

## Minutes of the 139<sup>th</sup> Meeting of the Office for Legal Complaints (OLC)

Wednesday 18 June 2025

<b>Present</b> Elisabeth Davies, Chair Elaine Banton Georgina Philippou Rachel Cerfontyne Hari Punchihewa Patricia Tueje Alison Sansome	<b>In Attendance</b> Paul McFadden, Chief Ombudsman Laura Stroppolo, Head of Head of Programme Management and Assurance Blessing Simango, Head of Finance, Procurement and ICT Mark Harris, Head of Communications, Engagement and Impact David Peckham, Head of Operations, Business Transformation and Intelligence
<b>Apologies :</b> Lisa Hanlon, Interim Head of People Strategy and Services Steve Pearson, Deputy Chief Ombudsman	
<b>Minutes</b> Kay Kershaw, Board Governance Manager	

### Item 1 – Welcome, Apologies, Declarations of Interest and Preliminary Matters

1. The Chair welcomed attendees to the meeting.
2. Apologies were noted.
3. The meeting was quorate with a lay majority.
4. There were no declarations of interest reported.
5. The Board noted a paper for information setting out the planning and timetable for the 2026/27 Budget and Business Plan.
6. The Chief Ombudsman reported that the Board would be kept updated on the engagement that would be taking place with the LSB to explore the scope for changes to the budget acceptance criteria with a view to reducing the length and detail required in the document submission.
7. A Head of People and Culture had been appointed and would commence in role in August 2025.

### Item 2 – 2024/25 Annual Report and Accounts

8. The ARAC Chair reported on discussions that had taken place at an ARAC meeting on 18 June 2025 and a preceding private ARAC meeting with internal and external auditors that had

taken place in accordance with ARAC's terms of reference. The following key points were made:

- The private meeting with internal and external auditors had been positive with no significant issues raised by auditors to bring to the Board's attention.
  - The audit of the 2024/25 financial statements had gone smoothly and was almost completed. There were a small number of final audit actions to complete which were not expected to identify any issues that would have a material impact on the financial statements.
  - Auditors had not identified any adjusted or unadjusted misstatements in the 2024/25 financial statements. There had been no evidence of fraud during the course of the audit and a review of financial statement disclosures, accounting policies and financial reporting, regularity, propriety, and losses had not identified any issues.
  - Having reviewed the four recommendations from the 2023/24 audit of financial statements, the auditors had confirmed that they were satisfied that two of the recommendations could be closed. Auditors anticipated that the two remaining recommendations could be closed following the 2025/26 audit of financial statements unless any evidence was seen that would require them to remain open.
  - Auditors anticipated recommending to the Comptroller and Auditor General (C&AG) that the OLC's 2024/25 financial statements should be certified with an unqualified audit opinion, without modification in respect of both regularity and the true and fair view on the financial statements.
  - The lessons learned from previous external audits had been considered, and the higher levels of engagement and responsiveness between the auditors and LeO this year had resulted in a smoother audit process.
  - Based on the assurances that had been provided by external auditors and the Chief Ombudsman, as Accounting Officer, ARAC members had **confirmed** their contentment to recommend the 2024/25 Annual Report and Accounts for Board approval.
9. In response to a question, the Board was advised that the external auditors had confirmed that whilst no material changes were expected to the financial statements as a result of the remaining audit actions, it would be necessary to conduct a final review of the Annual Report and Accounts document once it had been received from the external designers to ensure that there were no typographical or transposition errors made during the external design process. It was anticipated that this would not adversely impact on the timeline for the Annual Report and Accounts.
10. Reporting on the 2024/25 Annual Report and Accounts, the Chief Ombudsman, as Accounting Officer, made the following key points:
- The positive, pro-active and responsive relationship between the external audit team and LeO colleagues had facilitated a smooth audit process for the 2024/25 financial statements, completed within the agreed timeframe. All involved were thanked for their contribution.
  - The anticipated recommendation of an unqualified audit opinion by the auditors, without modification in respect of both regularity and the true and fair view on the financial statements, had been well received.

- There had been a delay in submitting the Annual Report and Accounts to the Board ahead of this meeting due to the identification of some unexpected external design errors. The rectification of these errors was not expected to adversely impact the timeline for the Annual Report and Accounts being signed by the Chief Ombudsman as Accounting Officer and these would be submitted to the C&AG in the next week as scheduled.
  - The 2024/25 Annual Report and Accounts highlighted the continued progress that had been made by LeO over the last year.
11. Reporting on the identification of the unexpected design errors, the Head of Programme Management and Assurance had explained that a line-by-line review of the Annual Report and Accounts had been conducted to determine the corrective action required to be undertaken by the external designers.
  12. A corrected version of the Annual Report and Accounts, which would include page references, was due to be received from the external designers on Friday 20 June. The Executive would then carry out a final review of the document before it was shared with the external auditors for their final checks.
  13. The Board recommended that any future contracts awarded to external designers should include a penalty clause for any delays.
  14. Where practicable, the feedback previously provided by the Board on the Annual Report and Accounts had already been taken into consideration and all typographical errors previously reported by the Board, in addition to those identified through the Executive's detailed review, had been addressed.
  15. The Board provided further feedback for consideration during the meeting, **noting** the limited remaining time available for the external designers to make any changes and that any substantial changes would necessitate re-engagement with external auditors which may negatively impact the timeline for finalising the Annual Report and Accounts.
  16. The Board **noted** that all other previous feedback provided on style, presentation and the reporting of key areas and themes, along with any new feedback received after the meeting would be considered as part of the lessons learned and factored into the content of next year's Annual Report and Accounts.
  17. Following a detailed discussion and having considered the assurances provided by the ARAC Chair and Chief Ombudsman, as Accounting Officer, the Board unanimously **approved** the 2024/25 Annual Report and Accounts, subject to the agreement of any minor editorial changes by the Chief Ombudsman and OLC Chair.
  18. In terms of next steps, the Board was advised that:
    - The Executive, having reflected on the feedback provided by the Board at this meeting and having reviewed the corrected version of the Annual report and Accounts received from the external designers, would share the final document with the external auditors for their final review on Friday 20 June 2025.
    - Subject to the OLC Chair's final approval, the Chief Ombudsman, as Accounting Officer, would sign off the Annual Report and Accounts for submission, along with a letter of representation and audit completion report, to the C&AG on Monday 23 June 2025 for signing.

- Once signed by the C&AG, the Annual Report and Accounts would be submitted to the printers to be prepared for print and web publication.
- The Annual Report and Accounts were expected to be laid in Parliament on 3 July 2025.
- A review of the lessons learned on the 2024/25 Annual Report and Accounts process would be undertaken and the findings would be presented to ARAC at its meeting in October 2025.
- A copy of the final 2024/25 Annual Report and Accounts would be shared with the Board.

**ACTION: The Head of Programme Management and Assurance to share a copy of the final 2024/25 Annual Report and Accounts with the Board.**

19. The Board formally thanked all involved in the preparation of the Annual Report and Accounts.

### **Item 3 - Previous Minutes; Matters Arising and Previous Actions**

20. The minutes of the OLC Board meeting held on 29 April 2025 were **approved** for accuracy and **approved** for publication, subject to an amendment to paragraph 21.

**ACTION: The Board Governance Manager to arrange for the minutes of the Board meeting held on 29 April 2025 to be amended in line with the Board's feedback and then published.**

21. The minutes of the ARAC meeting held on 13 January 2025 were **approved** for publication.

**ACTION: The Board Governance Manager to arrange for the minutes of the ARAC meeting held on 13 January 2025 to be published.**

22. In response to a query, the Board Governance Manager **agreed** to arrange for a communication relating to the learnings from a data breach that had been reported at the ARAC meeting held on 13 January 2025 to be re-circulated to the Board.

**ACTION: The Board Governance Manager to arrange for a communication relating to the learnings from a data breach that had been reported at the ARAC meeting held on 13 January 2025 to be re-circulated to the Board.**

23. The Board **noted** the update on the actions from previous Board meetings.

24. There were no matters arising.

### **Item 4 - Board Paper Redactions and Non-Disclosure Report**

25. The Board **noted** and **approved** the items identified for redaction and non-disclosure in the June Board pack.

**ACTION: The Board Governance Manager to publish the June Board papers in line with the redactions and items for non-disclosure approved by the Board.**

### **Item 6 – Board Effectiveness**

**26.** Rachel Cerfontyne and David Peckham provided feedback on the effectiveness of the Board meeting. The following points were made:

- The strategic objectives for the meeting had been achieved effectively.
- There would be value in reflecting on the learning from the 2024/25 Annual Report and Accounts process as part of a separate more informal meeting. Consideration could be given to the adoption of a workshop style approach that would include a focus on the Board's role and responsibilities in the process and how best to utilise the collective and individual strengths of Board members to ensure appropriate and timely support and challenge to the Executive when developing the next Annual Report and Accounts.

**Item 6– Any other business**

**27.** There was no other business.