

**Minutes of ZERO WASTE SCOTLAND Board Meeting on Thursday 21 May 2020
at 9:30am via Conference Call
For publication**

On Call: Vic Emery (VE), Director, Member and Chair
Iain Gulland (IG), Director and Chief Executive (CEO)
Morag MacDonald (MM), Director and Member
Gerard O Sullivan (GO), Director and Member
Janet Swadling (JS), Director and Member
John Watt (JW), Director and Member
Helen Wollaston (HW), Director and Member

In attendance: Jill Farrell (JF), Chief Operating Officer (COO)
Louise Smith (LS), Director of People and Transformation (DT)
Claire Lithgow (CL), Finance Director (FD)
Andrew Dick (AD), Head of Organisation Transition (HT)
Stephanie Seath (SS), Executive Assistant (Minutes) (EA)

Apologies: None.

Item	
1.	Apologies
21.05.1.1	None.
2.	Declaration of Interests
21.05.2.1	There were no declarations of interest noted.
3.	Minutes of the previous meeting
21.05.3.1	The minutes of the meeting held on 12 March 2020 were approved as an accurate record of the meeting.
4.	Matters Arising
21.05.4.1	<i>Outstanding actions from the minutes of 21 March:</i>
21.05.4.2	Para 20.03.6.6 Action log highlighting projects for COP 26 - Due to postponement of COP 26, this will be created when the new date has been confirmed.
21.05.4.3	Para 20.03.6.6 Elevator pitch on Zero Waste Scotland's COP 26 projects - Due to postponement of COP 26, this will be created when the new date has been confirmed.
21.05.4.4	Para 21.11.15.3 Interrelated policies to be consolidated and policy on Information Governance to be developed – Governance manager to review with HR.
21.05.4.5	Para 21.11.17.3 Speak with Scottish Government to discuss possibility of the Cabinet Secretary or Deputy Director joining Board meetings in 2020 – Due to COVID 19 this has been postponed. Date to be confirmed.

Item	
21.05.4.6	<p>Complete:</p> <p>Para 19.08.6.2 Fraud prevention policy to be developed – This has been drafted and will be reviewed by the Audit & Risk Committee with a view to recommending this be adopted.</p>
5.	<p>Health and Safety</p>
21.05.5.1	<p>The CEO provided an update to the Board on Health & Safety highlighting the key actions taken to ensure the organisation remains connected, and colleagues supported during the pandemic. Health & Safety training is up to date with the successful launch of the virtual college platform. The Board discussed working from home packages and recommended contacting other organisations for feedback on what they provide.</p>
6.	<p>Amendment of Articles of Association</p>
21.05.6.1	<p>The CEO spoke to the paper and requested approval to amend the articles of association.</p>
21.05.6.2	<p>The Board discussed the articles and requested revisions with this being brought back to a future Board meeting for approval.</p>
7.	<p>Appointment of Company Secretary</p>
21.05.7.1	<p>The CEO requested approval for Claire Lithgow, Finance Director to be appointed as Company Secretary. The Board approved and requested clarification on the plans for this role in the future.</p>
8.	<p>RESERVED</p>
9.	<p>Chief Executive's Report</p>
21.05.9.1	<p>The CEO spoke to his report and invited comments and discussion from the Board.</p>
21.05.9.2	<p>Deposit Return Scheme (DRS) - On 13 May 2020 the Scottish Parliament voted to approve the scheme, which will form a significant change to our future recycling system. The scheme is due to go live on 1 July 2022. The Board asked the CEO to share their appreciation of this achievement to all Zero Waste Scotland employees involved.</p>
21.05.9.3	<p>Environmental Management System (EMS) – The CEO provided a verbal update on the EMS Report which included a review of the carbon impact of lockdown due to COVID 19. The completed EMS report is to be circulated to the Board.</p>
21.05.9.4	<p>The Board discussed options for returning to the office with the CEO confirming a project team has been established to consider timeframes, health and safety, and future ways of working. The project will take into consideration employees wellbeing and engagement.</p>
21.05.9.5	<p>Risk Register - The CEO asked the Board to note the risk register. An additional risk register on the impacts of COVID 19 has been established and regularly monitored by the Executive Leadership Team. The Board requested an additional risk of a potential second wave of COVID 19 be added to the register.</p>

Item	
21.05.9.6	RESERVED
21.05.9.7	Risk management and management reporting – Update to be provided to Board in June meeting on progress.
21.05.9.8	On Requests & Complaints – Board Directors requested the Requests and Complaints be divided onto separate tabs.
21.05.9.9	Green Recovery Plan – The CEO provided an overview of the Green Recovery Plan and a further discussion was agreed for the next Board meeting on Zero Waste Scotland’s involvement.
10.	Corporate Plan
21.05.10.1	Operating Plan 2020-21 – The HT confirmed Scottish Government have awarded the grant for the operating plan submitted for 2020-21 highlighting the additional activity relating to the Energy funder being removed due to COVID 19.
21.05.10.2	RESERVED.
21.05.10.3	Year-end Report 2019-20 – The HT updated the Board on the Year-end Report.
11.	Financial Report
21.05.11.1	The FD spoke to the report and the Board discussed the considerations highlighted.
21.05.11.2	RESERVED.
12.	People Transformation
21.05.12.1	The DT spoke to the report and invited discussion.
21.05.12.2	RESERVED
21.05.12.3	The DT shall provide a summary on the Engagement Survey on COVID 19 response to the Board.
14.	Any other business
20.03.14.1	There was no other business.