

Standing Orders

The Scottish Commission on Social Security (SCoSS) was established by the Social Security (Scotland) Act 2018 ('the Act'), which states that the SCoSS may regulate its own procedure.

At its board meeting of October 2019, the SCoSS agreed to regulate its procedures by adopting the attached Standing Orders.

Any reference to members' attendance at a SCoSS meeting includes their participation by video conference or other remote method.

Members' conduct during board meetings

The Chair is responsible for chairing all board meetings and for ensuring that members can contribute to proceedings in an equitable manner. Members' contributions should be made through the Chair.

Members will be responsible for conducting themselves in accordance with the SCoSS's Code of Conduct¹.

Conflicts of interest

The following processes will apply in relation to any dispute arising as to whether a conflict of interest exists:

- a. in the event of the potential conflict arising during the course of a meeting the Chair will have the power to rule as to whether such a conflict exists. In the event of a positive ruling, the member concerned will not be permitted to be further involved in that part of the meeting affected by the conflict;
- b. in the event that the potential conflict arises outwith a meeting (such as when signing off a SCoSS letter to the Scottish Government) then the Chair will have power to rule as to whether such a conflict exists. In the event of a positive ruling, the member

¹ [Code of Conduct - Scottish Commission on Social Security \(socialsecuritycommission.scot\)](https://socialsecuritycommission.scot)

concerned will not be permitted to be further involved in the business affected by the conflict;

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- c. before ruling in either of the circumstances set out above, the Chair may take views of other members as s/he deems necessary;
 - d. a record of the area of potential conflict, the ruling reached and by whom will be retained.

Work plan and agendas

Members collectively agree the SCoSS's work plan i.e. its main items of work, including those to be discharged at future board meetings.

The Chair will determine the agenda for each board meeting, which will be drafted to ensure that the SCoSS delivers its work plan and members keep abreast of relevant developments.

Where time allows, the Chair will share a draft agenda with members for comments and suggestions for inclusion. If members are aware in advance of an item they want to include on an agenda they should inform the Chair as early as possible. The Chair makes the final decision on what to include on agendas, taking into account the timing and nature of the proposal, and any other business already scheduled for the meeting in question.

The Secretariat will issue board papers one week in advance of board meetings. Late papers will only be circulated in exceptional circumstances and, for access reasons, papers will not be tabled at a meeting.

If the Board agrees to delegate the writing of a paper for a board meeting to a member, the author's name will clearly be stated on the paper.

Board meetings will usually be held at Victoria Quay but with the aim of holding at least one meeting a year elsewhere.

The Chair may call an extraordinary meeting (i.e. outwith the agreed meeting schedule) if required and agreed by other members.

Members' attendance

Substantive decisions, for example, agreeing a SCoSS report, will be taken at a board meeting or in accordance with a process agreed at a board meeting.

Where the SCoSS has four members, substantive decisions can only be made at a board meeting if at least two members are present at the meeting or available (i.e. to participate in the process agreed at a board meeting).

Where the SCoSS has five members, substantive decisions can only be made at a board meeting if at least three members are present/available (i.e. to participate in the process agreed at a board meeting).

There may be occasions during a board meeting where it becomes apparent that, for the remainder of the board meeting, there will be fewer members than set out above and a substantive decision remains to be made.

Before that circumstance arises, members may agree that the above restrictions do not apply in order that a substantive decision can be made. The Chair will also aim to schedule agenda items so that substantive decisions can be made before the scenario described above arises.

Absence of Chair

Should the Chair be unavailable for a Board meeting the other members will agree who should chair that meeting. Any member could otherwise deputise for the Chair depending on members' availability.

Decisions, voting and reports

SCoSS members will seek to agree all reports on a unanimous basis. The 2018 Act states, “If the Commission’s members are unable to agree the terms of its report unanimously, the report must set out the matters over which members differ.”

The Secretariat will usually be responsible for providing, based on members’ discussions, a first draft of reports. The process for agreeing any particular report will be agreed at a prior board meeting.

Decisions at board meeting will generally be made by a consensus of those attending. Any matter put to a vote should be decided by a simple majority. In the event of a tie, the Chair has a second vote.

Only members present at a meeting may vote and proxy voting is not allowed. Members departing early from a board meeting will not be able to make any decisions after that point, although efforts would be made to bring forward key items requiring decision.

Audit Sub-Committee

The Board has set up the following sub-committee—

Audit Sub-Committee

Remit: The Board has established an Audit Sub-Committee as a SubCommittee of the Board to provide support in their responsibilities for issues of risk, control and governance and associated assurance.

Membership: the Audit Sub-Committee will comprise no fewer than 2 members of the Board and no more than 3 members. The quorum is two Board members The Audit Sub-Committee will be provided with a secretariat function by the SCoSS Secretariat. However, only the Board members are members of the Audit Sub-Committee and can take decisions. Others in attendance are classed as observers.

Reporting: The Audit Sub-Committee will formally report in writing to the Board after each meeting. A copy of minutes of the meeting will normally form the basis of the report. The Audit Committee will provide the Board and Accountable Officer with an Annual Report based on the Annual Assurance prepared by the Audit Advisor and a summary of the Committee's activities during the year.

Responsibilities: The Audit Committee, with the support of the Audit Advisor, will advise the Board and Accountable Officer on—

- the strategic processes for risk, control and governance and the Governance Statement;
- the accounting policies, the accounts, including the process for review of the accounts prior to submission for audit, levels of error identified, and management's letter of representation to the external auditors;
- the adequacy of management response to issues identified by audit activity, including external audit's management letter / report;
- the effectiveness of the internal control environment;
- assurances relating to the corporate governance requirements for the organisation; and
- anti-fraud policies and whistle-blowing processes.

The Audit Committee will also periodically review its own effectiveness and report the results of that review to the Board and Accountable Officer.

Meetings: The procedures for meetings of the Audit Sub-Committee are—

- the Audit Sub-Committee will normally meet at least 4 times per financial year;

- one meeting a year will be preceded by a private meeting between the Audit Committee and the External Auditors in order to enable discussion of any issues best raised without management present;
- Audit Committee meetings will normally be attended by the Audit Advisor;
- the Audit Committee may ask any other officials of the organisation to attend to assist it with its discussions on any particular matter; and
- the Audit 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.

Charter Sub-Committee

1. Remit - The SCoSS Board has established a Charter Sub-Committee to manage the scrutiny work of the Commission in relation to the Social Security Charter. This will include the management of any external research contracts relating to this scrutiny role.
2. Membership – The Charter Sub-Committee shall comprise no fewer than 2 Members of the Board. The quorum for Sub-Committee meetings is 2 Members of the Board. Any Member of the Board can attend meetings of the Sub-Committee.

The Board will agree the Convener and Member of the Sub-Committee prior to the first meeting of the Sub-Committee. In the absence of the Convener for any Sub-Committee meeting, the other appointed Member of the Sub-Committee shall convene the meeting.

3. The Sub-Committee can invite external attendees to meetings as appropriate. External attendees will be classed as observers. Only Board Members are members of the Charter Sub-Committee

and can take decisions. The Sub-Committee will be supported with a secretariat function provided by the SCoSS Secretariat.

4. Decision-making – All decisions and recommendations made by the Sub-Committee will require the agreement of the Board before being implemented or actioned. All Charter Sub-Committee decisions and recommendations will be made by consensus.
5. Reporting – The Charter Sub-Committee will formally report in writing to the Board after each meeting including all decisions and recommendations proposed for Board approval. A minute of all meetings of the Charter Sub-Committee will be agreed by the Charter Sub-Committee and published on the SCoSS website.
6. Dissolution – The Board can dissolve the Charter Sub-Committee once it agrees that the work of the Sub-Committee has concluded or is no longer required.

SCoSS Sub-Committees / Ad – Hoc Committees

The Board may from time to time establish Sub-Committees or ad hoc committees for specific purposes.

The Chair of the Board shall be ex officio member of all Sub Committees or ad hoc committees but may decline or resign membership of any given ad hoc committee at his/her discretion. Each sub or ad hoc committee shall have a convenor, which shall be the Chair of the Board where he or she remains a member, but may otherwise be any other member of the committee including a co-opted member, selected by the Chair. In the absence of the convenor at any meeting, the Chair will nominate a member to act as convenor, failing which the members present at a meeting shall elect one of their number to act as convenor for the meeting. An ad hoc committee shall be dissolved once it has dealt with the matter allocated to it.

Working Parties or Groups

Working parties or groups may be set up from time to time by the Board, the standing committees, and the Board Chair, for the purpose of studying particular issues or problems. A working party or group is not an executive arm of the Board and may regulate its procedure as it sees fit unless any particular procedure has been prescribed for it by the Board. Working parties or groups need not contain Board members.

Outcomes and / or recommendations of any working parties or groups would require Board approval to be published or taken forward. The conclusions of a working party or group shall submit a report to the Board or the relevant committee setting forth these recommendations.

Where the conclusions of a working party or group require the authority of the Board or a committee before they can be implemented, the working party or group shall submit a report to the Board or the relevant committee setting forth these recommendations.

Working parties set up by the Board or standing committees should have a Chair or convenor, maintain minutes of proceedings and report no less frequently than quarterly to the Board or appropriate standing committee. These reports may be in writing or verbal.

Communications and media engagement

The Secretariat is responsible for dealing with day to day correspondence, maintaining the SCoSS's twitter account and updating the website.

The Chair is responsible for:

- responding to correspondence that cannot be dealt with by the Secretariat
- signing-off news releases, responding to any media requests for interview or comment, and providing input on tweets when requested by the Secretariat.

The Chair may wish to delegate some items to other members/ the Board for information or further action as appropriate. For example,

members may have suggestions or photos, etc. for tweets and need to know how to get them tweeted via the SCoSS account.

Equality and accessibility

SCoSS will always seek to be flexible and make reasonable adjustments to accommodate matters such as members' impairments and any caring responsibilities, while ensuring essential business is delivered.

Transparency of proceedings

All reports and minutes of board meetings are published on the SCoSS's website.

Members have a duty not to comment on any matter in any way that undermines the principle of collective responsibility for decisions of the SCoSS. However, members may have their dissent to a decision recorded provided they have attended for the whole of the discussion and decision, and have asked to record their dissent immediately after the decision is concluded.

Revisions to and application of Standing Orders

These Standing Orders will be reviewed after six months of being agreed and regularly thereafter at a frequency to be determined by the Board (or earlier should members raise any immediate concerns).

The validity of anything done by the SCoSS is not affected by any defects in the operation of these Standing Orders.