

**FOOD STANDARDS SCOTLAND BOARD
FINANCE AND BUSINESS COMMITTEE**

TERMS OF REFERENCE

Purpose

1. The Board has established a Finance and Business Committee ('the FBC') as a Committee of the Board to give appropriate high-level oversight of financial and operational matters at Board level and support the translation of policy into effective results through a process of constructive challenge.

Membership

2. The members of the FBC are appointed by the Board from its membership. This will include at least one member with recent and relevant financial experience. The FBC shall include at least three Board members. One of the members shall act as Chair. FBC members will normally be appointed for terms that coincide with their terms of appointment, or for two or four years, in order to manage succession and provide continuity.
3. The executive attendees of the FBC will include the Chief Executive, who is the Accountable Officer, and members of the Executive Team. The Chief Executive will be responsible for determining which members of the Executive are attendees of the FBC.
4. The Chair of the FBC will be appointed from the membership of the FBC by the FSS Chair under delegated powers.
5. The FBC will be provided with a secretariat function by the FSS Board secretariat.

Rights

6. The FBC may:
 - request the procurement of specialist ad-hoc advice at the expense of FSS, subject to budget agreement by the Chief Executive.

Access

7. The Chair of the FBC will have free and confidential access to the Chair and Chief Executive of FSS whenever appropriate.

Reporting

8. The FBC will formally report to the Board after each meeting.
9. A copy of the FBC minutes will be provided to the Board and published once agreed by the FBC. The published copy will be redacted to ensure compliance with FOI and data protection regulations.
10. The FBC will provide the Board with an Annual Report, outlining its work during the previous financial year.

Meetings

11. The procedures for meetings are:

- the FBC will meet four times a year. The Chair of the FBC may convene additional meetings, as they deem necessary;
- meetings will be scheduled to enable timeous review of quarterly financial reports;
- a minimum of two members of the FBC and the Chief Executive or their nominated deputy will be present for the meeting to be deemed quorate;
- FBC meetings will normally be attended by the Head of Governance and Infrastructure and the Head of Finance and Procurement;
- the Chair or the Chief Executive may ask any other officials of the organisation to attend to assist it with its discussions on any particular matter;
- the FBC 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; and
- the Board or the Chief Executive may ask the FBC to convene further meetings to discuss particular issues on which they want the Committee's advice.

Responsibilities

12. The FBC will seek assurance of finance and business delivery on behalf of the Board to:

- support the Board in strategic oversight of the financial performance of the organisation;
- oversee financial planning and annual budgets to support delivery of the FSS Strategy and Corporate Plan;
- scrutinise the financial and other performance information relating to FSS;
- review the annual budget allocation process undertaken by the Executive and consider associated strategic risks and issues arising as part of the budget allocation and refer appropriate strategic risks to the Board;
- support the Board in strategic oversight of operational performance and staff resourcing including recruitment challenges, staff turnover and review of the Workforce Plan and the Staff Engagement Survey; and
- give appropriate high-level oversight and advice on the in-year Corporate Plan.

13. The FBC will also periodically review its own effectiveness, including performance, constitution and terms of reference, and report the results of that review to the Board and the Chief Executive, recommending any changes it considers necessary.

Information Requirements

14. For each meeting the FBC will be provided with:

- a report summarising the financial performance of FSS up to the end of the previous quarter including identification of risks, issues and highlights;
- a performance report summarising corporate performance (*e.g. staff vacancies, anything impacting on the delivery of the Corporate Plan*)

15. As and when appropriate the Committee will also be provided with:

- a report summarising the process undertaken by the Executive with regards to the budget allocation for following financial year;
- a copy of the Workforce Plan;
- a copy of the Staff Engagement Survey results.

16. The above lists are minimum requirements for the inputs which should be provided to the FBC. In some cases more may be provided.