



Report No: C/IGC/04-19

Agenda Item: 14

Report To:	INTEGRATED GOVERNANCE COMMITTEE		
Meeting Date:	27 MARCH 2019		
Report Title:	WIDER REVIEW OF COMMITTEE TERMS OF REFERENCE		
Report Classification:	For Noting	Board/Committee Meetings ONLY	
		For Reports to be held in Private	
		Reason	
1	Purpose		
1.1	The purpose of this report is to present each of the Committees review of their individual Terms of Reference to ensure the continued effectiveness of the governance arrangements.		
2	Background		
2.1	A review of the Terms of Reference (Appendix A through E) related to general governance matters of the Board and its Committees is required to be progressed to ensure the continued effectiveness of these arrangements, this is also an opportunity to simplify and standardise where appropriate the Terms of Reference across all Committees of the Board.		
3	Main Report and Discussion		
3.1	All Committees of the Board, Terms of Reference have had a light touch review to ensure that they are an accurate representation of the responsibilities expected of the Committees and to simplify and standardise approaches where possible across all Committees of the Board.		
3.2	Presenting this report to the Integrated Governance Committee, will enable Committee Chairs to collectively review the Terms of Reference (Appendix A through E) and be clear where the focus of each Committee are in relation to their responsibilities moving into 2019/20. It will provide an opportunity to identify any potential cross over that could occur in order to avoid or minimise any duplication of scrutiny/work moving forward. This will allow for the proposing of any final amendments, if required, prior to it being put forward for approval at the Board meeting on 25 April 2019.		
4	Recommendation		
4.1	The Committee are invited to review in full, the Terms of Reference for the Committees; and propose any final amendments, if required, prior to being submitted for approval at the meeting of SFRS Board on 25 April 2019.		

5	Key Strategic Implications
5.1 5.1.1	Financial There are no key strategic implications arising from the recommendations set out in this paper.
5.2 5.2.1	Legal The recommendations contained within this report are intended to assist the Committee and ultimately the Board in its ability to perform its scrutiny role and therefore deliver its statutory duties effectively.
5.3 5.3.1	Performance This includes the review of duties and reporting arrangements within the Terms of Reference to ensure effective performance management of Committee related business.
5.4 5.4.1	Environmental & Sustainability There are no key strategic implications arising from the recommendations set out in this paper.
5.5 5.5.1	Workforce There are no key strategic implications arising from the recommendations set out in this paper.
5.6 5.6.1	Health & Safety There are no key strategic implications arising from the recommendations set out in this paper.
5.7 5.7.1	Timing This report has been produced to support the proposed arrangements to ensure the continued effectiveness of the governance arrangements of the Board and its Committees. It is intended that any revisions to the current Terms of Reference will be presented at the Board meeting scheduled for 25 April 2019.
5.8 5.8.1	Equalities The existing Equality Impact Assessment – Board Operating Arrangements, has been reviewed and there are no issues arising from the matters raised within this report.
5.9 5.9.1	Information Governance There are no key strategic implications arising from the recommendations set out in this paper.
5.10 5.10.1	Risk The implementation of the proposed arrangements in this report are intended to support control measures identified to mitigate the impact of Strategic Risk 7 – Failure to Maintain Effective Systems of Control (Risk Ref. 7.6 - Failure to maintain and mature effective governance arrangements).
5.11 5.11.1	Communications & Engagement The proposals have been developed by the Board Support Team following the Committee workshops and meetings held between January and March 2019. The proposals are therefore presented within this report for consideration prior to submitting to the Board for approval, subject to any amendments.
5.12 5.12.1	Training There are no key strategic implications arising from the recommendations set out in this paper.

6	Core Brief		
6.1	Not applicable.		
7	Appendices/Further Reading		
7.1	Appendix A – Transformation and Major Projects Committee ToR		
7.2	Appendix B – Staff Governance Committee ToR		
7.3	Appendix C – Remuneration, Appointments and Nominations Sub-Committee ToR		
7.4	Appendix D – Service Delivery Committee ToR		
7.5	Appendix E – Audit and Risk Assurance Committee (subsequent amendments may follow) ToR		
7.6	Integrated Governance Committee ToR as presented on 27 March 2019		
Prepared by:	Alasdair Cameron, Group Manager, Board Support Team		
Sponsored by:	Mark McAteer, Director of Strategic Planning, Performance and Communications		
Presented by:	Alasdair Cameron, Group Manager, Board Support Team		
Links to Strategy			
<p>This links to SFRS Strategic Plan 2016-19 through our priorities of Governance and Social Responsibility, incorporating the following associated key strategic objectives:</p> <ul style="list-style-type: none"> • We will continue to ensure that our decision-making processes are transparent and evidence led. • We will develop a performance framework that enables the effective management of risk and supports effective scrutiny, challenge and improvement. • We will embed effective communication and engagement in all that we do. • We will continue to explore how we maximise efficiency and productivity within our organisation and partnerships. 			
Governance Route for Report		Meeting Date	Comment
<i>Integrated Governance Committee</i>		<i>27 March 2019</i>	<i>For Noting</i>
<i>SFRS Board</i>		<i>25 April 2019</i>	<i>For Approval</i>



SCOTTISH FIRE AND RESCUE SERVICE BOARD

CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE TRANSFORMATION AND MAJOR PROJECTS COMMITTEE

Author/Role	GM Alasdair Cameron
Date of Risk Assessment (if applicable)	N/A
Date of Equality Impact Assessment	28 March 2018
Date of Impact Assessment (commenced)	N/A
Date of Impact Assessment (concluded)	N/A
Quality Control (name)	Marieke Dwarshuis Board Member
Authorised (name and date)	Kirsty Darwent, Chair of Board – March 2019
Last reviewed/amended (name and date)	GM Alasdair Cameron – March 2019
Date for Next Review	March 2020



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CORPORATE GOVERNANCE

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11. [APPENDIX 2 – MANAGEMENT OF RISK AND ISSUES](#)

1. INTRODUCTION

- 1.1 The Scottish Fire and Rescue Service (SFRS) Board have established a Committee of the Board, known as the Transformation and Major Projects Committee (“the Committee”).
- 1.2 The overall purpose of the Committee will be to oversee and scrutinise the progress of change programmes and major projects across the Service and to provide assurance that the future direction (as set out and approved by the SFRS Board) of the Service is being delivered.
- 1.3 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference.
- 1.4 Along with all staff, the Board and its Committees have a key part to play embedding and living [‘Our Values’](#), which were developed as a result of what all our staff said they value most about working within SFRS. We all have a responsibility to ensure we continually promote them in everything we do.

2. MEMBERSHIP

- 2.1 The Committee will comprise of five Board Members appointed by the Board, one of whom will be appointed as Chair, and Deputy Chair of the Committee. The Committee will be supported by the Deputy Chief Officer, Director of Strategic Planning, Performance and Communications and the Programme Manager, as well as other officials of the SFRS staff, as appropriate to the agenda.
- 2.2 The Committee has the authority to invite representatives of related partner organisations and/or bodies, as appropriate, to Committee meetings to assist with their work.
- 2.3 The composition and effectiveness of the Committee will be reviewed annually by the Board. A full list of the membership is detailed in [Appendix 1](#).

3. REPORTING

- 3.1 Minutes of the meetings of the Committee will be submitted to meetings of the Board. The Committee may submit special reports to the Board as required.

4. RESPONSIBILITIES

- 4.1 The responsibility of the Committee is to scrutinise and provide assurance within the following delegated areas:

- Agree the performance reporting arrangements needed to gain assurance on delivery of Major Projects falling within the scope of the Service's Programme Office, as well as the delivery of the stages of Transformation, as agreed by the SFRS Board;
- Guide the design and development of the various stages of Service Transformation and the associated Benefits Realisation, including reviewing and agreeing the scope of individual projects within Service Transformation prior to their initiation;
- Oversee and scrutinise the delivery of change programmes and major projects across the Service, in line with the SFRS vision and stated intended benefits, specifically:
 - Monitor progress against the Transformation Programme and Benefits Realisation Plan;
 - Seek assurance that the work of the individual Transformation and other Major Projects are fully integrated with the Strategic Plan, Annual Operating Plan and other key business strategies and annual plans.
 - Receive, advise and escalate risk and issues, as appropriate, to the SFRS Board (see [Appendix 2](#));
- Monitor and authorise proposed changes to the scope of individual Transformation and other Major Projects;
- Review project closure reports and authorise project closure reports for individual projects;
- Provide assurance to the Board on progress against the Transformation Plan;
- Ensure continued measurement and tracking of benefits realisation of individual transformation or major projects after their closure, where benefits are known to be realised over a longer period of time;

- Review and scrutinise the equality implications of any projects (within the Committee's remit) at design, reporting and closure stages;
 - Review, monitor and scrutinise the effectiveness of the Service's engagement and communication with stakeholders on transformation/redesign issues and its service transformation initiatives.
- 4.2 The areas of responsibility give the Committee scope to continually monitor and review Transformation and Major Project related matters as deemed necessary.
- 4.3 All Committees must endeavour to avoid duplication of work of other Committees by focusing on specific delegated areas of responsibility. Overall co-ordination of work is overseen by the Integrated Governance Committee [Section 8.2](#).

5. RIGHTS

- 5.1 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference as detailed within [Section 4.1](#). This however is subject to ensuring that any decision made does not adversely impact on the Strategic Direction of the SFRS, which will continue to be subject to SFRS Board scrutiny and governance arrangements.
- 5.2 The Committee may:
- Scrutinise the delegated areas of responsibility referred to in Section 4 above;
 - Invite additional members for a limited period to provide specialist assistance, However where there is associated expense this must have prior approval from the Chair of the Board and Accountable Officer;
 - Procure specialist advice at the expense of the organisation, subject to budgets agreed by the Chair of the Board in conjunction with the Accountable Officer;
 - Approve their previous Committee minutes at the next Committee meeting;
 - Hold private workshop sessions as required for development purposes and to accommodate organisational input and support.

6. ACCESS

6.1 Members of the SLT as required, will have free and confidential access to the Chair of the Committee.

7.1. MEETINGS

7.1 The procedures for meetings of the Committee are:

- To meet formally and in public at least on a quarterly basis.
- To consider and agree, in line with the Standing Orders, whether any item on the Agenda needs to be considered in private
- For the Chair of the Committee, in consultation with Members, to request an additional meeting, if considered necessary;
- A minimum of 3 Committee members will be present for the meetings to be deemed quorate;
- In the absence of the Chair, the Deputy Chair will assume the responsibilities of the Chair. In both their absence and in agreement with the remaining three Committee members present any one member is authorised to assume the role of Chair for the duration of the meeting.

8. RELATIONSHIP TO OTHER COMMITTEES

8.1 The Committee will have strategic relationships with these Committees:

- Service Delivery;
- Staff Governance;
- Audit and Risk Assurance.

8.2 The Integrated Governance Committee will review and co-ordinate intended outcomes between Committees, to prevent duplication and ensure alignment of business, while capturing any common themes across all Committees.

- 8.3 Risk Management/reporting will be a standing item on all agendas for the lifetime of the Programme, and Programme risk will be escalated, by exception, to the Audit and Risk Assurance Committee, as outlined in [Appendix 2](#).

9. INFORMATION REQUIREMENTS

- 8.1 All relevant documentation for the Committee must be provided as per the schedule for their meetings. This as necessary will include the Transformation Plan, Benefits Realisation Plan, Projects Dashboard, Programme Delivery Report, Project Closure Report, Programme Risk Register, New Project Dossiers and Programme Communications Plan.

APPENDIX 1

COMMITTEE MEMBERSHIP

Members

- 5 Board members;
- Chair of Board (Ex-officio Member).

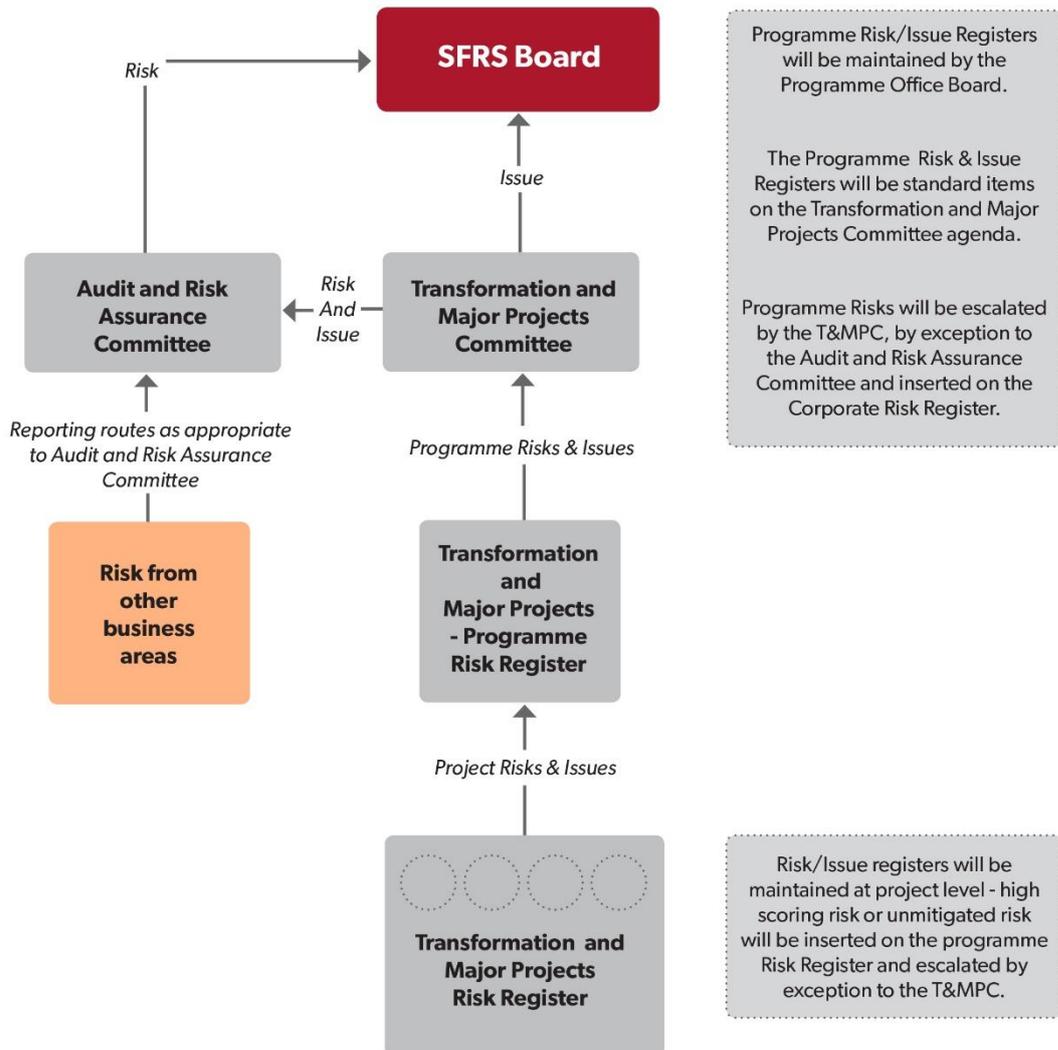
Others in attendance

- Deputy Chief Officer
- Director of Strategic Planning, Performance and Communications;
- Programme Manager;
- Legal Services
- Board Support
- Other representation as necessary.

APPENDIX 2 - MANAGEMENT OF PROGRAMME/PROJECT RISKS AND ISSUES

Programme and project issues deemed to be significant will be reviewed by the Transformation and Major Projects Committee and may, by exception, be escalated to the Board. Such issues should be simultaneously escalated to the Audit and Risk Assurance Committee, for articulation on the Corporate Risk Register. Escalated programme risks will be inserted on the Corporate Risk Register for review by the Audit and Risk Assurance Committee. The Audit and Risk Assurance Committee will escalate risks, as appropriate, to the Board for consideration. **Diagram 1** illustrates the process that will be followed by the Transformation and Major Projects Committee in relation to the reviewing of programme and project risks and issues.

Diagram 1





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CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE STAFF GOVERNANCE COMMITTEE

Author/Role	GM Alasdair Cameron
Date of Risk Assessment (if applicable)	N/A
Date of Equality Impact Assessment	28 March 2018
Date of Impact Assessment (commenced)	N/A
Date of Impact Assessment (concluded)	N/A
Quality Control (name)	Primrose Stark, Board Member
Authorised (name and date)	Kirsty Darwent, Chair of the Board– March 2019
Last reviewed/amended (name and date)	GM Alasdair Cameron - March 2019
Date for Next Review	March 2020



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CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE STAFF GOVERNANCE COMMITTEE

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11. [APPENDIX 2 – LIST OF INFORMATION REQUIREMENTS](#)

1. INTRODUCTION

- 1.1 The Scottish Fire and Rescue Service (SFRS) have established a Committee of the Board, known as the Staff Governance Committee (“the Committee”).
- 1.2 The overall purpose of the Committee is to provide strategic advice and direction on matters affecting employees, ensuring that staffing and remuneration arrangements are affordable and support the strategic aims of the SFRS.
- 1.3 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference.
- 1.4 Along with all staff, the Board and its Committees have a key part to play embedding and living [‘Our Values’](#), developed as a result of staff views on what they value most about working within SFRS. We all have a responsibility to ensure we continually promote them in everything we do.

2. MEMBERSHIP

- 2.1 The Committee will comprise five Board members including a Chair and Deputy Chair. The Committee will be supported by the Director of People and Organisational Development and other members of SFRS staff, as appropriate to the agenda.
- 2.2 The Committee may invite representatives of related partner organisations, as appropriate, to Committee meetings to assist with the work of the Committee.
- 2.3 The composition and effectiveness of the Committee will be reviewed annually by the Board. A full list of the membership is detailed in [Appendix 1](#).

3. REPORTING

- 3.1 Minutes of the meetings of the Committee will be submitted to meetings of the Board. The Committee may submit special reports to the Board as required.

4. RESPONSIBILITIES

- 4.1 The responsibility of the Committee is to scrutinise and provide assurance within the following delegated areas:

- Advise on behalf of the Board and the Accountable Officer on strategic matters relating to the employment of SFRS staff;
- Consider and keep under review People and Organisational Development policies and strategy for onward recommendation to the Board;
- Champion the [SFRS Dignity and Integrity at Work Policy](#) and the SFRS commitment to the overall equalities agenda;
- Monitor the performance of SFRS in complying with relevant statutory obligations as an employer, including its Public-Sector Equality Duty;
- Consider appeals as appropriate;
- Seek assurances from the SLT in relation to staff governance, workforce plans, health, safety & wellbeing, learning & development and overall performance;
- Support organisational values and provide guidance to the People and Organisational Development Directorate as appropriate;
- Undertake any other staffing related review or activity, as requested by the Board;
- Nominate up to 2 representatives to attend and report back on the Employee Partnership Forum;
- Scrutinise the adequacy of management response to risks identified through the strategic risk register pertinent to the business of the Committee;

- 4.2 In addition, the Staff Governance Committee will form a sub-committee, known as the Remuneration, Appointment and Negotiations Sub Committee, which has its own Terms of Reference.

- 4.3 The areas of responsibility give the Committee scope to continually monitor and review Staff Governance related matters as deemed necessary.
- 4.4 All Committees must endeavour to avoid duplication of work of other Committees by focusing on specific delegated areas of responsibility. Overall co-ordination of work is overseen by the Integrated Governance Committee [Section 8.2](#).

5. RIGHTS

- 5.1 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference as detailed within [Section 4.1](#). This however is subject to ensuring that any decision made does not adversely impact on the Strategic Direction of the SFRS, which will continue to be subject to SFRS Board scrutiny and governance arrangements.
- 5.2 The Committee may:
- Scrutinise the delegated areas of responsibility referred to in Section 4 above;
 - Invite additional members for a limited period to provide specialist assistance; However, where there is associated expense this must have prior approval from the Chair of the Board and Accountable Officer;
 - Procure specialist advice at the expense of the organisation, subject to budgets agreed by the Chair of the Board and Accountable Officer;
 - Approve previous Committee minutes at the next Committee meeting;
 - Hold private workshop sessions as required for development purposes and to accommodate organisational input and support;
 - Seek guidance and where appropriate refer matters to the Partnership Advisory Group.
- 5.3 The Committee is authorised by the Board and the Accountable Officer to provide strategic guidance and, where necessary, advise the Board on matters relating to the employment of staff.

6. ACCESS

- 6.1 Members of the SLT as required, will have free and confidential access to the Chair of the Committee.

7. MEETINGS

The procedures for meetings of the Committee are:

- To meet formally and in public at least on a quarterly basis.
- To consider and agree, in line with the Standing Orders, whether any item on the Agenda needs to be considered in private
- For the Chair of the Committee, in consultation with Members, to request an additional meeting if considered necessary;
- A minimum of 3 Committee members will be present for the meetings to be deemed quorate;
- In the absence of the Chair, the Deputy Chair will assume the responsibilities of the Chair. In both their absence and in agreement with the remaining three Committee members present any one member is authorised to assume the role of Chair for the duration of the meeting.

8. RELATIONSHIP TO OTHER COMMITTEES

- 8.1 The Committee will have strategic relationships with these Committees:

- Service Delivery;
- Transformation and Major Projects;
- Audit and Risk Assurance,

- 8.2 The Integrated Governance Committee will review and co-ordinate intended outcomes between Committees, to prevent duplication and ensure alignment of business, while capturing any common themes across all Committees.

9. INFORMATION REQUIREMENTS

- 9.1 All relevant documentation for the Committee must be provided as per the schedule for their meetings. see also [Appendix 2](#).

APPENDIX 1

COMMITTEE MEMBERSHIP

Members

- 5 Board members;
- Chair of Board (Ex-officio Member).

Others in attendance

- Director of People and Organisational Development;
- Legal Service
- Board Support
- Other representation, as necessary.

APPENDIX 2

LIST OF INFORMATION REQUIREMENTS

As and when appropriate, the Staff Governance Committee be provided with:

- Information and proposals pertaining to SFRS pay and reward arrangements;
- Proposals for key strategies and policy frameworks (i.e. agree principles of);
- A summary of employment tribunal cases/claims;
- Results of employee surveys;
- Workforce profiles (equalities indices);
- Workforce planning reports;
- Quarterly Performance Report.



SCOTTISH FIRE AND RESCUE SERVICE BOARD

CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE REMUNERATION, APPOINTMENTS AND NOMINATIONS SUB-COMMITTEE

Author/Role	GM Alasdair Cameron
Date of Risk Assessment (if applicable)	N/A
Date of Equality Impact Assessment	28 March 2018
Date of Impact Assessment (commenced)	N/A
Date of Impact Assessment (concluded)	N/A
Quality Control (name)	Primrose Stark, Board Member
Authorised (name and date)	Kirsty Darwent, Chair of the Board – March 2019
Last reviewed/amended (name and date)	GM Alasdair Cameron – March 2019
Date for Next Review	March 2020

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1. INTRODUCTION

- 1.1 The Scottish Fire and Rescue Service (SFRS) Board have established a Sub-Committee of the Staff Governance Committee, known as the Remuneration, Appointments and Nominations Sub-Committee (“the Sub-Committee”).
- 1.2 The overall purpose of the Sub-Committee is to offer, guidance, support and recommendations to the Board and Chief Officer, reporting through the Chair of the Staff Governance Committee.
- 1.3 As necessary and within the agreed parameters set by the Board, the Sub-Committee will engage in matters of negotiation in respect of SFRS terms and conditions.
- 1.4 Along with all staff, the Board and its Committees have a key part to play embedding and living [‘Our Values’](#), developed as a result of staff views on what they value most about working within SFRS. We all have a responsibility to ensure we continually promote them in everything we do.

2. MEMBERSHIP

- 2.1 The Sub-Committee will comprise four members appointed by the Board, including a Chair and Deputy Chair. The Sub-Committee will be supported by the Chief Officer and Director of People and Organisational Development and other staff as appropriate to the agenda.
- 2.2 The composition and effectiveness of the Sub-Committee will be reviewed annually by the Board. A full list of the membership is detailed in Appendix 1.

3. REPORTING

3.1 The Sub-Committee will formally report to the Staff Governance Committee after each meeting. The key items of business of the Sub-Committee will subsequently be reflected within the minutes of the Staff Governance Committee. Relevant decisions where appropriate will be reported at a Private meeting of the Staff Governance Committee or Board. By the nature of its business, the Sub-Committee will, from time to time, receive and consider confidential information about SFRS personnel. The Sub-Committee is authorised to report fully on its activities to the extent that it can, but maintaining absolute care not to breach confidentiality or data protection legislation.

4. RESPONSIBILITIES

Remuneration Role

4.1 The main responsibilities in respect of remuneration are to:

- Ensure that remuneration arrangements support the strategic aims of the SFRS.
- Make recommendations with regard to the SFRS pay and reward framework and remuneration processes.
- In collaboration with the Chair of the Board, exercise oversight of the objectives set for the Chief Officer and review the arrangements for their performance appraisal, as well as reviewing the performance appraisals of the Strategic Leadership Team (SLT), by countersigning.
- In collaboration with the Chair of the Board, make recommendations to the Board regarding remuneration policy, in respect of the SLT and members of Senior Management Team, and keep these under review.
- Ensure that remuneration arrangements enable the recruitment, motivation and retention of employees, while complying with Scottish Government regulatory and governance requirements.
- Select, appoint and determine terms of reference for independent remuneration consultants to advise on remuneration policy and levels of remuneration.

- Work with the Audit and Risk Assurance Committee to ensure that risk and risk appetite are properly considered in recommending the remuneration policy.
- Ensure the adequacy of management response to risks identified through the strategic risk register pertinent to the business of the Sub-Committee.

Appointments and Nominations Role

4.2 The main responsibilities in respect of appointments are to:

- Advise the Board on the appointment process for the Chief Officer.
- Support the independence of the appointment process and succession planning arrangements for members of the SLT, Deputy Assistant Chief Officers (DACO) and Heads of Function (HoF).
- Support the Chair of the Board and Public appointments process in relation to succession planning.
- Consider nominations for honours and awards for SFRS staff.

Negotiation Role:

4.3 The main responsibilities in respect of negotiations are to:

- Take account of national negotiations and collective bargaining machinery for SFRS Staff.
- With the agreement of the Board, the Sub-Committee may undertake formal negotiations with representative bodies on changes to employee terms and conditions. Where necessary this will be reported by the Sub-Committee Chair through the Staff Governance Chair at Private Committee and Board meetings.

5. RIGHTS

5.1 The Sub-Committee will report through the Chair of the Staff Governance Committee.

5.2 The Sub-Committee may:

- Scrutinise the delegated areas of responsibility referred to in Section 4 above.
- Invite additional members for a limited period to provide specialist assistance. However, where there is associated expense this must have prior approval from the Chair of the Board and Chief Officer (Accountable Officer).
- Procure specialist advice at the expense of the organisation, subject to budgets agreed by the Chair of the Board and Chief Officer (Accountable Officer).
- Approve previous Sub-Committee minutes at the next Sub-Committee meeting.
- Hold private workshop sessions as required for development purposes and to accommodate organisational input and support.

6. ACCESS

6.1 Members of the SLT as required, will have free and confidential access to the Chair of the Sub-Committee.

7. MEETINGS

7.1 The procedures for meetings of the Sub-Committee are:

- To meet formally and in private at least on a quarterly basis.
- Sub-Committee meetings will be held in Private.
- For the Chair of the Sub-Committee, in consultation with members, to request an additional meeting if considered necessary.
- A minimum of 2 Sub-Committee members will be present for the meetings to be deemed quorate.
- In the absence of the Chair, the Deputy Chair will assume the responsibilities of the Chair. In both their absence and in agreement with the remaining Sub-Committee members present any one member is authorised to assume the role of Chair for the duration of the meeting.

8. INFORMATION REQUIREMENTS

- 8.1 All relevant documentation for the Committee must be provided as per the schedule for their meetings.

APPENDIX 1

SUB-COMMITTEE MEMBERSHIP:

Members

- 4 Board members.
- Chair of Board (Ex-officio Member).

Others in attendance

- Chief Officer
- Deputy Chief Officer (in the Chief Officers absence)
- Director of People and Organisational Development.
- Legal Services
- Board Support
- Other representation as necessary.



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CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE SERVICE DELIVERY COMMITTEE

Author/Role	GM Alasdair Cameron
Date of Risk Assessment (if applicable)	N/A
Date of Equality Impact Assessment	28 March 2018
Date of Impact Assessment (commenced)	N/A
Date of Impact Assessment (concluded)	N/A
Quality Control (name)	Nick Barr - Board Member
Authorised (name and date)	Kirsty Darwent, Chair of the Board - March 2019
Last reviewed/amended (name and date)	GM Alasdair Cameron - March 2019
Date of Next Review	March 2020



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10. [APPENDIX 1 – COMMITTEE MEMBERSHIP](#)

1. INTRODUCTION

- 1.1 The Scottish Fire and Rescue Service (SFRS) have established a Committee of the Board, known as the Service Delivery Committee (“the Committee”).
- 1.2 The overall purpose of the Committee is to scrutinise and provide assurance to the Board on the safety, quality and performance of service delivery across Scotland.
- 1.3 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference.
- 1.4 Along with all staff, the Board and its Committees have a key part to play embedding and living [‘Our Values’](#), developed as a result of staff views on what they value most about working within SFRS. We all have a responsibility to ensure we continually promote them in everything we do.

2. MEMBERSHIP

- 2.1 The Committee will comprise five members appointed by the Board, including a Chair and Deputy Chair. The Committee will be supported by the Deputy Chief Officer and other staff, as appropriate to the agenda.
- 2.2 The Committee may invite representatives of related partner organisations, as appropriate, to Committee meetings to assist with the work of the Committee.
- 2.3 The composition and effectiveness of the Committee will be reviewed annually by the Board. A full list of the membership is detailed in [Appendix 1](#).

3. REPORTING

- 3.1 Minutes of the meetings of the Committee will be submitted to meetings of the Board. The Committee may submit special reports to the Board as required.

4. RESPONSIBILITIES

4.1 The responsibility of the Committee is to scrutinise and provide assurance within the following 4 delegated areas with a clear focus on Service Delivery:

- Safety and risk reduction
- Quality assurance, continuous improvement, benchmarking and standards
- Performance and outcomes
- Horizon scanning

4.2 The broad areas of responsibility give the Committee scope to continually monitor and review Service Delivery related matters as deemed necessary.

4.3 All Committees must endeavour to avoid duplication of work of other Committees by focusing on specific delegated areas of responsibility. Overall co-ordination of work is overseen by the Integrated Governance Committee [Section 8.2](#).

5. RIGHTS

5.1 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference as detailed within [Section 4.1](#). This however is subject to ensuring that any decision made does not adversely impact on the Strategic Direction of the SFRS, which will continue to be subject to SFRS Board scrutiny and governance arrangements.

5.2 The Committee may:

- Scrutinise the delegated areas of responsibility referred to in Section 4 above.
- Invite additional members for a limited period to provide specialist assistance. However where there is associated expense this must have prior approval from the Chair of the Board and Accountable Officer.
- Procure specialist advice at the expense of the organisation, subject to budgets agreed by the Chair of the Board and Accountable Officer.
- Approve previous Committee minutes at the next Committee meeting.

- Hold private workshop sessions as required for development purposes and to accommodate organisational input and support.

6. ACCESS

- 6.1 Members of the SLT as required, will have free and confidential access to the Chair of the Committee.

7. MEETINGS

- 7.1 The procedures for meetings of the Committee are:

- To meet formally and in public at least on a quarterly basis.
- To consider and agree, in line with the Standing Orders, whether any item on the Agenda needs to be considered in private
- For the Chair of the Committee, in consultation with Members, to request an additional meeting if considered necessary;
- A minimum of 3 Committee members will be present for the meetings to be deemed quorate;
- In the absence of the Chair, the Deputy Chair will assume the responsibilities of the Chair. In both their absence and in agreement with the remaining three Committee members present any one member is authorised to assume the role of Chair for the duration of the meeting.

8. RELATIONSHIP TO OTHER COMMITTEES

- 8.1 The Committee will have strategic relationships with these Committees:

- Transformation and Major Projects;
- Staff Governance;
- Audit and Risk Assurance.

- 8.2 The Integrated Governance Committee will review and co-ordinate intended outcomes between Committees, to prevent duplication and ensure alignment of business, while capturing any common themes across all Committees.

9. INFORMATION REQUIREMENTS

- 9.1 All relevant documentation for the Committee must be provided as per the schedule for their meetings.

APPENDIX 1

COMMITTEE MEMBERSHIP

Members

- 5 Board members;
- Chair of Board (Ex-officio Member).

Others in attendance

- Deputy Chief Officer;
- Director of Strategic Planning Performance and Communications
- Director of Response & Resilience
- Director of Prevention & Protection
- Her Majesty's Fire Service Inspectorate;
- Legal Service
- Board Support
- Other representation, as necessary.



SCOTTISH
FIRE AND RESCUE SERVICE

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SCOTTISH FIRE AND RESCUE SERVICE BOARD

CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE AUDIT AND RISK ASSURANCE COMMITTEE

Author/Role	GM Alasdair Cameron
Date of Risk Assessment (if applicable)	N/A
Date of Equality Impact Assessment	28 March 2018
Date of Impact Assessment (commenced)	N/A
Date of Impact Assessment (concluded)	N/A
Quality Control (name)	Brian Baverstock, Board Member
Authorised (name and date)	Kirsty Darwent, Chair of the Board – March 2019
Last reviewed/amended (name and date)	GM Alasdair Cameron – March 2019
Date for Next Review	March 2020



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CORPORATE GOVERNANCE

TERMS OF REFERENCE FOR THE AUDIT AND RISK ASSURANCE COMMITTEE

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1. INTRODUCTION

- 1.1 The Scottish Fire and Rescue Service (SFRS) have established a Committee of the Board, known as the Audit and Risk Assurance Committee (“the Committee”).
- 1.2 The overall purpose of the Committee is to satisfy itself as to the adequacy and effectiveness of the audit and risk policies, procedures regarding management of risk, control and governance and associated assurance through a process of constructive challenge.
- 1.3 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference.
- 1.4 Along with all staff, the Board and its Committees have a key part to play embedding and living '[Our Values](#)', developed as a result of staff views on what they value most about working within SFRS. We all have a responsibility to ensure we continually promote them in everything we do.

2. MEMBERSHIP

- 2.1 The Committee will comprise five members appointed by the Board, including a Chair and Deputy Chair. The Committee will be supported by the Accountable Officer and other staff, as appropriate to the agenda.
- 2.2 The Board is to ensure that the Chair and Members have the relevant expertise, experience, training, development and support.
- 2.3 The Committee may invite representatives of related partner organisations, as appropriate, to Committee meetings to assist with the work of the Committee.
- 2.4 The composition and effectiveness of the Committee will be reviewed annually by the Board. A full list of the membership is detailed in [Appendix 1](#).

3. REPORTING

- 3.1 Minutes of the meetings of the Committee will be submitted to meetings of the Board. The Committee may submit special reports to the Board as required.
- 3.2 The Committee will provide the Board and Accountable Officer with an Annual Report, timed to support finalisation of the accounts and the Annual Governance Statement, summarising its conclusions from the work it has conducted throughout the reporting year.

4. RESPONSIBILITIES

- 4.1 The Committee will advise and support the Board and Accountable Officer on the appropriateness of the:
- Strategic processes for risk management, the control environment and governance;
 - Annual Governance Statement and Internal Controls;
 - Accounting policies, the accounts, and the annual report for the organisation, including the process for the review of the accounts prior to submission for audit, levels of error identified, and management's letter of representation to the external auditors;
 - Planned activity and results of both internal and external audit;
 - Adequacy of management response to issues identified by audit activity, including external audit's management letter/report;
 - Adequacy of management response to risks identified through the strategic risk register pertinent to the business of the Committee;
 - Progress against aligned Strategic Risks for all the Committees as captured within the Strategic Risk Register;
 - Effectiveness of the internal control environment;
 - Assurances relating to the corporate governance requirements for the organisation;
 - Proposals for tendering for either internal or external audit services or for purchase of non-audit services from contractors who provide audit services; and
 - Anti-fraud and corruption policies, whistleblowing processes and arrangements for special investigations.

- 4.2 The broad areas of responsibility give the Committee scope to continually monitor and review Audit and Risk Assurance related matters as deemed necessary.
- 4.3 The Committee will also periodically review its own effectiveness and report the results of that review to the Board and Accountable Officer.
- 4.4 All Committees must endeavour to avoid duplication of work of other Committees by focusing on specific delegated areas of responsibility. Overall co-ordination of work is overseen by the Integrated Governance Committee [Section 8.2](#).

5. RIGHTS

- 5.1 The Committee is authorised by the Board to make decisions within their limits of responsibilities under these Terms of Reference as detailed within [Section 4.1](#). This however is subject to ensuring that any decision made does not adversely impact on the Strategic Direction of the SFRS, which will continue to be subject to SFRS Board scrutiny and governance arrangements.
- 5.2 The Committee may:
- Scrutinise the delegated areas of responsibility referred to in Section 4 above;
 - Invite additional members for a limited period to provide specialist assistance. However where there is associated expense this must have prior approval from the Chair of the Board and Accountable Officer;
 - Procure specialist advice at the expense of the organisation, subject to budgets agreed by the Chair of the Board and Accountable Officer;
 - Approve previous Committee minutes at the next Committee meeting;
 - Hold private workshop sessions as required for development purposes and to accommodate organisational input and support.

6. ACCESS

- 6.1 Members of SLT, Internal Audit and External Audit will have free and confidential access to the Chair of the Audit and Risk Assurance Committee.

7. MEETINGS

- 7.1 The procedures for meetings are:

- To meet formally and in public at least on a quarterly basis.
- To consider and agree, in line with the Standing Orders, whether any item on the Agenda needs to be considered in private
- The Chair of the Committee, in consultation with Members, may request an additional meeting if considered necessary;
- A minimum of 3 Committee members will be present for the meetings to be deemed quorate;
- In the absence of the Chair, the Deputy Chair will assume the responsibilities of the Chair. In both their absence and in agreement with the remaining three Committee members present any one member is authorised to assume the role of Chair for the duration of the meeting.
- The Committee may ask any other officials of the organisation to attend, to assist it with its discussions on any particular matter;
- The Committee may ask any or all of those who normally attend, but who are not Members, to withdraw to facilitate open and frank discussion of particular matters;
- The Board or Accountable Officer may ask the Committee to convene further meetings to discuss particular issues on which they want the Committee's advice.

8. RELATIONSHIP TO OTHER COMMITTEES

- 8.1 The Committee will have strategic relationships with these Committees:

- Service Delivery;
- Staff Governance;
- Transformation and Major Projects.

- 8.2 The Integrated Governance Committee will review and co-ordinate intended outcomes between Committees, to prevent duplication and ensure alignment of business, capturing any common themes across all Committees.

9. LIST OF INFORMATION REQUIREMENTS

- 9.1 A list of suggested minimum requirements for the inputs which should be provided to the Committee is contained within [Appendix 2](#).

APPENDIX 1

COMMITTEE MEMBERSHIP

Members

- 5 Board members.

Others in attendance

- Chief Officer - Accountable Officer;
- Deputy Chief Officer (In absence of the Accountable Officer);
- Director of Finance and Contractual Services;
- Internal Audit
- External Audit
- Legal Services
- Board Support
- Other representation, as appropriate and by invite.

LIST OF INFORMATION REQUIREMENTS

For each meeting, the Audit and Risk Assurance Committee will be provided with:

- A report, summarising any significant changes to the organisation's Strategic Risk Register;
- A progress report from the Head of Internal Audit summarising:
 - Work performed (and a comparison with work planned);
 - Key issues emerging from Internal Audit work;
 - Management response to audit recommendations;
 - Significant changes to the audit plan; and
 - Any resourcing issues affecting the delivery of Internal Audit objectives.
- A progress report from the External Audit representative, summarising work done and emerging findings.

As and when appropriate, the committee will also be provided with:

- business update reports from the Accountable Officer;
- the Charter / Terms of Reference of the Internal Audit Directorate;
- the Internal Audit Strategy;
- the annual Internal Audit Plan
- the Head of Internal Audit's Annual Opinion and Report;
- quality assurance reports on the Internal Audit function;
- the draft accounts of the organisation;
- the draft governance statement;
- a report on any changes to accounting policies;
- External Audit's management letter/report;
- a report on any proposals to tender for audit functions;
- a report on co-operation between Internal and External Audit;
- a report on the Counter Fraud and Bribery arrangements and performance;
- reports from other sources within the "three lines of assurance" integrated assurance framework (eg Best Value self-assessment Reviews, Gateway Reviews, Health Check Reviews, ICT Assurance Reviews, Digital 1st Service Standard Reviews, Procurement Capability Reviews, Procurement Key Stage Reviews).