**Board Meeting Minutes**

**Minutes** of a meeting held at 1.40pm on **Thursday 22 September 2022** via Microsoft Teams

**Present** Gary Devlin (Chair), Ashley Campbell, Julia Fitzpatrick, Adele Erwin, James Rowney, Rob Rowe, Louise Reid

**In attendance** Angela Currie (Chief Executive), Wendy Russell (Director of Business Support & Transformation)

**Apologies** Alan Stewart, Fraser Mitchell, Jo Roger, Cathie Wyllie, Margaret Whoriskey

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| **1.** | **Introduction & Apologies** |  |
|  | The Chair welcomed Board Members to the meeting. Apologies were accepted from Alan Stewart, Fraser Mitchell, Jo Roger, Cathie Wyllie, Margaret Whoriskey. |  |
| **2.** | **Declarations of Interest** |  |
|  | As the Committees and Office Bearers were being appointed along with the Company Secretary, all Members had an interest, as did Wendy Russell. |  |
| **3.** | **Appointment of Chair & Vice Chair of Hanover Scotland** |  |
| **Discussion** | WR conducted the first part of this item. WR confirmed that Gary Devlin was willing to stand as Chair for another year. ***The Board approved that proposal.*** WR then handed over the rest of the agenda to the Chair.The Chair confirmed that Louise Reid was happy to stand as Vice Chair for another year. ***The Board approved that proposal***. |  |
| **Decision** | The Board **appointed** Gary Devlin as Chair and Louise Reid as Vice Chair. |  |
| **4.** | **Appointment of Membership & Office Bearers for Committees** |  |
| **Discussion** | The Chair highlighted for members the proposed membership and office bearers for both the Audit, Performance and Risk Committee and the People Committee – as per Appendix 1 of the paper. The proposal given was following individual discussions with Board Members during the 2022 Appraisal process. |  |
| **Decision** | The Board **approved:*** Julia Fitzpatrick as the Chair and James Rowney as Vice Chair of the **Audit Performance & Risk Committee.** Membership of the Committee is as follows
	+ Julia Fitzpatrick
	+ James Rowney
	+ Adele Erwin
	+ Fraser Mitchell
	+ Margaret Whoriskey
	+ Cathie Wyllie
* Jo Roger as the Chair of the **People Committee.** It was agreed that a Vice Chair would be considered at a later date.Membership of the Committee is as follows
	+ Jo Roger
	+ Gary Devlin
	+ Ashley Campbell
	+ Alan Stewart
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| **5.** | **Appointment of Company Secretary** |  |
| **Discussion** | The Chair presented the proposal that the Company Secretary role should be linked to the role of Director of Business Support & Transformation. |  |
| **Decision** | The Board **approved** Wendy Russell, in her role as Director of Business Support & Transformation to carry out the role of Company Secretary. |  |
| **6.** | **Appointment of Data Protection Officer** |  |
| **Discussion** | The Chair presented the proposal that the Data Protection Officer role should continue to be linked to the role of Head of Governance & Transformation. |  |
| **Decision** | The Board **approved** Elaine McCaffery, in her role as Head of Governance & Transformation to carry out the role of Data Protection Officer. |  |
| **7.** | **Any Other Competent Business** |  |
|  | None.  |  |

**Chairperson**: Gary Devlin



**Date: 27.10.22**