

# 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

## 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

## 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:**