

Title of Report	Corporate Governance report
Public/Confidential	Public
Summary/purpose of report	Approval of the Executive Framework, Code of Corporate Governance, calendar of dates of meetings 2025/28 and note the annual effectiveness review
Recommendations	<p>The Council is asked to:</p> <ol style="list-style-type: none"> 1. approve the Executive Framework and authorise the Chief Executive to finalise it with the Scottish Government 2. approve the revised Code of Corporate Governance 3. approve the schedule of dates for meetings 2025 to 2028 4. note the annual effectiveness review.
Author	Anne Stewart, Head of Legal and Corporate Governance
Responsible Officer	Maree Allison, Chief Executive
Link to Strategic Plan	<p>The information in this report links to:</p> <p>Outcome 1: Trusted People who use services are protected by a workforce that is fit to practise.</p> <p>Outcome 2: Skilled Our work supports the workforce to deliver high standards of professional practice.</p> <p>Outcome 3: Confident Our work enhances the confidence, competence and wellbeing of the workforce.</p> <p>Outcome 4: Valued The social work, social care and children and young people workforce is valued for the difference it makes to people's lives.</p>

Link to Risk Register	Risk 3: We fail to meet corporate governance, external scrutiny and legal obligations.
Impact Assessment	An Impact Assessment (IA) was not required.
Documents attached	Appendix 1: draft Executive Framework Feb 2025 Appendix 2: draft Code of Corporate Governance Feb 2025 Appendix 3: schedule of dates of meetings 2025 to 2028
Background papers	Link to Executive Framework Link to Code of Corporate Governance

INTRODUCTION

1. We have worked with colleagues within our Sponsor Unit to review the Executive Framework between the Scottish Ministers and the Scottish Social Services Council (SSSC). We have also carried out a review of our Code of Corporate Governance. This report asks Members to approve these documents which are key components of the SSSC Corporate Governance Framework.
2. This report asks Members to approve the schedule of meetings as Appendix 3.
3. We note that the annual effectiveness review of Council took place in December 2024.

EXECUTIVE FRAMEWORK

4. The Executive Framework document sets out the broad framework within which the SSSC will operate and defines the key roles and responsibilities which underpin the relationship between the SSSC and the Scottish Ministers.
5. The Scottish Ministers review and update the Executive Framework every three years. It reflects the model template which forms part of the Scottish Public Finance Manual and applies to Non-Departmental Public Bodies. Council approved the current Framework in February 2022 and this is a background paper to this report. We have reviewed the draft attached as Appendix 1.
6. The new version is different to the previous one in terms of layout but the content is largely similar and there are no significant changes.
7. This report asks Council to approve the Framework and authorise the Chief Executive to finalise with the Scottish Ministers. We will publish the Executive Framework.

CODE OF CORPORATE GOVERNANCE

8. We have reviewed the Code of Corporate Governance and the current code is a background paper to this report. Members considered the changes at the development session in December 2024. We have summarised the principal changes.

Section One

- Council retains ultimate authority to make decisions that it has previously delegated to Committee, working group or Panel (excluding Fitness to Practise (FtP) Panels)

- Council Members must comply with the Code of Conduct, SSSC values and carry out induction, development and appraisals
- Convener appoints members of Committee (excluding FtP Committee), Panels and Working Groups
- Arrangements for dealing with urgent matters to be agreed between the Convener and Head of Legal and Corporate Governance
- Quorum of Council made up of Convener, Chair of Audit and Assurance Committee (or another member) and two others
- Attendance at meetings to be in person unless have confirmation from Convener or Chair to miss the meeting or attend online
- Examples of confidential matters to include preparation of documents with future publication dates and matters relating to relations between SSSC and its employees
- Convener may instruct members of public to withdraw from meeting
- Chief Executive must inform Council of matters which represent a significant regulatory, strategic, legal or financial risk or any matter that risks undermining trust and confidence in SSSC.

Section Two

- Remit of Council amended to remove duplication with remit of Audit and Assurance Committee and added in Strategic Risk Register, strategies and important corporate policies.
 - Remit of Audit and Assurance Committee amended to include internal controls, annual governance statement and compliance with the Public Sector Internal Audit Standards and quorum changed to three Members.
 - Changes to FtP Committee, Quality Assurance Sub-Committee and Employment Appeals Panel.
 - Changes to the table setting out roles and responsibilities.
 - Removal of table two containing the RACI (responsible, accountable, consult, inform) chart.
9. The draft Code is attached at Appendix 2 and this report asks Council to approve it. The current code is a background paper to this report. We will publish the Code and send a copy to our Sponsor.

SCHEDULE OF MEETINGS

10. Standing Order 15 of our Code of Corporate Governance states that the Council will approve a provisional schedule of meetings. We ask Members to approve the schedule which forms Appendix 3 to this report. We will then publish the schedule. We note the proposed change in date for the budget approval meeting. The newly proposed date is Tuesday 25 March 2025. The meeting will start at 2pm and be online only.

ANNUAL EFFECTIVENESS REVIEW

11. It is good governance to review Council effectiveness on an annual basis. Council Members filled out a self-assessment form based on criteria published by the Chartered Institute of Public Finance Accountants (CIPFA) and the International Federation of Accountants (IFAC) "International Framework: Good Governance in the Public Sector".
12. Council Members discussed the review at their development session in December 2024.

CONSULTATION

13. We have consulted with Sponsor, Executive Management Team and Council Members.

RISKS

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

IMPLICATIONS

Resourcing

15. There are no resourcing implications arising from the recommendations in this report.

Compliance

16. The recommendations in this report comply with legal and governance requirements.

IMPACT ASSESSMENT

17. An Impact Assessment is not necessary as the recommendations concern internal governance.

CONCLUSION

18. This report asks Council to approve the Executive Framework, the Code of Governance and schedule of meetings and to note the annual effectiveness review.

