

Board Meeting Minutes

Minutes of a meeting held at 1.40pm on **Wednesday 20 September 2023** via Microsoft Teams

Present Gary Devlin (Chair), Adele Erwin, Kathleen McAdams, Christa Reekie, Rob Rowe, Alan Stewart, Donald Taylor, Bryony Willett, Margaret Whoriskey

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

Apologies Ashley Campbell, Fraser Mitchell, James Rowney

1. Introduction & Apologies

The Chair welcomed Board Members to the meeting. Apologies were accepted from Ashley Campbell, Fraser Mitchell, James Rowney.

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 Ashley Campbell was happy to stand as Vice Chair. **The Board approved that proposal.**

Decision The Board **appointed** Gary Devlin as Chair and Ashley Campbell 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 discussions with Board Members.

Decision The Board **approved:**

- Margaret Whoriskey as the Chair and James Rowney as Vice Chair of the **Audit Performance & Risk Committee.**
Membership of the Committee is as follows:
 - Adele Erwin
 - Fraser Mitchell
 - Christa Reekie
 - James Rowney
 - Donald Taylor
 - Margaret Whoriskey

- Alan Stewart as the Chair and Kathleen McAdams as Vice Chair of the **People Committee.**

Membership of the Committee is as follows:

- Ashley Campbell
- Gary Devlin
- Kathleen McAdams
- Alan Stewart
- Bryony Willett

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: 26.10.23