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**MINUTE OF THE REGISTERS OF SCOTLAND
BOARD MEETING
14-15 November 2017**

| Chair | Sheenagh Adams, Keeper |
|---|---|
| **Board members present** | Kenny Crawford<br>Janet Egdell<br>Billy Harkness<br>Shrin Honap<br>John King<br>Deepa Mann-Kler<br>Fiona Ross  - items 11-23<br>Jayne Scott |
| **In attendance** | Lyn Gellatly – items 12-13<br>Charles Keegan – items 4-7<br>Lorraine Harper – item 18<br>Jim McConnell – item 9<br>Tom Meade – items 4-6<br>Aidan Robertson – item 10<br>Stephen Welham – items 15-17<br>Sharon Wilson – item 19 |
| **Secretariat** | Gillian Martin<br>Rebecca Brown |

**Introduction, apologies and declaration of interests**

1.      Sheenagh Adams welcomed everyone to the meeting. Apologies were received from Fiona Ross for items 1-12 (inclusive).

2.      No declarations of interests were received.

**Minute of meeting previous meeting** *(RoSBrd2017/ 11/01)*

3.      The minute of the meeting of 29 August 2017 was accepted as an accurate reflection of the meeting.

**Action Log** *(RoSBrd2017/11/02)*

**Actions**

**Actions 2756, 2769, 2774, 2775, 2776, 2778, 2779, 2780, 2781, 2782, 2783, 2784 and 2785**
4.      The board agreed that these actions are now closed.

**Actions 2755, 2760, 2771 and 2777**
5.     The board agreed that these actions are ongoing.

**Programme 1 Update** – *(RoSBrd2017/11/03)*

6.     John King provided the board with an overview of his paper that evaluated the costs, benefits and deliverables achieved within phase 1 of RoS' business transformation programme. John advised that phase 1 of the programme was completed in October 2017 and expressed his thanks to the board and audit committee for their support in delivering the programme. John added that he would like to express particular thanks to Shrin Honap who was part of the business transformation programme board.

7.     John explained that as SRO, he had commissioned a report from RoS internal auditors PwC to provide additional assurance to him as SRO and the board on the expected outcomes from the programme and progress against delivery. John highlighted that one of the change that was not as far progressed as it could have been was extension of our digital channels and the reasoning for this was in relation to a number of factors detailed within the paper.

8.     Tom Meade presented the board with an overview of the operational changes that have been implemented within the programme including the changes made to acceptance of bulk applications, efficiencies made through not having to re-key in data and how we have taken our paper registration process onto a digital system. Tom also provided an overview of RoS capture once and title plan approver systems that will be fully operational in the coming weeks.

9.     John also highlighted that there have also been significant work undertaken to understand the value of our data and how we can use this for public value. John explained that the data work has also provided a greater confidence in delivering different digital services in the future and RoS's capability to do so.

10.    The board thanked John for his efforts and to those involved in delivering a successful programme. The board also agreed some follow up to the PwC report and agreed that once finalized RoS should publish information around the success of the programme.

11.    John agreed to take this forward and report back to the board if necessary.

**Business Change**

12.    Janet Egdell presented the board with an update on the business change activities being undertaken by RoS. Janet explained that this was acting as a bridge between programme 1 and the new transformation programme to ensure that momentum and time where not being lost between the formal governance approval processes.

13.	Janet advised that the team had created a future model that is centred around service alignment and would change how RoS operationally managed our services. Janet added that this was supported by the business change roadmap.

14.	Janet explained that in order to ensure our business and customers are ready for the change they have broken the activity into three themes: people, customers and technology. Janet went on to provide an overview of the delivery milestones for each of the next three years highlighting that this activity will be subsumed within the Digital by 2020 programme.

15.	The board thanked Janet for her update.

**Programme 2 Business Case** *(RoSBrd2017/11/04)*

16.	Charles Keegan presented the board with a business case to transform RoS to be a fully digital business by 2020. Charles explained that the outcomes of the programme are:

- Be a fully digital business with processes designed so that automation is the norm, online registration is mandatory and manual intervention is only used where it adds value

- Make quality assured data accessible and useful, allowing our customers to access our data in mays that meet their business needs while aiding the completion of an accurate application, reducing the risk of an error entering the register

- Make the business more sustainable, by reducing the impacts of peaks and troughs in the property market on workflows and revenue

17.	Charles explained that the expected cost of the overall programme was £30 million and that he proposed to bring back individual business cases, subject to delegated authority for individual deliverables within the programme of work.

18.	Charles provided an overview of the three implementation and six capability projects that would be included within the programme. Charles explained that the priorities would be customer gateway, digital routing and automation and data model**.**

19.	The board considered the aims of the programme and agreed that they were content with the overall aims subject to some revisions of the lower level activities. Members also asked for further clarification of the deliverables within increment one and Charles agreed that he would circulate this as an annex.

20.	The board approved the business case in principal subject to the further assurance on the programme deliverables to May 2018 and also asked

that the audit committee along with Janet Egdell to consider the appropriate governance for the programme.

21.    The board also approved the name 'Digital by 2020' for the programme.

**KIR Options Appraisal -** *(RoSBrd2017/11/05)*

22.    Charles Keegan presented the board with an overview of the options appraisal undertaken in relation to the best delivery model for Keeper Induced Registrations to ensure delivery of the KIR corporate plan targets. Charles explained that a number of options have been researched and that this is also supported by the paper that has been completed by John King that is scheduled to be discussed at EMT the following week.

23.    Charles advised that he was recommending option 1 that would expand the current RoS processes with more staff. Charles highlighted that the team have been continuously refining the process for KIR and that these efficiencies along with the semi-automation has proved to be the most effective option. Charles also added that he felt that any change in delivery model now would lose momentum in the work being delivered by the team.

24.    Charles explained that to meet the challenging corporate plan targets this would require additional resources to scale up the work and that this would be managed internally by EMT.

25.    The board considered Charles presentation and agreed that they would like to see some linkage to the KIR work with the deliverables within the digital by 2020 programme. Members also agreed that the KIR work should continue at pace and that they commission EMT to look at the best approach to resourcing the team to deliver the volume of KIRs.

26.    The board agreed that they would like to receive an update on progress on this at their February meeting.

**Future Legislative Programme**

27.    John King explained that EMT had commissioned him to undertake a piece of work to see what potential legislative changes RoS would need in the future to enable completion of the land register and the closure of the General Register of Sasines.

28.    John provided the board with an overview of legal, policy and practical challenges within these areas such as salmon fishings, minerals and common areas. John highlighted that further engagement with Ministers and colleagues across the Scottish Administration to enable any of these changes to be implemented.

29.    The board welcomed EMT's proactive approach to these challenges and looked forward to seeing these areas progress in the future.

**Approach to Risk and Security** - *(RoSBrd2017/11/06)*

30.    Janet Egdell as RoS SIRO informed the board that she had asked Jim McConnell to look at RoS' approach to Risk and Security in his new role as Head of Risk and Security and would welcome any thoughts that the board in this area. Janet also advised that she had appointed Jim as RoS' Deputy SIRO.

31.    Jim McConnell presented the board with a revised strategy and assurance model for risk and security highlighting that this work also links into the work that has been undertaken in relation to the integrity of the register. Jim advised that within his new role he had built a services team that will provide assurance to EMT, audit committee and RoS Board on matters of information governance, risk and security.

32.    Jim explained the proposed changes to the governance reporting outlining that the departmental security group would be replaced by the information security group and that he had revised the terms of reference for information assurance group, policy authority function group and design authority to ensure consistent reporting and escalation amongst these groups.

33.     Jim outlined the assurance model and framework that he proposed to use highlighting that this was based on best practice. Jim added that the team had also received positive feedback from PwC on this matter during a recent audit and that this had been discussed at a recent EMT meeting. Jayne Scott added that Jim had attended the audit committee meeting earlier in the week and that the committee were very supportive of this approach.

34.    The board approved Jim's revised approach to risk and security and the recommendations within his paper.

**GDPR** - *(RoSBrd2017/11/07)*

35.    Aidan Robertson provided the board with an overview of the work that RoS is undertaking in preparation of the new EU General Data Protection Rules (GDPR) that are coming into force on 25 May 2018. Aidan explained that the changes that will be implemented via GDPR are greater regulatory powers, greater penalties for non-compliance within the legislation and increased rights for the citizen in relation to the treatment of their personal data.

36.    Aidan advised that to support the legislation the UK Government are bringing in the UK Data Protection Bill and that the content of this legislation will be in place by the May deadline.

37.    The board noted the content of the paper provided by Aidan and agreed that a further detailed paper should be provided to the April Audit Committee meeting.

**Corporate Plan / KPI Discussion** – *(RoSBrd2017/11/08)*

38.    Lyn Gellatly presented the board with a draft version of the corporate plan highlighting that the assumptions within the plan were based on the current business change roadmap that had been agreed within the management team. Lyn explained that the creation of the corporate plan was an iterative process and that the board would be kept up to date throughout.

39.    Lyn advised that given that RoS was in the process of implementing a large digital transformation programme and that this plan would see RoS past the digital by 2020 vision there were key business activity decisions to be taken before an informed plan could be collated.

40.    The board approved the RoS vision, values and strategic objectives with some small textual amendments.  Members also agreed that they would like to continue to see a streamlined version of the plan.

41.    Lyn provided an overview of the assumptions within the current version of the plan including projected volumes, rejections and update of our digital services taking into account factors such as the property market, any early potential impact of brexit and both internal and external readiness for change. Lyn also provided an overview of the business change deliverables to March 2018 and explained how these had been factored into the planning model.

42.    Lyn also advised that RoS would be undertaking a fee review in 2018 and that this could have significant impact on the outcome of the plan in future years.

43.    Lyn presented the board with revised service standards for 2018-21, that although this was a challenging target it was reflective of the processing times of a large part of the standard applications. The board went on to consider the impact that this may have given RoS' current level of arrears of complex land register work. Janet Egdell informed the board that Chris Kerr had been looking at alternative ways of tackling the arrear and the outcome of this would be presented to EMT in the coming weeks.

44.    Lyn explained that as RoS are moving towards full service alignment model that each of the services would be supported by the following health of the service checks including:

- Speed
- Unit Cost
- Accuracy
- Customer Satisfaction

45.    Lyn advised that it was envisaged that these would be reported on quarterly. However, the frequency of reporting was still be agreed by EMT.

46.    The board noted that there was significant decisions to be made on areas such as KIR, arrears, LRC ahead of the next iteration of the plan and

agreed that they would like to have a workshop early in the new year to understand the assumptions behind the numbers including how we ensure that KPIs are driving the business benefits that we want to deliver within the next corporate plan. Janet Egdell and Lyn agreed that they would take this forward.

47.     The board approved the recommendations within Lyn's paper and looked forward to seeing the next version of the plan.

**Strategic Workforce Planning**

48.     Billy Harkness provided the board with an update on the work that is ongoing on relation the strategic workforce planning.

49.     Billy advised that the strategic workforce planning group had undertaken a review of the resourcing benefits that would be delivered as part of the transformation programme and advised that due to a number of factors that these would not be delivered as early as hoped. Billy explained that this would have no significant business impact given the areas affected and current volumes of work within RoS.

50.     Billy provided the board with an update on the outcome of the voluntary exit scheme. Billy advised that the strategic workforce planning group had taken a key role in managing the logistics of the scheme and where grateful to the audit committee for their helpful assurance that they provided in this process.

51.     The board noted progress in this area.

**Audit Update**

52.     Jayne Scott provided the board with an update on the recent activities of the audit committee highlighting that she felt that the committee was gaining a high level of assurance from all areas of the business and that she had received positive feedback from Audit Scotland. Jayne highlighted that the committee had undertaken a deep dive on digital uptake at their last meeting and were content with the approach that was being taken.

53.     Jayne advised that at the last meeting the Committee reviewed their terms of reference and that with the board's permission would like to change their name to audit and risk committee as well as some changes to their terms of reference. The board considered this and agreed that they were content with the name change and thought it would be worthwhile circulating any substantial changes to the terms of reference to the board at the next meeting.

54.     Jayne updated the board on the tender process for procuring new internal audit services and agreed that she and Janet Egdell would be exploring further options and would update the board of the outcome in the new year.

55.	The board thanked Jayne for her update.

**Reserves Policy** – *(RoSBrd2017/11/09)*

56.	Stephen Welham presented the board with the bi-annual review of the reserves policy highlighting that this paper was asking the reserves position to remain as is. Stephen provided the board with an overview of the current allocations within the reserves policy and that none have these estimates have changed since the start of the financial year.

57.	The board approved the reserves paper agreed that this would be continued to be monitored on a bi-annual basis.

**Delegated Budgeting Limits** – *(RoSBrd2017/11/10)*

58.	The board approved the delegated limits paper provided by Stephen Welham.

**Performance and Financial Management Report** – *(RoSBrd2017/11/11)*

59.	The board noted the performance and financial management report presented by Stephen Welham.

**Key risk register and issues tracker** *(RoSBrd2017/11/12)*

60.	Lorraine Harper presented the board with the current key risk register and issues tracker highlighting that there had been no significant changes since the last meeting.

61.	Lorraine provided the board with an update on the IT resilience projecting advising that this work was moving at pace and was on schedule to be completed in early 2018.

62.	The board noted the key risk register and issues tracker and looked forward to the annual risk review session with the audit committee in March 2018.

**CSPS Update**

63.	Sharon Wilson presented the board with the 2017 results of the Civil Service People Survey. Sharon explained that the overall engagement score was 51 that was a reduction from 61 in the previous year and that this had been expected given the significant level of change that RoS is undertaking as an organisation.

64.	Sharon provided the board with an overview of the results of the wellbeing and Investors in People highlighting the improvement that RoS had made in the previous 12 months with these initiatives and that the Civil Service People Survey results should not be looked at in isolation.

65.     Janet Egdell explained that, as with last year she planned a number of activities following the CSPS results and would update the board on key themes that came out of these activities.

66.     The board noted the Civil Service People Survey 2017 results.

**Dates for 2018 meetings** *(RoSBrd2017/11/13)*

67.     The board noted that the dates for the meetings during 2018 would be:
- 21/22 February 2018
- 17 May 2018
- 21/22 August 2018
- 21/22 November 2018

**RoS Management Structure**

68.     Sheenagh Adams informed the board of her intention to retire at the end of March 2018. Sheenagh explained that she had greatly enjoyed her time at RoS and that she was delighted to be part of the change that will see RoS become a digital business by 2020.

69.     Sheenagh added that this would also co-inside with the retiring of John King, RoS' Corporate Director and that Tom Meade, RoS' Digital Director would be leaving to take up new projects at the end of the calendar year.

70.     Janet Egdell and Billy Harkness presented the board with a revised senior management structure highlighting that they would be appointing a new digital and registration and policy director in the coming weeks. The board noted the new structure and agreed that they would like to see a revised organisational chart and how this aligns with the current governance structure.

71.     The board noted the update and wished John and Tom every success in their future endeavours.

**Papers for noting**

**EMT Minutes** *(RoSBrd2017/11/14)*

72.     The board noted the EMT minutes

**Board agenda planner** *(RoSBrd2017/11/15)*

73.     The board noted the agenda planner.

**Any other business**

74.     None.

**Date of next meeting**

75.     The date of the next meeting is 21/22 February 2018 – Boardroom, Meadowbank House