire Robertson (CR), Independent Member
Claire Methven O'Brien (CMO), Member of SHRC

Attending

Jan Savage (JS), Executive Director
David Lees (DL) Head of Commission Secretariat

Tiia Kontro (TK) Business Support, Minute Secretary

From Audit Scotland

Zoe Headridge (ZH), Senior Auditor

Apologies:

Jim Farish (JF), Member of SHRC

Liz Maconachie (LM), Senior Audit Manager, Audit Scotland

List of Acronyms

ARC: Audit and Risk Committee

NHRI: National Human Rights Institution

SHRC: Scottish Human Rights Commission

SPCB: Scottish Parliament Corporate Body

SPSO: Scottish Public Services Ombudsman

1. Welcome

- 1.1. The Chair welcomed all attendees.
- 1.2. Apologies were noted from Jim Farish (JF), Member of SHRC and Liz Maconachie (LM), Senior Audit Manager, Audit Scotland

2. Declarations of Interests

- 2.1. The Chair requested Declarations of Interest from attendees. None were noted.

3. Minutes from previous ARC, March 2023 and Matters Arising

- 3.1. Minutes from the ARC Meeting in March 2023 were approved with minor changes.
- 3.2. DL provided a verbal update on Matters Arising.
- 3.3. The Chair requested the update to be shared as a paper in all following ARC meetings.

Action: Matters Arising log to be included in all future ARC Meeting papers.

4. Accountable Officer's Update

- 4.1. It was noted that Ian Duddy will demit office as the Commission Chair early and his official last day in the post is 30 June 2023. Due to annual leave, his last working day with the Commission was Friday 16th June 2023.
- 4.2. SPCB has taken the decision to appoint the Commission's Executive Director, Jan Savage as its Accountable Officer from the 17th June 2023, in addition to her existing role to provide continuity. Ian Duddy has sent a letter of comfort to inform the transition of Accountable Officer duties.
- 4.3. JS noted that the Commission's focus in the transition period before the Commission's new Chair will be appointed will continue to be on delivering the transition strategy.

- 4.4. JS assured the ARC that the Commission Governance activities are moving forward with the support of SPCB and DL. It was noted that the Commission will be going through a particularly busy period in time with drafting of future budget and the 2024-28 Strategic Plan as well as steering the Governance Review, External Audit and Internal Audit processes to completion within relevant deadlines.
- 4.5. In terms of operations, the Commission has deliberately delayed the recruitment of three vacant positions to alleviate the financial impact caused by a larger than anticipated pay award within 2023/24 financial year. The recruitment for all three positions of “Communications and Digital Media Officer”, “Legal Fellow” and “Policy and Participation Officer” is currently live.
- 4.6. In terms of performance and outputs, JS noted that the Commission’s focus on purpose driven outputs and subsequently published blog post on these spotlight projects has received positive coverage in both media and amongst the stakeholders. She stated that a new publication was live as of 19th June: At a Crossroads: What Next for the Human Rights System in Scotland? aligned with a significant communications and engagement programme for the months ahead.

5. Audit Scotland Update

- 5.1. Audit Scotland referred to the Annual Audit Plan which was brought to the Committee in the previous meeting and noted that any updates are relating to work that has been completed since.
- 5.2. It was noted that the Interim Audit Project is currently in process. The current aim is for it to take place in August and for a final report to be brought to the attention of the Committee in the September ARC meeting.
- 5.3. ZH noted that the changes on leases of office buildings which previously was thought to not have an impact on the Commission has been found to be something the Commission should be aware of. It was noted that since a number of the Officeholders currently located in Bridgeside House use Audit

Scotland, a consistent approach has been successfully reached to clarify the transition process.

6. Governance

Departure Paper

- 6.1. JS pointed out that highlights of the paper have been shared in previous agenda items.
- 6.2. It was noted that the Commission mandate does not currently provide for an interim Chair for the Commission. The Commission has therefore agreed in the Commission meeting held on 5 June 2023 that the Chair duties for each Commission meeting will be approached on a rotational basis.

Updated Schemes of Delegation

- 6.3. JS noted that the financial Scheme of Delegation has been updated to align with the current arrangements. The Non-Financial Scheme of Delegation has also been updated to reflect the current arrangements. Both documents were noted to be interim and will be updated when the new Chair of the Commission will be appointed.
- 6.4. CMO sought clarification to the wording of the Schemes of Delegation in relation to Commission and Commissioner oversight responsibilities.
- 6.5. CR recommended adding version control to clarify which changes have been made.
- 6.6. Discussion on signoff of staff salary payments took place. It was agreed that measures will be in place to alleviate any risk on senior staff members signing off their own salary payments.
- 6.7. CMO suggested an additional paragraph on the existing responsibilities of Commissioners based on their appointments and the Paris Principles. The Committee agreed to this.

Action: DL and JS to revise the Schemes of Delegation to reflect the agreed wording.

6.8. The Chair proposed that the Commission should agree on a protocol on the defined responsibility of the rotational Chair of the Commission to clarify the set of expectations for the rotational Chair. The Committee accepted the proposal.

Action: The Commission will agree upon a protocol and this will be included together with the Chairing rota.

Independent Governance Review

6.9. JS shared an update on the Governance Review process and the expected future timeline of the process.

6.10. It was noted that Simon Routh Jones has requested for an extension to form his conclusions. There will be no further costs involved for the Commission as result of the delay.

6.11. CMO questioned the wording in the paper with relation to how invitation to participate in the Evaluation Panel was sent. This was agreed to be noted in the ARC minute. ARC noted the process.

6.12. Discussion on the process, membership of the panel, scoring and evaluation of the bids took place. ARC noted the process as robust.

Code of Conduct

6.13. JS noted for minuting that a short life working group has been formed to draft a Code of Conduct for the Commission. Both Commissioners CMO and SG are part of the working group together with JS and supported by the internal auditors. The working group is currently reviewing codes of conduct from different NHRIs as well as Standards Commissioner to draft a Code of Conduct for the Commission.

6.14. Once the Code of Conduct has been drafted, it will be tabled for the next scheduled ARC meeting thereafter.

7. Corporate Services Update

- 7.1. DL shared an update on the Shared Services Agreement which was implemented on 1 April 2023. The Commission has received significant support and resources from the Shared Services and it was agreed that the service is working well.
- 7.2. The Commission has been running a monthly parallel payroll in the old system (Kashflow) to ensure a seamless transition to Shared Services Payroll Supplier (Moore Pay). The parallel payroll arrangement will now be brought to completion with last month of it taking place in June 2023. ARC agreed that this was satisfactory.
- 7.3. It was noted that a quarterly quality assurance meeting will be scheduled with SPSO to monitor the quality of the Shared Service Agreement delivery.
- 7.4. DL shared an update on the key Corporate Governance timelines.

8. Risk Management

- 8.1. DL shared the Revised Risk Register. It was noted that the register now only contains 9 main risks for the Commission.
- 8.2. Phase 2 of the project will aim to finalise broader Risk Framework for the Commission which will also allow the Commission to link each risk on the register to the Commission's Operational and Strategic Plan.
- 8.3. Discussion on items that should be identified as risks on the register took place. It was agreed that risks on Quality Output of Work and Political Neutrality and Impartiality would be added and that both Commissioner and Staff turnover would be recorded under the same risk item, but agreed that the controls will be separated to match each risk accurately.
- 8.4. The Committee discussed the accurate way of reflecting stakeholder engagement and relationships on the risk register.

Action: Risk register will be updated and amended as per agreement at the meeting.

9. AOB

9.1. No AOB