Disclosure and Barring Service   
Board and Committee Terms of Reference

Template Version 1.0

# Board

|  |  |
| --- | --- |
| Purpose | The DBS board is the ultimate source of authority for the actions of DBS and responsible for its functions and performance. The board is responsible for ensuring that all statutory functions of DBS are carried out appropriately. The board is responsible for strategy, corporate governance, business planning and in ensuring effective financial and service Performance, delivery of major projects and an effective relationship with the Home Office Minister via the Chairman. The board provides visible leadership to DBS. |
| Chairman | DBS Chairman appointed under the Protection of Freedoms Act 2012 |
| Vice Chairman | The Chairman may appoint a Vice Chairman to carry out Chairman duties in her absence or incapacity[[1]](#footnote-2). |
| Membership | DBS Chairman and Members appointed by the Secretary of State in accordance with the Protection of Freedoms Act 2012. |
| Executive Lead | Chief Executive |
| Attendance | Subject to Standing Orders the Chief Executive, Executive Directors, Directors, a senior Home Office official and associate board members and board apprentices will normally attend and may contribute to board discussions.  The Board Secretary will attend.  The Chairman may agree to any other attendees. |
| Quorum | Attendance of four board members, one of whom must be either the Chairman or Vice Chairman. |
| Powers and Responsibilities | The board is responsible for the reputation, strategy, performance and the system of corporate governance of DBS. In particular the board will:   * ensure that DBS operates in accordance with its statutory framework and complies with its statutory obligations * satisfy itself through the business planning and budget setting process that DBS allocates and acquires sufficient resources to ensure that functions are carried out appropriately to achieve policy requirements and financial obligations, for example, to ensure that ministerial directions are achieved * be responsible for external stakeholder management * assure the arrangements for risk management and that relevant steps and mitigations are efficient and operating satisfactorily * review and comment on the reliability and timeliness of management information and assures itself of financial management and direction in place within DBS * approve, review and monitor compliance with significant and appropriate policies, including management reviews and audits and the Scheme of Delegation * hold a schedule of matters reserved to itself * delegate to officers / committees such authority as it sees fit and in line with the DBS Standing Orders and Scheme of Delegation * ensure that appropriate procedures for whistle-blowing, business continuity, fraud and corruption, equality and health and safety, Records Management – EDRM, Data Protection, Cyber Security, People Policy and Strategy are in place and are working * oversee standards of behaviour, including but not limited to the procedure and declarations required for gifts, hospitality and rewards, in accordance with relevant policies and Cabinet Office Code of Conduct |
| Reporting Arrangements | The board will:   * produce an Annual Report and Accounts in line with legislation * carry out an annual review of its own effectiveness * receive formal reports of committee business from its committee Chairmen, to include an annual summary report of the matters dealt with by the relevant committee, and its effectiveness |
| Standing Agenda Items | The agenda for board meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each board to comprise the Chairman, Chief Executive, Board Secretary and the Governance lead.  The Chairman will ensure that the board holds some meetings, designated Development Meetings, each year where the focus of the agenda is on development; the Chairman may allow urgent business to be included on the agenda of a Development Meeting. Remaining meetings will be designated Business Meetings. For Business Meetings the agenda will include:  * Welcome, Introductions, Declarations & Conflicts of Interest * Minutes & Actions * Chairman’s Report * Chief Executive’s Report * Performance * Risk * Strategy * People * Stakeholders/Partners * Governance * Forward Look * AOB  Bi-Annually:  * Review of Fraud Risk Register  Annually:  * Approve the Annual Report and Accounts * Approve Business Plan * Approve Annual pay remit * Risk register * Committee Reports & Effectiveness Reviews * Board Effectiveness Review * Annual Health & Safety Report |
| Linkages to other meetings & committees | Board committee chairmen will report to the board following each meeting and, other than the Barring Appeals Panel, each committee will agree a report to the board. |
| Register of Interests | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all members and attendees electronically in accordance with the Standing Orders * draft committee annual reports and effectiveness review reports on behalf of the Chairmen |
| Requirements of Others | * Board members have individual and collective responsibility for ensuring their conduct promotes the appropriateness of board leadership of DBS and the strength of its decision making * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide The Governance Team with their apologies and, where appropriate, nominate and send a deputy (agreed by the Chairman) * Papers must be submitted on the DBS paper template by the required deadline |

# Audit & Risk Committee

|  |  |
| --- | --- |
| Purpose | ARC will provide assurance to the board and Accounting Officer in relation to risk management, the internal control framework and environment and the level of financial control. It will oversee the work of the internal auditors the preparation of the annual report and accounts and governance statement. It will work with external auditors as appropriate.  This committee will consider and report to the board on any issues remitted to it by the board. |
| Limitation of Power | This committee has no express delegated powers other than agreeing the Internal Audit Charter and the annual audit plan. Its role is to assist the board in its oversight responsibilities. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Chairman | A board member appointed by the DBS Board Chairman in accordance with the Scheme of Delegation. |
| Appointment of Vice Chairman | Chairman of ARC may appoint a Vice Chairman as necessary. |
| Membership | Minimum of two members comprised of board members, associate board members or co-optees. Committee members are appointed by the Board Chairman in accordance with the board’s Scheme of Delegation. |
| Executive Lead | Deputy Chief Executive and Executive Director of Finance and Corporate Services |
| Attendance | Subject to Standing Orders the Chief Executive, Deputy Chief Executive and Executive Director of Finance and Corporate Services, Finance and Commercial Director, Corporate Risk and Assurance Manager, and representatives of the Government Internal Audit Agency, National Audit Office and Sponsorship Unit will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees |
| Quorum | Attendance of two committee members, one of whom must be either the Chairman or Vice Chairman. |
| Responsibilities | The committee will advise the board and Accounting Officer on:   * the strategic processes for risk, control and governance and the Governance Statement * the accounting policies, the accounts, and the annual report of the organisation, 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 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 * assurance relating to the management of risk and corporate governance requirements for the organisation * health and safety, business continuity, anti-fraud policies, whistle blowing processes, and arrangements for special investigations   The committee will agree the Internal Audit Charter from time to time and the annual audit plan.  The committee will oversee the Chief Executive’s management of corporate risks assigned to the committee by the DBS Board Chairman.  The committee will also periodically review its own effectiveness and report the results of that review to the board.  Additionally, this committee will consider and report to the board on any issues remitted to it by the board. |
| Rights | The committee may:   * co-opt additional members, including other board members if appropriate, for a period not exceeding a year to provide specialist skills, knowledge and experience * procure specialist ad-hoc advice at the expense of DBS, subject to budgets agreed by the board |
| Access | The Head of Internal Audit and the representative of External Audit will have free and confidential access to the Chairman of the committee. |
| Reporting Arrangements | The committee chairman will report in writing to the board after each meeting and provide an annual report summarising its conclusions from the work it has done during the year. |
| Standing Agenda Items | The agenda for committee meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each committee to comprise the committee chairman, lead executive, Board Secretary and the Governance lead. Standing agenda items:  * Welcome, Introductions, Declarations and Conflicts of Interest * Minutes and Actions * CEO Update * ARC Assurance Report * Risk Report * GIAA Update * NAO Update * Risks Assigned to the Committee * ARC Forward Plan * AOB  Bi-Annually:  * Review of Fraud Risk Register  Annually:  * Review of ARC Effectiveness * Annual Committee Report to board * Review Gifts and Hospitality Register  Standing papers for info:  * ARC Forward Look |
| Linkages to other meetings and committees | When appointing members, the Board Chairman will consider other committees’ membership to optimise the sharing of knowledge. |
| Register of Interest | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all member and attendees electronically in accordance with Standing Orders * draft committee meeting reports, annual reports and effectiveness review reports on behalf of the Chairman * co-ordinate the inputs and outputs to and from ARC with other committees and board |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide The Governance Team with their apologies and, where appropriate, nominate and send a deputy * Papers must be submitted on the DBS paper template |

# Barring Appeals Panel

|  |  |
| --- | --- |
| Purpose | The panel is a committee of the board, with delegated authority to, where legal permission has been granted, decide whether to:   * pursue an appeal against an Upper Tier Tribunal or Care Tribunal decision, and * defend an appeal against an Upper Tier Tribunal or Care Tribunal decision. |
| Limitation of Power | The panel has no other function other than described above. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Frequency | The panel will meet on an ad hoc basis when a decision is required. |
| Chairman | As required, the Board Chairman will appoint one of the two members who have been appointed to this panel as Chairman. |
| Membership | Membership will comprise:   * two board members selected by the Board Chairman, normally one of whom will be the QFP Chairman, and * the Chief Executive or a person appointed by the Chief Executive |
| Executive Lead | Executive Director for Barring and Safeguarding |
| Attendance | If they have not been appointed as a member by the Chief Executive, the Executive Director of Barring and Safeguarding and the Director of Legal Services will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees |
| Quorum | Attendance of two members is required. |
| Responsibilities | The meetings of the panel are assumed to take place under legal professional and/or legal litigation privilege unless the panel determines otherwise.  The panel will consider advice provided to it and decide whether or not DBS will appeal against a decision of the Upper Tribunal or Care Tribunal in respect to Barring or whether to defend an appeal brought by a barred person against a decision of the Upper Tribunal or Care Tribunal.  Once any legal proceedings are completed, the panel will consider whether there are any lessons to be learned in respect to both DBS Barring practice and the effectiveness of the panel and will ensure that the outcome of this consideration is minuted. |
| Rights | * Subject to Accounting Officer approval, the panel may procure external legal advice * The panel will have full access to all records they consider relevant to their consideration |
| Reporting Arrangements | Because the panel meets under legal professional and/or legal litigation privilege, circulation of meeting minutes will be limited to panel members, attendees and anyone else agreed by the panel chairman.  The panel chairman will report the panel’s decision and any lessons learned as soon as practical to the board. |
| Standing Agenda Items | None, this is an ad-hoc meeting. |
| Linkages to other meetings and committees | None |
| Register of Interest | Given the ad-hoc nature of the meeting, it is anticipated that members with a perceived conflict of interest will not be appointed to serve on a particular panel, nevertheless, there will be an opportunity to declare an interest if it subsequently becomes apparent that a potential conflict exists. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * draft agendas * distribute papers to all member and attendees electronically in accordance with Standing Orders |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide the Governance Team with their apologies and, where appropriate, nominate and send a deputy * Papers must be submitted on the DBS paper template |

# Change Management Committee (CMC)

|  |  |
| --- | --- |
| Purpose | The purpose of this committee is to assist the board in its oversight responsibilities. It will provide assurance to the board and Chief Executive in relation to:   * The robustness and effectiveness of the DBS Change Programme and Project Management arrangements * Oversight of the DBS Change Programme * The robustness and effectiveness of the DBS Commercial Management arrangements * The review or sign off of specific Business cases and expenditure by request of the Chairman/and or board. |
| Limitation of powers | This committee has no express delegated powers save for those explicitly outlined in these terms of reference. Its role is to assist the board in its oversight responsibilities. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Chairman | A board member appointed by the DBS Board Chairman in accordance with the Scheme of Delegation. |
| Appointment of Vice Chairman | The Chairman of CMC may appoint a Vice Chairman as necessary. |
| Membership | Minimum of two members comprised of board members, associate board members or co-optees. Committee members are appointed by the Board Chairman in accordance with the board’s Scheme of Delegation. |
| Executive Lead | Executive Director for Strategy, Performance and Change |
| Attendance | Subject to Standing Orders the Deputy Chief Executive and Executive Director of Finance and Corporate Services, Executive Director for Strategy, Performance and Change, Executive Director for Technology and Innovation, and Finance and Commercial Director will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees which may include representatives of key suppliers, the Home Office Sponsor Unit and Project Investment Committee. |
| Quorum | Attendance of two committee members, one of whom must be either the Chairman or Vice Chairman. |
| Responsibilities | The committee will seek to assure the board and Chief Executive of the extent to which the DBS is supporting achievement of the following:   * the right projects being initiated with clarity of linkage to strategic objectives and desired behavioural change * that there is one cohesive view of change within the organisation that supports delivery of a clear target operating model * robust processes to support full lifecycle – discovery, initiation, execution, testing, closure, review and lessons learned reflecting best practices * that projects are being delivered to time, quality and cost * mechanisms that ensure that there is clarity of benefits to be realised, together with robust tracking and reporting; with a clear focus on outcomes * robust identification and management of project risks * the appropriate level of skills and organisational capacity to effectively deliver and absorb the change programme * positive and effective relationship management with key suppliers * robust procurement and commercial management and progress against improvement plans   The committee will approve the format of a Procurement Report which sets out   * for all existing contracts   + the contract end date and next break point   + the procurement intention at the next end date and break point * for all procurements the executive assesses as silver or gold contracts in accordance with Home Office’s *Contract Management Classification Tool*   + a summary of the goods or services to be procured   + whether approval of the business case is a board, SLT or other matter   + the expected total value   + the stage the procurement has reached   The committee will:   * determine for procurements that would otherwise be delegated to the Chief Executive, any that should be referred to board for approval * provide support, feedback and guidance as appropriate to ensure that the organisation remains on track to deliver its strategic change portfolio * conduct a deep dive programme of projects that represent the highest risk or complexity to DBS * oversee the Chief Executive’s management of corporate risks assigned to the committee by the DBS Board Chairman * consider and report to the board on any issues remitted to it by the board. |
| Rights | The committee may:   * co-opt additional members if appropriate, for a period not exceeding a year to provide specialist skills, knowledge and experience * procure specialist ad-hoc advice at the expense of DBS, subject to budgets agreed by the board |
| Reporting Arrangements | The committee chairman will report in writing to the board after each meeting.  The committee will provide an annual report summarising how it has addressed its purpose and responsibilities. |
| Standing Agenda Items | The agenda for committee meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each committee to comprise the committee chairman, lead executive, Board Secretary and the Governance lead. Standing agenda items:  * Welcome, Introductions, Declarations and Conflicts of Interest * Minutes & Action Log * Procurement Report * Change and Transformation Report * New Projects * Programme Risks and Issues * Risks Assigned to the Committee * Any Other Business  Bi-Annually:  * Deep Dive – specific agreed programmes or projects  Annually:  * Review of Programme time, quality and cost achievements * Review of supplier relationships * Review of CMC Effectiveness * Annual Committee Report to board  Standing papers for Info:  * CMC Forward Look |
| Linkages to other meetings & committees | When appointing members, the Board Chairman will consider other committees’ membership to optimise the sharing of knowledge. |
| Register of Interest | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all member and attendees electronically in accordance with Standing Orders * draft committee meeting reports, annual reports and effectiveness review reports on behalf of the Chairman * co-ordinate the inputs and outputs to and from CMC with other committees and board |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide The Governance Team with their apologies and, where appropriate, nominate and send a deputy * Papers for consideration by CMC must be sent to The Governance Team 3 working days prior to each meeting, having been reviewed by the Chairman and/or Executive Lead * Papers must be submitted on the DBS paper template |

# People Committee

|  |  |
| --- | --- |
| Purpose | The People Committee will provide assurance to the board and Accounting Officer in relation to the management of DBS people matters, either employees, or other workers, that are not addressed by the Remuneration Committee.  This will include providing assurance to the board in relation to:   * the content of any Organisational Development Strategic Plan * the content of any board approved plans or polices specifically about DBS people * the application of DBS policies specifically about DBS people. |
| Limitation of Power | This committee has no express delegated powers. Its role is to assist the board in its oversight responsibilities. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Chairman | A board member appointed by the DBS Board Chairman in accordance with the Scheme of Delegation. |
| Appointment of Vice Chairman | Chairman of People Committee may appoint a Vice Chairman as necessary. |
| Membership | Minimum of two members comprised of board members, associate board members or co-optees. Committee members are appointed by the Board Chairman in accordance with the board’s Scheme of Delegation. |
| Executive Lead | Human Resources and Organisational Development Director |
| Attendance | Subject to Standing Orders the Human Resources and Organisational Development Director, Associate Director of Organisation Development, and Associate Director Human Resource Services will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees |
| Quorum | Attendance of two committee members, one of whom must be either the Chairman or Vice Chairman. |
| Responsibilities | The committee will:   * assure that any Organisational Development Strategic Plan remains appropriate to achievement of the board’s strategy * assure that the appropriate people policies are in place and applied * assure that people aspects of the board’s Equality, Diversity and Inclusion Strategic Plan are being implemented as intended * consider any proposed Pay Remit or pay flexibility business case and monitor its implementation once improved * assure that the management of DBS people matters and the objectives of any change or transformation activities are optimized to delivery of the board’s strategy * oversee the Chief Executive’s management of corporate risks assigned to the committee by the DBS Board Chairman.   Additionally, this committee will consider and report to the board on any issues remitted to it by the board. |
| Rights | The committee may:   * co-opt additional members, including other board members if appropriate, for a period not exceeding a year to provide specialist skills, knowledge and experience * procure specialist ad-hoc advice at the expense of DBS, subject to budgets agreed by the board |
| Reporting Arrangements | The committee chairman will report in writing to the board after each meeting and the committee will provide an annual report summarising how it has addressed its purpose and responsibilities. |
| Standing Agenda Items | The agenda for committee meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each committee to comprise the committee chairman, lead executive, Board Secretary and the Governance lead . Standing agenda items:  * Welcome, Introductions, Declarations and Conflicts of Interest * Minutes & Action Log * People Performance: Integrated Performance Report * Risks Assigned to the Committee * Forward Look * Any Other Business  Annually:  * Proposed Pay Remit or pay flexibility business case * Implementation of approved Pay Remit or pay flexibility business case * Review of PC Effectiveness * Annual Committee Report to board |
| Linkages to other meetings and committees | When appointing members, the Board Chairman will consider other committees’ membership to optimise the sharing of knowledge. |
| Register of Interest | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all member and attendees electronically in accordance with Standing Orders * draft committee meeting reports, annual reports and effectiveness review reports on behalf of the Chairman * co-ordinate the inputs and outputs to and from People Committee with other committees and board |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide the Governance Team with their apologies and, where appropriate, nominate and send a deputy * Papers must be submitted on the DBS paper template in accordance with their commission. |

# Quality, Finance & Performance Committee (QF&P)

|  |  |
| --- | --- |
| Purpose | The committee’s role is to assist the board in its oversight and planning responsibilities. It will provide assurance to the board in relation to the matters below other than where they are specifically about DBS People matters:   * Framework and processes for quality, financial management and performance of DBS * The preparation and implementation of the DBS budget. * Ensuring that safeguarding is considered properly in the delivery of DBS’ functions * Strategic Plans, Business Plans and plans and policies supporting their delivery. |
| Limitation of powers | This committee has no delegated powers. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Chairman | A board member appointed by the DBS Board Chairman in accordance with the Scheme of Delegation. |
| Appointment of Vice Chairman | The Chairman of QF&P may appoint a Vice Chairman to deputise as necessary. |
| Membership | Minimum of two members comprised of board members, associate board members or co-optees. Committee members are appointed by the Board Chairman in accordance with the board’s Scheme of Delegation. |
| Executive Lead | Executive Director for Strategy, Performance and Change |
| Attendance | Subject to Standing Orders the Executive Director for Disclosure, Executive Director for Barring and Safeguarding, Executive Director for Strategy, Performance and Change and Finance and Commercial Director will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees. |
| Quorum | Attendance of two committee members, one of whom must be either the Chairman or Vice Chairman. |
| Responsibilities | The committee is responsible for providing assurance on the below matters unless they are specifically and solelyDBS People matters. Financial planning and management:  * To provide assurance regarding the overall integrity of the financial planning, monitoring and reporting framework, so that financial information provided to the board is robust and enables the board to adequately monitor, assess and evaluate DBS’ overall financial performance * To review and appropriately challenge proposed budgets, forecasts and expenditure * To review and challenge the DBS Financial Strategy with a particular focus on the setting of appropriate fees  Business Performance:  * To provide assurance that the DBS performance management framework, management information and balanced scorecards enable the board to adequately monitor, assess and evaluate business performance and to be assured that these are being prepared, reviewed and revised frequently * To provide assurance of the Business Plan prior to approval by board * To monitor arrangements to ensure progress is made against the milestones set out in the Annual Business Plan * To conduct ad-hoc reviews on behalf of the board on any aspects of finance or business performance at the direction of the Board Chairman * To provide assurance on policies, strategies, plans or the like that are to be approved by the board  Quality performance  * Provide the necessary assurance that the protection of vulnerable groups remains at the heart of all DBS policies and procedures * Make sure that a robust Quality Assurance Framework is in place and it is being prepared, delivered and revised frequently * Provide assurance about the quality, timeliness, accuracy and development (from quality audits and lessons learned) of services, including the establishment and review of standards, and monitoring service trends * Provide assurance that any change or transition processes are implemented to the highest standard, resulting in improved quality and performance * Provide assurance that clear lines of accountability are in place for Disclosure and Barring decision-making * Make sure that transparent referral pathways are in place with published data in respect of performance and outcomes * Consider the outcomes of, and lessons learned from, Barring quality assurance and appeals activity and other internal and external reviews * The committee should challenge assumptions on safeguarding matters and determine what should be considered and discussed, based on evidence and any issues, risks and concerns identified  Policy and legal insight into quality and standards:  * Provide assurance that any changes in government policy, or statutory rules are effectively absorbed within the organisation and that appropriate changes are made to DBS policy and procedures are recommended to board * Make sure that robust systems are in place to learn lessons from appeals and complex case decisions; similarly, from financial performance and where applicable how these interrelate * Consider the findings and outputs of national safeguarding reviews, and inquiries as they related to DBS functions * Consider input from external bodies and lessons learned from external reports * Consider the implications of changes to external policy and legislation on the quality of these services and will advise the board accordingly   The committee will oversee the Chief Executive’s management of corporate risks assigned to the committee by the DBS Board Chairman.  Additionally, this committee will consider and report to the board on any issues remitted to it by the board. |
| Rights | The committee may:   * co-opt additional members, including other board members if appropriate, for a period not exceeding a year, to provide specialist skills, knowledge and experience * procure specialist ad-hoc advice at the expense of DBS, subject to budgets agreed by the board |
| Reporting Arrangements | The committee chairman will report in writing to the board after each meeting and will provide an annual summary report summarising how it has addressed its purpose and responsibilities. |
| Standing Agenda Items | The Agenda for committee meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each committee to comprise the committee chairman, lead executive, Board Secretary and the Governance lead. Standing agenda items:  * Welcome, Introductions, Declarations & Conflicts of Interest * Minutes and action log * Finance * Performance and Quality * Strategic Direction and Risk * Risks Assigned to the Committee  Annually:  * Financial Strategy (including any forecast surplus) * Review of Fees * Draft Annual Budget * Annual review and Monitoring of the scheme for dealing with maladministration, compensation or redress * Review of QF&P Effectiveness * Annual Committee Report to board  Bi-Annually:  * Reporting on Barring Appeals Outcomes and Withdrawals  Standing Papers for Info  * Forward Look |
| Linkages to other meetings and committees | When appointing members, the Board Chairman will consider other committees’ membership to optimise the sharing of knowledge. |
| Register of Interest | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:  schedule meetings and issue invitations   * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all member and attendees electronically in accordance with Standing Orders * draft committee meeting reports, annual reports and effectiveness review reports on behalf of the Chairman |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide The Governance Team with their apologies and, where appropriate, nominate and send a deputy * Papers must be submitted on the DBS paper template in accordance with their commission. |

# Remuneration Committee (Remco)

|  |  |
| --- | --- |
| Purpose | To support the board and make delegated decisions as outlined in the responsibilities below in respect to the Chief Executive (CEO), all SCS graded posts or other posts reporting to the Chief Executive. |
| Limitation of powers | This committee has no other express delegated powers save for those outlined below, but its role is to assist the board in its oversight responsibilities. |
| DBS Standing Orders | This is a committee of the board and is subject to its Standing Orders. |
| Chairman | A board member appointed by the DBS Board Chairman in accordance with the Scheme of Delegation. |
| Appointment of Vice Chairman | The Chairman of Remco may appoint a Vice Chairman to deputise as necessary. |
| Membership | Minimum of two members comprised of board members. associate board members or co-optees. Committee members are appointed by the Board Chairman in accordance with the board’s Scheme of Delegation. |
| Executive Lead | Human Resources and Organisational Development Director |
| Attendance | Subject to Standing Orders the Human Resources and Organisational Development Director will normally attend.  The Board Secretary will attend.  The Chairman may agree to any other attendees. |
| Quorum | Attendance of two committee members, one of whom must be either the Chairman or Vice Chairman.. |
| Responsibilities | * Oversee the recruitment process for Very Senior Posts[[2]](#footnote-3) ensuring it is appropriate, fair and in line with DBS policies and standards * Develop a fair and transparent procedure for remuneration of Very Senior Posts, including pay, bonuses, performance related pay, incentives, pensions and all other benefits and rewards ensuring that SCS pay is in accordance with the government’s response to the Senior Salaries Review Body (SSRB). In line with that procedure:   + agree the remuneration of Very Senior Posts (other than the Chief Executive) and   + recommend to the board the Chief Executive’s remuneration. * Agree the framework for appraisal of the Chief Executive by the Chairman * Agree the framework for appraisal of all other Very Senior Posts * Receive annual appraisals of Very Senior Posts and review them to assure the board that they are fair and consistent with the framework. * Agree a process for the removal and/or special severance arrangements of the CEO if necessary, having regard to the relevant codes of practice and terms of the contracts.   The committee will oversee the Chief Executive’s management of corporate risks assigned to the committee by the DBS Board Chairman.  Additionally, this committee will consider and report to the board on any issues remitted to it by the board. |
| Rights | The committee may:   * co-opt additional members, including other board members if appropriate, for a period not exceeding a year to provide specialist skills, knowledge and experience * procure specialist ad-hoc advice at the expense of DBS, subject to budgets agreed by the board |
| Reporting Arrangements | The committee chairman will report in writing to the board after each meeting and will provide an annual report summarising how it has addressed its purpose and responsibilities. |
| Standing Agenda Items | The agenda for committee meetings will be informed by the forward look held by the Board Secretary. An agenda setting meeting will be held before each committee to comprise the committee chairman, lead executive, Board Secretary and the Governance lead. Standing Agenda items:  * Welcome, Introductions, Declarations & Conflicts of Interest * Previous Minutes & Action Log * Risks Assigned to the Committee * Any Other Business  Annually:  * ConsiderCEO and all SCS graded posts or other posts reporting to the Chief Executive remuneration, including pay, bonuses, performance related pay. * Review CEO appraisal * Annual Committee Report to board * Review of Remco Effectiveness |
| Linkages to other meetings and committees | When appointing members, the Board Chairman will consider other committees’ membership to optimise the sharing of knowledge. |
| Register of Interest | Shall be presented to each meeting. |
| The Governance Team | The Governance Team will:   * schedule meetings and issue invitations * manage the room bookings/teleconference/video conference facilities required for each meeting * maintain the action log and forward look * draft agendas and commission papers * distribute papers to all member and attendees electronically in accordance with Standing Orders * draft annual reports and effectiveness review reports on behalf of the Chairman |
| Requirements of Others | * Attendees will commit to joining all meetings promptly and to have read and considered fully all agenda items * Those who cannot attend will provide The Governance Team with their apologies, and where appropriate, nominate and send a deputy * Papers must be submitted on the DBS paper template in accordance with their commission. |

1. This is in respect to their functions as Chairman of the Board set out in the DBS Governance Framework. The appointment of the person with the function of chairing the DBS is a matter for the Secretary of State. [↑](#footnote-ref-2)
2. Defined as Chief Executive, all SCS graded posts or other posts reporting to the Chief Executive. [↑](#footnote-ref-3)