

<b>Title of report</b>	Review of SSSC Corporate Governance Framework
<b>Public/Confidential</b>	Public
<b>Summary/purpose of report</b>	For Members to approve the Code of Corporate Governance and note the annual effectiveness review.
<b>Recommendations</b>	The Council is asked to: <ol style="list-style-type: none"> <li>1. approve the new Code of Corporate Governance</li> <li>2. note the annual effectiveness review.</li> </ol>
<b>Author</b>	Lynn Murray, Interim Director of Finance and Resources
<b>Responsible Officer</b>	Lorraine Gray, Chief Executive
<b>Link to Strategic Plan</b>	<p>The information in this report links to:</p> <p>Outcome 1: People who use services are protected by ensuring the regulated workforce is fit to practise.</p> <p>Outcome 2: The SSSC supports and enhances the development of the registered workforce to deliver high standards of practice and drive improvement.</p> <p>Outcome 3: Our workforce planning activities support employers, commissioners and policy makers to deliver a sustainable, integrated and innovative workforce.</p> <p>Outcome 4: The social work, social care and early years workforce is recognised as professional and regulated and valued for the difference it makes to people's lives.</p>
<b>Link to Risk Register</b>	Risk 3: We fail to meet corporate governance, external scrutiny and legal obligations.
<b>Impact assessments</b>	<ol style="list-style-type: none"> <li>1. An Equalities Impact Assessment (EIA) was not required.</li> <li>2. A Data Protection Impact Assessment (DPIA) was not required.</li> </ol>

	3. A Sustainability Impact Assessment (SIA) was not required.
<b>Documents attached</b>	Appendix 1: Code of Corporate Governance
<b>Background papers</b>	<a href="#">Link to current Code of Corporate Governance 2022</a>

## **INTRODUCTION**

1. Council approved the current Code of Corporate Governance (Code) in October 2019 and approved variations in January 2020, June 2020 and February 2021.
2. The Head of Legal and Corporate Governance (HLCG) has completed the three-year review of the Code, an essential component of the SSSC corporate governance framework. This report summaries the proposed changes and seeks approval of the revised Code.
3. We have also carried out the annual effectiveness review and summarise this process at paragraph eight.

## **CODE OF CORPORATE GOVERNANCE**

4. The HLCG carried out a full review of the existing Code and looked at those of other public bodies. In particular, she considered the Audit Scotland S22 report on the Crofting Commission in which the auditors commented that "The Commission did not have in place an overarching code of corporate governance or equivalent framework. Instead, its governance arrangements were set out in general terms across various documents." In response, the Commission put in place a Code of Corporate Governance which clarified roles and responsibilities by bringing together into one place their founding legislation and applicable guidance.
5. The HLCG proposes we include details of the overarching framework within the introduction section of the Code. The Code will then incorporate our overarching framework, making it easier to understand the corporate governance structure within which we operate.
6. The proposed new Code aligns with the Executive Framework Document.
7. The principal amendments are:

### **Introduction**

- As stated in Section 5 of this report, the introduction includes details of our legislative basis, our structure and governance documents including the Executive Framework Document.
- We have included a provision for delegation of responsibilities by officers at section 7.
- We have added wording to include sub-committee and panel in the definition of Committee at section 9.

### **Section One**

- We have made changes to incorporate active language where feasible.

- We have removed the requirement to provide hard copy papers at meetings as all papers are published online.
- We have clarified section 36 which deals with non-quorate meetings.
- We have amended the wording for nomination of Deputy Convener to make clear that one **may** be appointed at section 70.

## **Section Two**

- We have added the carrying out of the annual effectiveness review to the remit of Council.
- The Head of Hearings and Regulatory Improvement has amended the quorate/membership wording for the Quality Assurance Sub-Committee.
- We have removed Chair from Table One as their duties are covered in Section One (Standing Orders).
- We have included detail on the type of policies which Members approve in Table One.
- We have included detail on the Chief Executive's, Executive Management Team (EMT) and Operational Management Team responsibilities in Table One.
- We have included "approval of corporate operational policies" into responsibilities of Chief Executive in Table Two.

## **ANNUAL EFFECTIVENESS REVIEW**

8. Principles of good governance say that the Council should review their effectiveness on an annual basis. We do this by receiving feedback from Members and measuring that against the Chartered Institute of Public Finance Accountants (CIPFA) International Framework: Good Governance in the Public Sector and considering improvements to make our governance arrangements stronger. Council Members filled out a self-assessment form based on the "Achieving the intended outcomes while acting in the public interest at all times" criteria published in CIPFA and the International Federation of Accountants (IFAC)'s "International Framework: Good Governance in the Public Sector".
9. Council Members discussed the review with management at the Away Day in November and agreed actions. This report asks Members to note the completion of the annual effectiveness review.

## **NEXT STEPS**

10. We will publish the approved Code of Corporate Governance on the intranet and internet. We will provide a copy to our sponsor department.

## **CONSULTATION**

11. We have consulted with EMT and our sponsor department in carrying out the review of the Code of Corporate Governance.

## **RISKS**

12. We have an averse risk appetite towards governance matters. There are no risks arising from the recommendations in this report.

## **IMPLICATIONS**

### **Resourcing**

13. There are no financial, staffing or sustainability implications arising from this report.

### **Compliance**

14. This report complies with legal and governance requirements. This new Code is an improvement to our governance arrangements as it provides clarity on our overarching framework.

## **IMPACT ASSESSMENTS**

15. An Equalities Impact Assessment (EIA) is not necessary as this report relates to internal governance arrangements and does not have an impact on people with protected characteristics.

## **CONCLUSION**

16. This report:
  1. asks for approval of the Code of Corporate Governance
  2. asks Council to note the completion of the annual effectiveness review.