

ESC Senior Management Team

Terms of Reference

November 2024

Purpose

1. The Commissioner has established a Senior Management Team (SMT). The SMT provides a key element of the strategic and operational leadership of the office of the Ethical Standards Commissioner (ESC) by providing support and constructive challenge to the Commissioner.
2. The SMT supports the Commissioner in discharging their statutory functions and taking well-informed, evidence-based decisions relating to the strategic direction, governance, policies and performance of the organisation.
3. The SMT is a key element in the ESC's overall governance structure.

Authority

4. The SMT is the principal mechanism for the strategic direction of the organisation and for the delivery of its functions and objectives.
5. The SMT's authority derives from the Commissioner, who is ultimately responsible for all decisions. The Commissioner's powers are conferred on them by the [Scottish Parliamentary Commissions and Commissioner etc. Act 2010](#).

Values

6. In carrying out their duties, all members of the SMT will be cognisant of and demonstrate the Nolan principles of public life as adapted for the Scottish public sector. These being:
 - Duty
 - Selflessness
 - Integrity
 - Objectivity
 - Accountability and stewardship
 - Openness
 - Honesty
 - Leadership
 - Respect
7. In addition, they will demonstrate ESC's values as set out in the [Strategic Plan for 2024-2028](#) and any successive plans.
 - We will conduct all of our activities in an ethical way, characterised by effective stewardship of public money, accountability, honesty, integrity, propriety, fairness and transparency.

- We will treat each individual and organisation that comes into contact with us with empathy, kindness and respect, recognising that their trust in us must be earned and we will ensure that our commitment to equality, diversity and inclusion informs all of our work.
- We welcome constructive criticism and challenge. If we get things wrong, we will remedy our errors and learn from these in order to improve our future performance.

Membership

8. The SMT consists of:

- The Commissioner
- The Head of Corporate Services
- The Hearings and Investigations Officer
- The Public Appointments Manager
- The Senior Investigating Officer

9. Other guests, both internal and external, may be invited to attend.

10. All staff members are welcome to attend the SMT meeting, bearing in mind that some items may be taken in private.

11. These Terms of Reference will form part of the recruitment and induction processes for the above roles.

Responsibilities

12. The SMT's core responsibilities are to:

- Assist in the development of the organisation's strategic aims, objectives and KPIs
- Develop and review strategic and corporate business plans
- Develop and review the corporate and annual financial plans and budget
- Manage the efficient, economic and effective use and development of staff, assets and other resources consistent with our values, including, where appropriate, participation in shared services arrangements
- Ensure the effectiveness of the arrangements that provide assurance on risk management, governance and internal control
- Ensure delivery of performance and financial aims and objectives by monitoring activity through effective reporting mechanisms
- Ensure the development and application of strategic corporate policies (HR, Health and Safety, Equalities etc.)

- Oversee adherence to strict standards of financial propriety and compliance with the Scottish Public Finance Manual
 - Ensure the application of appropriate standards of corporate governance.
 - Ensure early identification of emerging issues which may impact on the reputation or operation of the ESC.
13. The SMT will provide assurance and ensure robust decision-making through a process of constructive challenge.
14. Given the size of the organisation, the SMT will consider both strategic and key operational matters.

Additional requirements

15. Members of the Senior Management Team will also note that:
- The names of SMT members will be publicly available and members will provide a profile and image to be published on the ESC's website
 - Be a signatory to the bank account
 - Be provided with training, as appropriate, to ensure they are able to fulfil their responsibilities as an SMT member

Meetings

16. The SMT will meet at least eight times a year, normally on a monthly basis, or at such times as may be fixed by the Commissioner.
17. SMT meetings will be chaired by the Commissioner, who will decide all questions of order, relevancy, and conduct of business during the meeting. In the absence of the Commissioner, one of the members will assume that role for the duration of the meeting.
18. A minimum of the Commissioner and two other members of the SMT must be present for the meeting to be deemed quorate.
19. In the event of SMT members being unable to attend a meeting they may nominate a substitute to attend for part or all of the meeting, having agreed with the Commissioner in advance.
20. Decisions will be reached by simple majority, with the Commissioner having the casting vote.
21. In the event that the Commissioner has a conflict of the interest, or the SMT decides that the Commissioner has a conflict of interest, then the SMT will appoint another member to chair the relevant part of the meeting.

22. Additional meetings may be convened as necessary on the suggestion of any member of the SMT and with the approval of the Commissioner, or the majority of SMT members in the Commissioner's absence.
23. A meeting schedule for the coming year will be agreed in March each year.
24. Meetings may be held in person, by video conference or by a combination of both (a hybrid meeting).
25. Each function will provide a written report to the meeting on activity undertaken in the previous calendar month. These will be circulated with the agenda. Items for active SMT consideration will be added to the agenda.
26. A finalised agenda and papers will be provided to members, wherever possible, five working days in advance of the meeting.
27. The SMT reserves the right to hold discussions on certain agenda items in private should it be considered appropriate. This decision will be made to ensure the protection of sensitive or confidential information, or where the discussion may involve matters of legal, organisational or commercial sensitivity.
28. The SMT may discuss and agree actions outwith the meeting via correspondence or at ad hoc meetings. These decisions will be noted and captured at the next meeting.
29. A secretariat function will be provided by the Corporate Services Team, primarily through the Corporate Services Officer with support from the HR & Facilities Officer. Duties will include arranging meetings, as well as preparing and circulating agenda, papers and minutes.
30. The Corporate Services Team will prepare and keep a formal minute for each meeting of the SMT which will be published on the ESC website. The minute will include attendees, and apologies, a short summary of any discussions and capture and list decisions and actions. The three functional reports will be incorporated into the minutes. The minute of meeting shall be submitted to the next meeting for approval and then published.
31. A template agenda is at Appendix 1.

Review

32. These terms of reference will be reviewed annually. Input from external parties such as the AAB, the SPCB and external and internal audit will be sought.
33. These terms of reference were approved via correspondence by the SMT on 11 November 2024.

APPENDIX 1

TEMPLATE SMT MEETING AGENDA

**Senior Management Team
Monthly Meeting
[hh.mm] on [Day, date, month, year]
Agenda**

ATTENDING

Ethical Standards Commissioner (ESC)
Head of Corporate Services, (HCS)
Hearings & Investigations Manager (HIO)
Public Appointments Manager (PAM)
Senior Investigating Officer (SIO)

IN ATTENDANCE

Corporate Support Officer (CSO)

1. Welcome and introduction

- a. Items for consideration in private

2. Previous minutes

- a. Approval
- b. Matters arising

3. Governance and providing assurance

- a. Stakeholder engagement – key events
- b. Strategic Plan (Yr 1) – consideration of actions required and conversion to Biennial Business Plan; April and May
Strategic Plan (Yrs 1-3) – consideration of progress and if any revisions required; annually in March
Strategic Plan (Yr 4) – consideration of and updates on next strategic plan; monthly October to March
- c. Business plans – monthly update on key items; quarterly in depth review
- d. Managing risk – monthly update on key items; quarterly in depth review
- e. Advisory Audit Board - update
- f. Annual report and accounts – updates during active months (April-October)
- g. External audit - update
- h. Internal audit – update
- i. Policy review – monthly update and consideration of policies
- j. Review of SMT Terms of Reference – annually in March
- k. [Complaints about us](#)
 - Complaints received since last meeting
 - Outcomes
 - Time taken to close
 - Days taken
- l. [Consultations received](#)
- m. [Unacceptable Behaviour Policy actions](#)

4. Operational matters

- a. Key points for SMT information and consideration
 -
 -
- b. AOB

5. Operating an effective complaints system

- a. Key points for SMT information and consideration
 -
 -
- b. AOB

6. Regulating appointments to boards

- a. Key points for SMT information and consideration
 -
 -
- b. AOB

7. Team meetings and briefings

- a. Scheduled policy briefings and training
 - i. Newsletter reminders
 - ii. Line manager 1-2-1 reminders
 - iii. Date and items for next online Team Meeting
 - iv. Factsheets
 - v. Upcoming external training sessions
 - vi. Upcoming ESC Led training sessions
- b. Date and items for next Quarterly Team Meeting

8. AOB

9. Date of next meeting

- a. Schedule of meetings for coming year – annually in March

10. Meeting papers

The following papers provided background and supporting information to the meeting.

- Corporate Monthly Report [Month YYYY]
- Standards Monthly Report [Month YYYY]
- Public Appointments Monthly Report [Month YYYY]