

# The Scottish Human Rights Commission's Code of Governance

**SHRC** Scottish  
Human Rights  
Commission

## Table of Contents

1. Introduction.....	7
2. About the Commission.....	9
3. Powers and Duties.....	9
3.1. Scottish Commission for Human Rights Act 2006.....	10
3.2. United Nations Convention on the Rights of the Child (Incorporation) (Scotland) Act 2024 .....	12
3.3. An Independent Office Holder of the Scottish Parliament and a National Human Rights Institution.....	12
4. The Commission.....	13
5. Public Service Principles.....	14
6. Relationship with SPCB .....	16
7. Strategic Planning and Control .....	16
8. Delegation .....	18
9. The Role of the Chair.....	19
10. Appraisal.....	22
11. Responsibilities of Individual Members of the Commission .....	23
12. Corporate Responsibilities of Members of the Commission .....	25
13. Collective Responsibility .....	26
14. Confidentiality .....	27
15. Handling Conflicts of Interest .....	28
16. Openness and Responsiveness .....	29

17.	Board Effectiveness.....	30
18.	Arrangements in the absence of a Chair.....	30
19.	Accountability for public funds .....	31
20.	Annual Report and Accounts .....	32
21.	The role of the Executive Director as Accountable Officer .....	32
22.	Audit and Risk Committee .....	33
23.	Public Comment .....	34
24.	Interactions with staff .....	35
25.	Code of Conduct.....	36
26.	Non-compliance: process for investigation.....	36
27.	Removal of a member of the Commission or Chair.....	37
28.	Arrangements for Review .....	38
29.	Appendices.....	39
29.1.	Appendix A: Standing Orders for Commission Meetings.....	39
29.1.1.	Introduction.....	39
29.1.2.	Chairing Meetings.....	39
29.1.3.	Membership And Attendance.....	40
29.1.4.	Frequency Of Meetings .....	41
29.1.5.	Agendas, Papers And Minutes .....	41
29.1.6.	Decision Making .....	42
29.1.7.	Challenge .....	44
29.1.8.	Openness And Transparency .....	44
29.1.9.	Registering And Declaring Documents .....	45
29.1.10.	Committees And Working Groups Of The Commission	45
29.1.11.	Urgent Actions.....	46
29.1.12.	Making, Altering And Suspending Standing Orders .....	46
29.1.13.	Interpreting Standing Orders .....	46

29.2.	Appendix B: Terms of Reference for the Audit and Risk Committee	47
29.2.1.	ARC Purpose.....	47
29.2.2.	Membership.....	47
29.2.3.	Meetings.....	47
29.2.4.	Responsibilities.....	48
29.2.5.	ARC Minutes .....	49
29.3.	Appendix C: On Board: A Guide for Members of Public Bodies	50
29.4.	Appendix D: Commissioner Code of Conduct.....	51
29.4.1.	Introduction.....	51
29.4.2.	MY RESPONSIBILITIES AS A COMMISSIONER .....	51
29.4.3.	Non-Compliance: Process For Investigations .....	52
29.4.4.	Key Principles Of The Code .....	54
29.4.5.	Respect and Courtesy .....	55
29.4.6.	Remuneration, Allowances And Expenses .....	57
29.4.7.	Gifts And Hospitality .....	57
29.4.8.	Use Of Public Body Resources.....	59
29.4.9.	Dealing With The Commission And Preferential Treatment	59
29.4.10.	Appointments To Outside Organisations .....	60
29.4.11.	Registration Of Interests .....	60
i.	Category One: Remuneration .....	60
ii.	Category Two: Other Roles.....	62
iii.	Category Three: Contracts.....	62
iv.	Category Four: Election Expenses.....	62
v.	Category Five: Houses, Land And Buildings.....	63
vi.	Category Six: Interest In Shares And Securities .....	63
vii.	Category Seven: Gifts And Hospitality .....	63
viii.	Category Eight: Non-Financial Interests.....	63
ix.	Category Eight: Close Family Members .....	64
29.4.12.	Declaration Of Interests.....	64
x.	Stage 1: Connection.....	64
xi.	Stage 2: Interest.....	64
xii.	Stage 3: Participation .....	65
xiii.	Lobbying And Access.....	65
29.4.13.	The Role Of The Executive Director/Accountable Officer	67
29.4.14.	Annex A: Complaints regarding Breaches of Compliance with the Code	69
xiv.	Complaints Procedure.....	69

xv.	Complaint Stages .....	72
xvi.	Response Timelines.....	74
xvii.	Complaint Investigation .....	80
xviii.	Investigation Findings.....	80
xix.	Enforcement & Sanctions.....	81
29.4.15.	Annex B: Key Principles of Public Life .....	82
xx.	Duty.....	82
xxi.	Selflessness .....	82
xxii.	Integrity .....	82
xxiii.	Objectivity.....	82
xxiv.	Accountability and Stewardship .....	82
xxv.	Openness.....	82
xxvi.	Honesty .....	83
xxvii.	Leadership .....	83
xxviii.	Respect.....	83
29.5.	Appendix E: Scheme of Delegation .....	84
29.5.1.	Commission Delegation to the Executive Director .....	84
29.5.2.	Limits of authority: .....	87
29.6.	Appendix F Scheme of Financial Delegation .....	91
29.6.1.	Key Principles.....	91
29.6.2.	Limits of Authority: .....	93
29.7.	Appendix G Our Purpose, Vision, Mission and Values .....	97
29.7.1.	Our Purpose .....	97
29.7.2.	Our Vision.....	97
29.7.3.	Our Mission .....	97
29.7.4.	Our Values .....	97
29.8.	Appendix H SHRC/SPCB Governance Framework .....	99
29.8.1.	Introduction.....	99
29.8.2.	Legal Origins And Status Of The Commission.....	99
29.8.3.	SPCB Responsibilities .....	100
29.8.4.	Scottish Human Rights Commission.....	100
29.8.5.	Contact With The SPCB .....	101
29.8.6.	Role Of Parliamentary Committees .....	101
29.8.7.	Accountable Officer .....	101
29.8.8.	Funding .....	102
29.8.9.	Commission's Determinations .....	102

29.8.10.	SPCB Directions To The Commission .....	103
29.8.11.	Strategic Planning .....	103
29.8.12.	Annual Reports.....	104
29.8.13.	Other Statutory Duties .....	104
29.8.14.	New Functions.....	104
29.8.15.	Revision Of Framework .....	105
29.9.	Appendix I: SPCB Officeholders' Finance Manual .....	106
29.9.1.	Introduction.....	106
29.9.2.	Relationship Between The SPCB And The Commission	106
29.9.3.	Accountable Officer .....	106
29.9.4.	Budget Proposals .....	107
29.9.5.	Approved Budget.....	107
29.9.6.	Funding From The SPCB .....	108
29.9.7.	Financial Information To The Commission.....	109
29.9.8.	Contingency Funding.....	109
29.9.9.	Commission's Determinations .....	109
29.9.10.	Income Generation .....	110
29.9.11.	Unconventional Financing .....	110
29.9.12.	Financial Investments.....	110
29.9.13.	Leasing.....	111
29.9.14.	Lending, Guarantees, Indemnities, Contingent Liabilities, Letters Of Comfort	111
29.9.15.	VAT .....	111
29.9.16.	Register Of Assets.....	111
29.9.17.	Disposal Of Assets .....	111
29.9.18.	Insurance.....	112
29.9.19.	Timeliness In Paying Bills .....	112
29.9.20.	Procurement Of Goods And Services .....	112
29.9.21.	Gifts.....	113
29.9.22.	Interest Earned.....	113
29.9.23.	Banking .....	113
29.9.24.	Risk Management.....	114
29.9.25.	Fraud Prevention And Whistleblowing .....	114
29.9.26.	Staff Management .....	114
29.9.27.	Staff Pensions, Redundancy And Compensation .....	115

29.9.28.	Internal Audit .....	116
29.9.29.	External Audit .....	116
29.9.30.	Annual Accounts.....	116
29.9.31.	Audit Advisory Board (Or Equivalent) .....	117
29.9.32.	Governance Statements .....	117
29.9.33.	Certificates Of Assurance .....	117
29.9.34.	Revision Of Manual .....	118
29.9.35.	Annex A.....	119
29.9.36.	Annex B.....	120
29.9.37.	SPCB Memorandum of Understanding to Accountable Officer.....	121
29.9.38.	Annex C.....	125
29.10.	Appendix J: Corporate Policies as they impact on the role and function of the Commission .....	127
29.11.	Appendix K: Statutory Authority .....	128
29.12.	Appendix L – Shared Services Agreement between Scottish Human Rights Commissioner and Scottish Public Service Ombudsman.....	136
xxix.	Introduction .....	136
xxx.	Memorandum of Understanding .....	137
xxxi.	Foundation agreements .....	138
xxxii.	Human Resources.....	138
xxxiii.	Finance .....	139
xxxiv.	Governance, ICT and Cyber Security.....	139
xxxv.	Liaison.....	139
xxxvi.	Escalation procedures.....	140
xxxvii.	Review of MOU .....	140

## 1. Introduction

1. The Scottish Human Rights Commission (“the Commission”) is an independent office holder of the Scottish Parliament Corporate Body (SPCB), established by the Scottish Commission for Human Rights Act 2006<sup>1</sup>.
2. This Code of Governance (referred to as “the Code”) reflects the outcome of the 2023 independent Governance Review of the Commission<sup>2</sup>, and has been prepared in line with the Scottish Government ‘On Board: A Guide for Members of Statutory Boards’<sup>34</sup>, reflecting the status of the Commission as an independent public body. It brings together core principles and content derived from current best practice in public body governance, and combines various documentation pertaining to the Commission’s governance arrangements since 2008 into one Code; namely:

- Scottish Government: On Board: A Guide for Members of Statutory Boards
- SPCB Appointment Letter
- SHRC Commissioners Handbook (last updated August 2022)
- SHRC Scheme of Delegation – Financial (last updated June 2023)
- SHRC Scheme of Delegation – non-financial (last updated June 2023)
- SHRC Commissioners Code of Conduct (adopted by Commission in January 2024)
- SHRC Audit & Risk Committee Terms of Reference (adopted by Commission in December 2002)
- Nolan Principles of Public Life

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<sup>1</sup> [Scottish Commission for Human Rights Act 2006 \(legislation.gov.uk\)](https://www.legislation.gov.uk)

<sup>2</sup> [Scottish Human Rights Commission: Independent Governance Review](#)

<sup>3</sup> [Scottish Government: On Board: A Guide for Members of Statutory Boards](#)



- Standards Commission
3. Similarly, the Governance Framework document, included as Appendix XX, combines the following documentation into one place:
    - Scottish Public Finance Manual (SPFM)
    - SPCB Framework
    - SPCB Officeholder's Finance Manual
    - SPCB Memorandum to the Accountable Officer
    - Budgeting process agreement between the SPCB, the Public Finance and Administration Committee and the Commission
    - SPCB Contingency Funding Protocol
    - Public Body Assurance Map
  4. This Code sets out the general functions of the Commission plus the three main dimensions of corporate governance of the Commission as a Scottish non-departmental public body, as outlined in On Board: A Guide for Members of Public Bodies:
    - Our role;
    - The various responsibilities placed upon members of the Commission, the Chair, its sub-Committees, the Executive Director, and senior management when exercising their functions;
    - Effective Financial Management
    - Ethics and Standards of Behaviour
  5. Our key governance controls and processes are outlined in the Commission's Governance Framework, which should be read in conjunction with this Code of Governance (Appendix H).
  6. This Code is approved by the Commission on the recommendation of its Audit and Risk Committee. It is reviewed every four years. Any amendments in the interim will be identified by the Chair and or the Executive Director and must be proposed via the Audit and Risk Committee.

7. This Code is published on the Commission's website:

[www.scottishhumanrights.com](http://www.scottishhumanrights.com)

## 2. About the Commission

8. The Commission is an independent office holder of the Scottish Parliament, established by the Scottish Commission for Human Rights Act 2006. Our duties and powers are defined in the SCHR Act 2006 and are summarised further below. We operate independently of the Scottish and UK Governments. We are funded through the Scottish Parliament Corporate Body, and accountable to the people of Scotland through the Scottish Parliament.
9. Our Annual Review is considered by the Equality, Human Rights and Civil Justice Committee. Our appointments, Strategic Plan and budget submissions are considered by the Scottish Parliamentary Corporate Body. Our financial performance is scrutinized by the Public Finance and Administration Committee.
10. We are a National Human Rights Institution (NHRI) and have 'A status' accreditation as a member of the Global Alliance of NHRIs (GANHRI). NHRIs are national institutions with a legal mandate to promote and protect human rights in a country in an independent manner. Our 'A status' accreditation was renewed by GANHRI in 2021 which means we are compliant with the [Paris Principles](#). This gives us full access to the [UN General Assembly](#), [UN Human Rights Council](#), [human rights treaty bodies](#) and other human rights bodies.
11. We are accountable for our use of public money and must follow Scottish Government spending controls as described in the [Scottish Public Finance Manual](#).
12. Our Chair is a Crown appointment; our Commissioners are office holders of the Scottish Parliament, and our staff are public servants, not civil servants.
13. The Commission has a recognition agreement in place with the Public and Commercial Services Union and is committed to employee voice.

## 3. Powers and Duties

### **3.1. Scottish Commission for Human Rights Act 2006**

14. The Commission's powers and duties are set out in the Scottish Commission for Human Rights Act 2006<sup>5</sup>. The statutory functions of the Commission in accordance with the 2006 Act are:-

15. A general duty to promote awareness, understanding, and respect for human rights and, in particular, to encourage best practice in relation to human rights (s2);

16. To have regard to the human rights of those groups in society whose human rights are not, in the Commission's opinion, otherwise being sufficiently promoted (s2(4)(b));

17. In this Act, "human rights" means:

The Convention rights within the meaning of section 1 of the Human Rights Act 1998; and

Other human rights contained in any international convention, treaty, or other international instrument ratified by the United Kingdom

18. Under this general duty, the Commission shall:

- Publish information or ideas; provide advice and guidance; conduct research; and provide education or training which promotes and encourages best practice in relation to human rights (section 3)
- Monitor any area of the law of Scotland, or any policies or practices of any Scottish public authorities (section 4)
- Lay an annual report before Parliament outlining a summary of its activities during the reporting year (section 15)

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<sup>5</sup> [Legislation: The Scottish Commission for Human Rights Act 2006](#)

- Lay a strategic plan before Parliament at the beginning of each 4-year period setting out how the Commission proposes to fulfil its general duty during that period (section 7)
- Publish all reports laid by it before the Parliament (section 16)

19. In addition, the Commission may:

- Conduct an Inquiry into the policies or practices of a particular Scottish public authority, Scottish public authorities generally or Scottish public authorities of a particular description (section 8)
- Enter places of detention for the purposes of an Inquiry (section 11)

20. Note: In respect of an Inquiry into the policies or practices of one particular Scottish Public Authority, this Inquiry power may only be used in respect of the human rights contained in the UN Convention against Torture and other Cruel Inhuman or Degrading Treatment or Punishment; or the European Convention for the Prevention of Torture and Inhuman or Degrading Treatment or Punishment. (section 9)

21. It is possible for the Scottish Parliament to approve that the Commission may use its Inquiry power in respect of any other international convention, treaties or instruments. (S9 2(d) 7)

- Intervene in civil court proceedings on any issue it determines is a) relevant to its general duty to promote human rights and b) which raises a matter of public interest (Section 14)

22. Note – this includes Fatal Accident Inquiries; Children’s Hearing’s proceedings; and proceedings in the Court of Session and sheriff court, both as courts of first instance and appeal, and the Land Court (Section 14 (9))

- Consult, act jointly with, co-operate or assist any other person (Section 5 (1))

23. The Commission must not:

- Duplicate the work of other public bodies (Section 5)

- Provide advice, guidance or grants to any person in connection with any claim or legal proceedings to which that person is, or may become a party (Section 6)

### **3.2. United Nations Convention on the Rights of the Child (Incorporation) (Scotland) Act 2024**

24. The UNCRC Incorporation (Scotland) Act 2024 provides the Commission with the following additional powers and duties:

25. The Commission must comply with its duties as a:

- Statutory consultee of guidance: Section 13 of the Act provides that the Commission is to be a statutory consultee of any guidance produce in relation to the interpretation or implementation of the Act.
- Statutory consultee of Scheme: Section 16 provides that the Commission is to be consulted on the design, creation, implementation, update and evaluation of the children's rights Scheme.

26. The Commission may:

- Raise proceedings: Section 12 empowers the Commission to bring proceedings in a court or tribunal on the grounds that a public authority has acted, or proposes to act, incompatibly with the UNCRC requirements.
- Intervene in court cases: Section 12 empowers the Commission to intervene in court or tribunal proceedings in which someone else is levelling that charge against a public authority.
- Reply to Courts when cases of incompatibility: Section 27 provides that when a court is considering whether to make a strike down declarator or an incompatibility declarator, analysis and information of this is to be given to the Commission who may, on giving notice, take part as a party to the proceedings so far as the proceedings relate to the making of a strike down declarator or an incompatibility declarator. This includes criminal and civil cases.

### **3.3. An Independent Office Holder of the Scottish Parliament and a National Human Rights Institution**

27. As an officeholder of the Scottish Parliament, the Commission works within the terms of the Scottish Parliamentary Corporate Body (SPCB) Framework; Officeholders Finance Manual; Memorandum to the Accountable Officer issued by the SPCB. This underpins its functional independence in line with the United Nations 'Paris Principles' on the Status and Role of National Human Rights Institutions, 1999.

## 4. The Commission

28. The Commission is a body corporate and is not a servant or agent of the Crown.

29. As outlined in Schedule 1 of the SCHR Act 2006, the Commission consists of:

- A member appointed to Chair the Commission, and
- No more than 4 other members.

30. The member appointed to Chair the Commission is appointed by His Majesty on the nomination of the Scottish Parliament. The Chair of the Commission is appointed on a part-time basis and works 100 days per year.

31. The other members of the Commission are individuals appointed by the Scottish Parliament on the recommendation of the Scottish Parliament Corporate Body (SPCB). They are appointed on a part time basis and work 48 days per year.

32. Members of the Commission are not employees for the purposes of the Employment Rights Act (ERA) and other legislation using the same definition of employee.

33. Commissioners will serve a single six-year term. The Chair will serve a maximum term of eight years, although in practice this is normally limited to six years.

34. Together, they have the statutory duty of forming the Commission as a body corporate. The Commission, in the exercise of its functions is not, unless otherwise provided for in the Act, subject to the direction or control of the SPCB, of any member of the Scottish Government, or the Parliament.

35. The Commission regulates its own proceedings and may do anything which appears necessary or expedient for the purpose of, or in connection with, or which appears conducive to, the exercise of its functions.

36. In particular, as per 11 (1) of the Scottish Commission for Human Rights Act (2006) the Commission may appoint staff to deliver its work.
37. The Commission has appointed a full time Executive Director who has operational responsibility for the operations of the Commission via its staff team. SPCB has appointed the Executive Director as the Accountable Officer.
38. Section 19 below confirms the arrangements in respect of delegated authority to the staff team via the Executive Director. Section 22 outlines the role of the Executive Director as Accountable Officer.

## 5. Public Service Principles

39. Commissioners and the Commission, as a body corporate, must at all times operate in line with the Standards in Scottish Public Life, the Six Principles of Good Governance and in line with the SPFM. At all times therefore, the Commissioners and the Commission, must:
- observe the highest standards of propriety involving impartiality, integrity and objectivity in relation to the stewardship of public funds and the management of the Commission, as defined in the Commission's Management Statement and its associated Financial Memorandum
  - maximise value for money through ensuring that services are delivered in the most economical, efficient and effective way, within available resources, and with independent validation of performance achieved wherever practicable. Value for money is not the lowest price – it is the optimum combination of whole life costs and quality to meet the user's requirement
  - be accountable to Parliament, users of services, individual members of the public and staff for the activities of the Commission, the stewardship of public funds and the extent to which objectives and key performance targets have been met as detailed in the Commission's Strategic Plan
  - ensure that the Commission is open and transparent in all that it does, providing Parliament (including its Committees) and the public, with as full information as may be requested concerning its policy decisions, and actions, including full compliance with the Freedom of Information Act 2000 and its adopted complaints procedures.

- adhere to the provisions of the Standards of Scottish Public Life and other general conduct requirements as set out in On Board: A Guide for Members of Public Boards as reproduced at Appendix C
- adhere to the Commission's Code of Conduct, as provided at Appendix D
- adhere to the requirements of the SPCB/SHRC Framework document at Appendix H
- adhere to the Commission's Vision, Mission and Values as set out in Appendix G, and;
- adhere to the Commission's corporate governance policies as they relate to the role and function of Commissioners, which are set out in Appendix J.



## 6. Relationship with SPCB

40. The Commission, in the exercise of its functions is not, unless otherwise provided for in the Act, subject to the direction or control of the SPCB, of any member of the Scottish Government, or the Parliament.
41. The respective roles of the SPCB and the Commission are set out in the framework document (last updated 2020). It sets out the legal, procedural and resources framework under which we operate, and is further supported by the SPCB Officeholders Finance Manual, SPCB Memorandum to the Accountable Officer, and the SPCB Budget Agreement between the SPCB, the Public Finance Committee and the Commission. These documents are held together within the Commission's Governance Framework (Appendix H).
42. The officials within the Scottish Parliament Corporate Body are responsible for ensuring that funds are released to the Commission in order to discharge its functions in line with approved budget and Strategic Plan priorities, designating an Accountable Officer, and appointing members and a Chair of the Commission.
43. The normal point of contact between the Commission and its staff and the SPCB is with office holder services. The Chair of the Commission also has points of contact with the Presiding Officer and the Chief Executive of the SPCB.
44. All communications with the SPCB and Parliament on behalf of the Commission should be through the Chair and Executive Director as Accountable Officer, unless agreement is in place otherwise, or unless relating to the terms and conditions of individual members of the Commission.
45. Communications between the Commission and the SPCB will normally be through the Chair and the Executive Director as Accountable Officer, except where the Commission has agreed that an individual member should act on its behalf.

## 7. Strategic Planning and Control

46. The process for this is outlined in the SPCB Framework document as follows:

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## STRATEGIC PLAN

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47. The Commission must, in respect of each four-year period, lay before the Parliament a plan (a 'strategic plan') setting out how it proposes to perform its functions during the four-year period.

48. A strategic plan must, in particular, set out: -

- The Commission's objectives and priorities during the four-year period
- How the Commission proposes to achieve them
- A timetable for doing so, and
- Estimates the costs of doing so

49. Before laying a strategic plan, the Commission must provide a draft of it to, and invite comments on it from, the SPCB, and such other persons as the Commission considers appropriate e.g. a Committee of the Parliament.

50. To allow sufficient time for comments to be received and considered, the draft plan will be provided to the SPCB no later than 12 weeks before the laying date, and the SPCB will provide its comments no later than 6 weeks before the laying date.

51. The Commission must lay each strategic plan before the Parliament not later than the beginning of the four-year period to which the strategic plan relates. The Commission must arrange for the publication of each strategic plan laid before the Parliament and ensure that it is published on its website.

52. The Commission may, at any time during a four-year period, review the strategic plan for that period and lay a revised strategic plan before the Parliament. Before laying a revised plan, the Commission must have consulted as set out above.

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## Annual Reports

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53. Within 7 months after the end of the reporting year, the Commission must lay before the Parliament a report on the performance of the Commission's functions

during the reporting year. A reporting year starts on 1 April and ends on 31 March

54. The report must include:

- A summary of any inquiries conducted by the Commission during the reporting year; and
- A summary of any other activities undertaken by the Commission during the reporting year in pursuance of its functions

55. The Commission must comply with any direction given by the SPCB as to the form and content of its annual report

56. The Commission must arrange for the publication of each report laid before the Parliament.

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#### Other statutory duties

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57. The SPCB expects the Commission to meet all other statutory duties applying to its office, e.g. the duty to publish information on expenditure under the Public Services Reform (Scotland) Act 2010. An overview of these is provided within the Commission's Governance Framework, found at Appendix H.

## 8. Delegation

58. The Chair of the Commission is given delegated authority to discharge such powers of the Commission, as she/he deems necessary in order to deal with the business of the Commission between formal meetings. These actions will be reported to the next meeting of the Commission.

59. The majority of operational decisions are delegated to the Executive Director, in line with her/his responsibilities for managing and reporting to the Commission in accordance with its strategic plan, budgetary policies and the Framework document.

60. The Commission's Scheme of Delegation is contained as Appendix E below.

61. The Commission may decide to delegate responsibility for specified matters to individual Commissioners or committees. Decisions taken by individual

Commissioners or committees under delegated powers will be recorded in written minutes available to the Commission as a whole.

62. The SPCB has designated the Executive Director as the Commission's Accountable Officer (AO). As AO, the Executive Director is personally responsible for safeguarding the public funds for which he or she has charge; for ensuring propriety and regularity in the handling of those public funds; and for the day-to-day operations and management of the Commission. Further details of the responsibilities of the SHRC Executive Director are set out in the Framework Document at Appendix H and outlined further below in Sections 19 and 22 below.

## 9. The Role of the Chair

63. In line with 'On Board: A Guide for Members of Public Boards' and the terms of their appointment, the Chair has additional responsibilities to Commission members; particularly leadership, directing a diverse team of Commission members and harnessing the benefits of this, and the conduct of Commission business.

64. The Chair has particular responsibility for providing effective strategic leadership in:

- Formulating the Commission's strategy for discharging its statutory duties, in consultation with the other members of the Commission
- Promote the principles of good corporate governance by encouraging high standards of regularity, propriety and conduct via leadership of Commissioners
- leading the Commissioners and, in partnership with the Executive Director, setting overall direction, policy and plans
- approving the Commission and committee meeting schedule
- Representing the views of the Commission to the general public as its key spokesperson
- Ensuring adherence to this Code of Governance and the Commission's mission, vision and values

- Ensuring that there is a Code of Conduct in place for members of the Commission
- Provide effective leadership to promote a positive working culture with the Commission and its staff team, liaising closely with the Executive Director to promote compliance with the Code of Conduct and the principles on the relationship between the Commission and the staff team;
- Ensure that the Commission meets the standards set by the UN Paris Principles and acts independently of Government
- Providing oversight on progress to deliver the Commission's Strategic Plan and Operational Plans
- Promote the efficient and effective use of staff and other resources;
- Achieving consensus and collective responsibility for Commission public statement, advice and guidance, and act as a conduit between Commission Members and the Executive Director to deliver agreed outputs
- Building positive, effective and nurturing relationships with the other members of the Commission and its staff team
- Represent the Commission and engage and influence a diverse range of stakeholders in different formal and informal settings, such as networking events, meetings and giving evidence to Scottish Parliament Committees
- Exercise Chair's action in taking urgent decisions, where it is not practical to consult with Commission Members, subject to keeping them informed. If the Chair feels that a collective position needs to be taken by the Commission (if it is not already known) in order to deal with an urgent matter of business every effort will be made to contact the other Commissioners either as an urgent meeting or via email correspondence to clarify this.
- Assess the performance of individual Commissioners, and the Executive Director, on a continuous basis and undertake a formal evaluation exercise on an annual basis and send a report to SPCB; and
- Ensure that the members are inducted properly and understand their role and responsibilities

65. Further detail on the responsibilities of the Chair are set out in the Framework Document at Appendix H and are reflected in the Chair's Job Description/SPCB Appointment Letter

66. The Chair should ensure that the Commission meets at regular intervals throughout the year and that the minutes of meetings accurately record the decisions taken in line with the Commission's Standing Orders.
67. The Chair should ensure that all members of the Commission, when taking up office, are fully briefed on the terms of their appointment and on their duties, rights and responsibilities. The Chair and members of the Commission should each have a copy of this Code, as well as other relevant background material including:
- the latest Strategic and Operational Plans
  - the latest Annual Report and Accounts
  - the latest finance reports and relevant Treasury guidance
  - the Standing Orders of the Commission, which govern the rules and procedures of meetings of the Commission, and
  - the criteria for decision making in respect of discharging the Commission's general duties, including Inquiries, interventions, research, projects, advice to Parliament on legislative scrutiny, and consultation responses.
68. The Chair should ensure that appropriate training and support is made available to Commissioners on their role and function, and should encourage new members of the Commissioners to attend an induction course on the duties of Commissioners or some other appropriate form of induction programme. The Chair should also discuss with each Commissioner whether she/he would find it helpful to attend a training programme specifically focused on human rights legislation and issues.
69. The Chair is the official spokesperson for the Commission.
70. The Chair has responsibility for the supervision of the Executive Director and oversight of the performance of the Management Team. The Chair has no executive or managerial responsibility for the day-to-day work of Commission staff.
71. The Chair should establish an effective working relationship with the Executive Director, informing her/him of key developments in a timely manner and seeking

advice and support as appropriate.

## 10. Appraisal

72. The Chair of the Commission is responsible for the performance appraisals of the Commission Members and meets annually with Commission Members to complete the appraisal.
73. Prior to such meetings the Chair completes and provides the Commission Member with a performance appraisal form. Each Commission Member then completes the performance appraisal form with responses to the Chair's appraisal. Performance appraisals are conducted against the duties and roles as specified in the Commission Member appointment contracts and against the standards outlined in this Handbook.
74. After the appraisal meeting the Chair and the Commission Member then agree the final completed performance appraisal form.
75. The form, including the Chair's comments and those of the Member, is then submitted by the Chair to the Scottish Parliament Corporate Body. A copy of said form is kept on the record of the Commission and is accessible to the Chair and the Commission Member. Copies of the reports will be destroyed by the SPCB and the SHRC within 6 months of the member demitting office.
76. The Chair is subject to annual performance appraisal by an independent evaluator appointed by the Scottish Parliament Corporate Body. The Chair's appraisal includes scrutiny of audit reports, annual accounts, operational and strategic reports and the Commission's annual report and any other reports as requested by the independent evaluator. The Chair meets with the independent evaluator each year. A report is prepared by the independent evaluator which the Chair has an opportunity to see and comment on. The report and any Chair comments on the report is submitted to the Scottish Parliament Corporate Body.

## 11. Responsibilities of Individual Members of the Commission

77. Individual Commissioners have a role to represent, promote and publicly champion the work of the Commission, its positions, values and reputation at all times.
78. Commissioners need to be aware of their wider responsibilities as members of the Commission. Like others who serve the public, they should follow the Model Code of Conduct for Members of Devolved Public Bodies (Model Code) that was issued by Scottish Ministers, with approval of the Scottish Parliament, in December 2021, as required by the Ethical Standards in Public Life etc. (Scotland) Act 2000 (the “Act”), as well as strive to uphold the Vision, Mission and Values, which are contained in Appendix G
79. The Commission’s own Code of Conduct (the Code) (found at Appendix D) is based on the Model Code and has been developed in line with the nine key principles of public life in Scotland.
80. In addition, Commissioners have responsibilities to the Commission and its staff. Commissioners must:
- promote and protect the Commission’s position, values, mission, vision, and reputation at all times
  - undertake, on appointment, to comply at all times with this Code of Governance and with rules relating to the use of public funds, act in good faith and in the best interests of the Commission
  - ensure that the Commission operates effectively as a public body of the Scottish Parliament, and in line with the requirements of the UN Paris Principles on the operations of a National Human Rights Institution.
  - demonstrate a commitment to collective responsibility, abide by decisions taken at Commission meetings, develop effective working relationships, represent the views of the Commission as a whole and not publicly criticise it
  - adhere to the Commission’s corporate governance policies as they relate to the role and function of Commissioners, as set out in Appendix J



- adhere to the Commission's Code of Conduct and associated policies as they relate to the role and function of Commissioners, as set out in Appendix D.
- give proper time and attention to their duties as members of the Commission
- attend as many meetings as is reasonably practicable
- participate in an annual appraisal of their own performance with the Chair, including the identification of any personal development needs
- act in a professional manner in carrying out their roles and responsibilities and work in the best interests of the Commission regardless of age, religious belief, political opinion, race, sex, marital status, colour, ethnic origin, sexual orientation, or disability
- undertake training provided by the Commission in respect of their corporate governance role
- conduct her/himself/ themselves, individually, and collectively, in such a manner that does not bring the Commission into disrepute (including public criticism)
- publicly champion the work of the Commission
- undertake additional duties as requested by the Chair, appropriate to the role of Commissioner, such as chairing committees, participating on panels and public speaking engagements
- support the Chair and Executive Director in building and maintaining positive and effective working relationships with stakeholders
- be accountable to rights holders, and bear witness to how human rights are being experienced
- not misuse information gained in the course of their public service for personal gain or for political purpose, nor seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations
- declare publicly and register any interests which may be perceived to conflict with their public duties, and
- ensure that they comply with the Commission's rules on the acceptance of gifts and hospitality.

81. Commissioners are expected not to occupy paid party-political posts or hold particularly sensitive or high-profile unpaid roles in a political party during their terms of office.
82. Subject to this, Commissioners are free to engage in political activities, provided that they are conscious of their general public duty responsibilities and exercise a proper discretion, particularly in regard to the work of the Commission. On matters directly affecting the work of the Commission, they should not make political speeches or engage in political activities, other than pursuing the agreed policies of the Commission.

## 12. Corporate Responsibilities of Members of the Commission

83. Commissioners' individual roles and responsibilities are set out in by the Scottish Parliament Corporate Body in the terms and conditions of appointment are and in On Board: A Guide for Members of Public Bodies.
84. Commissioners have corporate responsibility for:
- ensuring that high standards of corporate governance are observed at all times in pursuit of the Commission's statutory functions and mission to promote and protect human rights, including respect for equality and diversity
  - implementing the Commission's statutory obligations as detailed in the Scottish Commission for Human Rights Act 2006 to promote human rights in Scotland, and additional obligations via the United Nations Convention on the Rights of the Child (UNCRC) (Incorporation) (Scotland) Act 2024
  - ensuring that the Commission complies with any statutory or administrative requirements for the use of public funds
  - establishing the overall strategic direction of the organisation within the resources framework agreed with the Scottish Parliament Corporate Body
  - ensuring that the Commission operates within the limits of its statutory authority and any delegated authority agreed with the SPCB, and in accordance with any other conditions relating to the use of public funds

- ensuring that, in reaching decisions on corporate governance issues, the Commission has taken into account any guidance issued by the Scottish Government Public Bodies Unit and the SPCB
- ensuring compliance with the Commission's statutory and administrative obligations, including prompt responses to public requests for information, and meeting other requirements for openness and responsiveness
- without reasonable excuse, being present as required for Commission business on 48 days a year – four days a month (or equivalent) – this will include Commission meetings, stakeholder meetings, working groups and committee meetings, and;
- abiding, as a condition of appointment, to the provisions of this Code of Governance (referred to in appointment letters as Handbook).

85. The arrangements for appointing individual Commissioners normally make it possible to remove her/him from office if she/he fails to perform the duties required of Commissioners to the standards expected of persons who hold public office. Further detail on this is provided in Section 28 below.

86. Commissioners should inform the Executive Director and SPCB in advance, of any appointment or employment taken up within one month of leaving the Commission.

87. Commissioners have no executive or managerial responsibility for the day-to-day work of Commission staff. Supervision of the Executive Director is the responsibility of the Chair, who also has oversight of the performance management system for the Executive Director and the SLT.

## 13. Collective Responsibility

88. Members have collective responsibility for the decisions of the Commission and any public statements arising from these. At times, this may result in having to support Commission decisions that may be contrary to individual positions.

89. The Commission seeks to debate issues based on appropriate, accurate and timely information and advice, and to achieve consensus on major issues.

90. When it is not possible to achieve consensus, collective decisions will be based on a simple majority vote, with the Chair holding a casting vote.

91. Members are expected to publicly support the agreed position of the Commission, and to remain fully committed to its decisions and the activities arising from them. This includes any activity or opinions expressed publicly, whether verbally or written (including traditional media or electronic and social media). Failure to do so may be grounds for breach of this Code.
92. Where a member has a strong objection to a decision, they may request that their dissent, in a decision-making vote, be recorded in the minutes of the relevant meeting. However, minority views will not be made public. The Member concerned is expected to express the majority view externally, or to resign before making their dissent known publicly, respecting the confidentiality of Board decision-making.
93. If a Member resigns by reason of disagreement, they may state the basis for the disagreement but may not publicly repeat the arguments of other Members, and will be expected to maintain confidentiality regarding the discussions around the issue of resignation.
94. Members should treat each other and staff with courtesy and respect, in line with the Commission's values and as outlined in the Code of Conduct (Appendix D).
95. A matter that has been agreed at an ordinary or special meeting of the Commission may not be re-opened at a subsequent meeting within three months unless the majority of the members of the Commission agree to do so.
96. In exceptional circumstances, if a Member feels that they are unable to participate in a decision on a particular issue for matters of conscience or belief, they should highlight this to the Chair at the earliest opportunity, agreement may be sought to recuse the member from any decision making on this issue, at the discretion of the Chair. This would be noted in the minute.
97. Further detail on the procedures for Commission meetings are contained in the Standing Orders at Appendix A.

## 14. Confidentiality

98. Commissioners are required to maintain confidentiality in respect of information relating to the Commission's business, unless disclosure is expressly authorised by the Commission.
99. Further clarity is provided in Section 3.4 of the Commissioner Code of Conduct (Appendix D).

## 15. Handling Conflicts of Interest

100. Commission members accept that they have a duty to avoid any conflict of interest that may arise from their appointment as Commission members.
101. The Chair, Commissioners should declare any personal or business interests, which may conflict with their responsibilities as Commissioners. The Commissioner Code of Conduct, contained as Appendix D, provides the rules of conduct for Commissioners to ensure that such conflicts are identified at an early stage and that appropriate action can be taken to resolve or manage them.
102. Members of the Commission must abide by the requirements to handle conflicts of interest as outlined in this Code of Governance, their individual appointment letters from SPCB, and the Commissioner Code of Conduct. Failure to do so may be deemed a breach of individual terms and conditions of appointment and could result in removal from office by SPCB.
103. On appointment, SPCB will discuss potential conflicts of interest with individual members of the Commission and will define any direction on how this must be handled by the member as a condition of their appointment. If any are identified, these will be confirmed in writing in the Member's formal letter of appointment from SPCB.
104. It is the responsibility of the individual member thereafter to ensure that they comply with this, and declare interest or recuse themselves from any Commission business which arise in connection with those identified conflicts in their appointment letters.
105. For the avoidance of doubt, during their six-year tenure as a member of the Commission, any new appointments or business interests during member's tenure as a Commissioner should be discussed with SPCB at the earliest

opportunity to seek advice. This should happen no later than one month after the change has occurred.

106. Whilst the Commission has functional independence, public confidence in a public body is damaged by the perception that decisions taken by that body are substantially influenced by factors other than the public interest. SPCB have a role in ensuring that those appointed as members of the Commission are supported in making good decisions about perceived and potential conflicts of interest.
107. The Commission maintains a Register of Interests, which is available to the public. Commissioners will be invited once per year by the Commission to update this; however, new or updated declarations should be made as soon as is practically possible. Responsibility for this lies with the member, should a material change occur.
108. Members of the Commission are required to register pecuniary (financial) interests, which members of the public might reasonably think could influence a Commissioner's judgement, and non-pecuniary interests that relate closely to the Commission's activities, and interests of close family members and persons living in the same household as the member of the Commission.
109. Detailed guidance on the nature of potential interests is provided in section 4 of the Commissioner's Code of Conduct (Appendix D).
110. At the start of Commission meetings, members should disclose any potential or actual conflicts of interest they may have with regards to the agenda items. Where a conflict of interest may exist, Commissioners should normally withdraw from the meeting. This is because the continued presence of someone who had declared an interest might be thought likely to influence the judgement of the other members present. If in doubt, Commissioners can declare a 'transparency statement' for the purposes of the minute.
111. Further detail on the procedures for this during Commission meetings is contained in the Standing Orders at Appendix A.

## 16. Openness and Responsiveness

112. Commissioners should conduct all their dealings with the public in an open and responsible way and ensure full compliance with the General Data Protection Regulation (2018) and the Freedom of Information Act (2000).
113. The Commission must make publicly available annual reports and other publications where practical and appropriate.
114. The Commission should hold community engagements and invite the views of members of the public on the development of its strategic plan.
115. The Commission should seek to follow best practice in making available information to the public, particularly through the Commission's website, and co-operate with other bodies, such as local authorities, to place relevant information in the public domain. The Commission, where practical and appropriate, should aim to consult its users on a wide range of issues by means of questionnaires, public meetings, or other forms of consultation, including engagement with civil society.

## 17. Board Effectiveness

116. The Commission as a Board will review its effectiveness informally every 18 to 24 months and makes any changes necessary to improve the effective and efficient conduct of its business, reflecting best practice in corporate governance.
117. The Chair agrees the framework for this review, which may include consideration of the Commission's functions as a Board as a whole, the operation of committees and the contributions of individual members of the Board. The review may involve alignment with the Scottish Government's On Board: A Guide for Members of Statutory Boards (Appendix C)
118. A more in-depth review of the Board's effectiveness is usually carried out every three years or when there is a substantive change to the Board's membership. This review may involve external advisers to provide an independent, expert perspective.

## 18. Arrangements in the absence of a Chair



119. There is no provision within the SCHR Act 2006 for an Interim Chair.
120. If for any reason the position of Chair is vacant for a period of time, the members of the Commission will assume this responsibility on a monthly rotational basis.
121. This will include Chairing Commission meetings, final approval of written outputs and acting as public spokesperson for the Commission or working with the Executive Director to identify a suitable spokesperson.
122. SPCB will provide appraisal support as appropriate to members of the Commission in the absence of a Chair.

## EFFECTIVE FINANCIAL MANAGEMENT

### 19. Accountability for public funds

123. The Commission as a Board, the Executive Director and senior management team must demonstrate effective financial stewardship of public funds. They must meet the requirements of the [Public Finance and Accountability \(Scotland\) Act 2000](#) and the [Scottish Public Finance Manual](#), including the need to account for the use of public money and the safe keeping of public assets.
124. Commissioners have a duty to ensure the safeguarding of public funds –and the proper custody of assets, which have been publicly funded. They must take appropriate measures to ensure that the Commission at all times conducts its operations as economically, efficiently and effectively as possible, with full regard to the relevant statutory provisions and to relevant guidance.
125. Commissioners are responsible for ensuring that effective arrangements are in place to provide assurance on risk and financial controls, and considering and approving the annual accounts for signature by the Accountable Officer via the Audit and Risk Committee.
126. Commissioners are responsible for ensuring that the Commission does not exceed its powers, whether defined in statute or otherwise, or through any limitations on its authority to incur expenditure. They will normally be advised on these matters by the Executive Director and the Commission’s staff.



127. Commissioners are responsible for monitoring the Commission's performance against strategic priorities, targets and budget, and ensuring it can demonstrate that resources are being used to good effect, with propriety, and without grounds for criticism that public funds are being used for private, partisan, or party-political purposes.

## 20. Annual Report and Accounts

128. As part of its responsibilities for the stewardship of public funds, the Commission must ensure that it includes a full statement of the use of such resources in its audited Annual Report and Accounts. Such accounts have to be prepared in accordance with the Accounts Direction issued by Scottish Ministers for the use of public funds

129. The Commission's Annual Report and Accounts will be audited by an independent, external auditor identified by the Auditor General.

130. The Commission will lay its audited Annual Report and Accounts before the Scottish Parliament and Auditor General.

131. Further detail is provided in the Governance Framework documentation at Appendix H.

132. The Executive Director as the Accountable Officer of the public body is responsible for signing the accounts and ultimately responsible to the Scottish Parliament for their actions. More detail provided in section 22 below.

## 21. The role of the Executive Director as Accountable Officer

133. The Executive Director is designated as the Accounting Officer for the Commission. Accounting Officers are personally responsible to Parliament for the resources under their control. The essence of the role is a personal responsibility for the propriety and regularity of the public finances for which they are answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance; and for the efficient

and effective use of all the resources in their charge to deliver the Commission's legislative mandate. The Accounting Officer has a responsibility to see that appropriate advice is made available to the Commission on all these matters. Satisfactory performance of these responsibilities is fundamental to the role of the Executive Director.

134. More detailed guidance on the role of an Accounting Officer is set out in the Scottish Government's publication 'On Board: A Guide for Members of Public Boards in Scotland' which is Appendix C and replicated here. All Commissioners should ensure that they have a copy of this document.

135. The Accountable Officer

- Signs the annual accounts and associated governance statements;
- Ensures the propriety and regularity of the Commission's finances and that there are sound and effective arrangements for internal control and risk management;
- Ensures that the resources of the Commission are used economically, efficiently and effectively, and that arrangements are in place to secure Best Value for the organisation and deliver Value for Money for the public sector as a whole;
- Ensures compliance with applicable guidance issued by the Scottish Ministers, in particular the [Scottish Public Finance Manual](#);
- Has a statutory duty to obtain written authority from the Chair before taking any action which they consider would be inconsistent with the proper performance of the Accountable Officer functions. The Accountable Officer should also notify, where considered appropriate, SPCB;
- Represents the Commission before the [Public Audit Committee of the Scottish Parliament](#) and the Equality, Human Rights and Civil Justice Committee

136. Further detail on the arrangements between the Scottish Parliament and the Accountable Officer of the Commission are contained within the Memorandum to the Accountable Officer on their appointment. A copy of this is provided in the Governance Framework at Appendix H.

## 22. Audit and Risk Committee

137. The Commission has established an Audit and Risk Committee. The Committee consists of two members of the Commission, and two independent members from the SPCB Independent Audit and Assurance Board (IAAB) who have experience of governance and financial matters, one of whom will Chair the meeting.
138. The Accountable Officer will normally attend all meetings of the Committee, unless, exceptionally, their own performance is being discussed.
139. The external auditor and internal auditor should have access to the ARC and should attend meetings when required. Both external and internal auditors should also have access to the Audit and Risk Committee without the presence of the SHRC staff.
140. The Audit and Risk Committee reports to the Commission and is independent of the senior management team of the Commission.
141. The Commission, through the Audit and Risk Committee will establish and maintain arrangements for internal audit in accordance with the Public Sector Internal Audit Standards.
142. Terms of Reference the Audit and Risk Committee are provided at Appendix B.

## ETHICS AND BEHAVIOUR

### 23. Public Comment

143. The Chair is the official spokesperson for the Commission. In the absence of the Chair, her/his designate is authorised to act as spokesperson for the Commission within agreed policy positions. All communications by Commissioners on behalf of the Commission with the media should be agreed with the Chair or, in her/his absence, the Executive Director or the Head of Communications and Engagement.
144. Commissioners require the express permission of the Chair to represent the Commission in dealings with outside individuals or bodies and must report back to the Commission on all such dealings.

145. When Commissioners are asked by the media to participate in a personal or professional capacity, they should make it clear that they are not commenting on behalf of the Commission and that the public comment cannot be seen as compromising their ability to carry out their role within the Commission in an unbiased and apolitical manner. This applies equally, where Commissioners are invited in a personal or professional capacity to participate in a conference, seminar, meeting or other external event.

## 24. Interactions with staff

146. To minimise duplication and coordinate communications, staff and Commissioners generally seek to communicate through the Commission Secretariat team, other than the Executive Director who may exchange information with the Commission directly.
147. Individuals external to the Commission who are identified by Commission members as their personal assistants, private secretaries or similar are copied into relevant exchanges and treated by the Commission Secretariat team as confidential secretaries.
148. Commission members are expected to use the '@scottishhumanrights.com' email addresses and mobile telephone numbers assigned to them for all business relating to the organisation. Remote access to relevant electronic documents, including appropriate Commission and committee papers is made available to Commission and committee members.
149. Communication between and among staff and Commission members must be responsive to any reasonable adjustments required by individuals. This may involve, for example (but not limited to), providing large print versions of papers, or formatting papers to facilitate the use of screen readers.
150. In the interests of information security, cost efficiency and minimising environmental impacts, hard copies of meeting papers will be issued as an exception or as a reasonable adjustment.

151. An all-Commission session will be facilitated bringing staff and members together at least once a year to focus on review of performance/strategy aligned to external context.
152. Members of the Commission are required to uphold and demonstrate the values of the Commission in their interactions with staff at all times and refer to the Code of Conduct (Appendix D) to reflect their role in developing a positive working culture and environment.

## 25. Code of Conduct

153. The Commission has a Code of Conduct which guides individual members of the Commission as to their responsibilities outlined in this Code of Governance.
154. It is provided to members of the Commission on appointment, and is included as Appendix D.
155. It is published on the Commission's website.
156. Commissioners must make themselves aware and familiar with its content and comply with it at all times.

## 26. Non-compliance: process for investigation

157. If an incident occurs where there may be a breach of the Code, or if there is an allegation of a breach by a member of the Commission, or by a member of the public, it will be referred to the Chair, or in the absence of the Chair, the Executive Director.
158. If the incident or allegation involves the Chair, the Executive Director will intervene.
159. In the first instance, consideration will be given as to whether informal resolution is appropriate in resolving the matter. Each incident will be assessed on its individual circumstances. If informal resolution is not appropriate due to the seriousness nature of an issue such as, for example, discrimination or harassment, the incident or allegation will then be referred for formal investigation by an independent party, appointed by the Chair or Executive Director.

160. The Chair, or the Executive Director in the case of the Chair, will require details of any alleged contravention of the Code in writing in order to determine whether there is sufficient evidence of a potential breach of the Code as to warrant a formal investigation.
161. Where an independent investigation has been commissioned, the Chair or Executive Director will receive the report of findings and decide what further action is necessary.
162. Where there is, following an investigation, an allegation of a breach of the Code by the Chair, the independent Chair of the Audit & Risk Committee together with a panel of two Commissioners will receive the report and, in conjunction with the Executive Director, report the outcome to SPCB.
163. Breaches of compliance with the Code will be considered with reference to the [Complaints Procedure](#) highlighted in Annex A of that Code.

## 27. Removal of a member of the Commission or Chair

164. Under Schedule 1 s2(a)(4)(5) the Chair may be relieved of office by His Majesty at the Chair's own request, or by His Majesty's request if the SPCB is satisfied that the Chair has breached the terms of appointment, and the Parliament resolves that the member should be removed for that reason; or Parliament resolves that it has lost confidence in the Chair.
165. Further detail on this process is contained within the Member's letters of appointment from SPCB, and it is their responsibility to be familiar with this.
166. Under Schedule 1 s2(a)(4)(5) any member of the Commission may be relieved of office by the SPCB at the member's own request, or be removed from office by SPCB if the SPCB is satisfied that the member has breached the terms of appointment and the Parliament resolves that the member should be removed for that reason; or Parliament resolves that it has lost confidence in the Chair.
167. Reasons for breaching the terms of appointment include failing to perform the duties of a member of the Commission to the standards expected of persons who

hold public office and failing to meet their obligations and responsibilities as described in this Code of Governance document and associated Appendices.

## **28. Arrangements for Review**

168. Any queries relating to the application of this Code should be directed to the Executive Director.
169. This Code will be reviewed by members of the Commission at least every four years, in conjunction with a review of Standing Orders, to ensure that it continues to meet the needs of the Commission, or as authorised by the Commission.

## 29. Appendices

### **29.1. Appendix A: Standing Orders for Commission Meetings**

#### **29.1.1. Introduction**

1. These Standing Orders (SOs) have been prepared to ensure the efficient and effective conduct of business at meetings of the Commission (Commission meetings). The procedures also apply to committees, amended as appropriate.
2. Members of the Commission shall be bound by the Code of Governance and the policies pertaining to their role and function and shall undertake training provided by the Commission in respect of their corporate governance roles.
3. Commissioners shall act in a professional manner in carrying out their roles and responsibilities and have a duty to work in the best interests of the Commission regardless of sex, race, colour, language, religion, political or other opinion, national or social origin, association with a national minority, property, birth or other status.
4. Commissioners shall be aware that they are bound by the provisions of legislation. Particular attention is drawn to the Scottish Commission for Human Rights Act (2006), Freedom of Information Act (2000) and Data Protection Act (1998).

#### **29.1.2. Chairing Meetings**

5. The Chair will normally chair Board meetings. In the absence of the Chair at a Board meeting, the members of the Commission present will appoint, by a simple majority, one of their number to act on behalf of the absent Chair.
6. In the event of the prolonged absence of the Chair, this will be held on a rotational basis amongst the members of the Commission.
7. It shall be the responsibility of the Chair, or in the Chair's absence, the member of the Commission presiding, to:
  - maintain order in the meeting



- decide the order in which Commissioners and staff shall speak ensuring that all views are fairly represented
- ensure that all the agenda items are addressed in the most efficient and effective way, whilst encouraging participation
- decide, where necessary, the order in which agenda items will be taken
- ensure that conduct during the meeting is in line with the values of the Commission and the standards outlined in the Code of Conduct
- direct a Commissioner or other attendee to modify their behaviour or leave the meeting (as appropriate) if, in the opinion of the Chair, it is necessary to do so to maintain order, and
- adjourn the meeting if in the Chair's view this is necessary, for whatever period of time the Chair thinks is appropriate.

### **29.1.3. Membership And Attendance**

8. Attendance at Commission meetings will normally be limited to Commissioners, the Executive Director and staff requested to attend by the Executive Director. The Commission, through the Executive Director, can request the attendance of staff as appropriate. The Commission may also invite, through the Executive Director, other persons to attend its meetings or parts thereof.
9. The Chair of the Audit and Risk Committee can through the Executive Director, request the attendance of staff as appropriate. The Chair of the Audit and Risk Committee, through the Executive Director, can also invite the attendance of other persons at Audit and Risk Committee meetings or parts thereof.
10. Commissioners are expected to attend as many meetings as is reasonably practicable. Attendance is defined as attending for more than half of the agenda items tabled for discussion at the meeting. Attendance will be recorded in the minutes of meetings and each Commissioner's attendance record will be published. The Chair will inform the Scottish Parliament Corporate Body if, without good reason, a Commissioner is absent from three consecutive Board meetings. The contribution and performance at meetings by individual Commissioners will be reviewed in an annual appraisal by the Chair.

#### **29.1.4. Frequency Of Meetings**

11. The Commission will normally meet formally up to nine times a year.
12. The Commission will issue an annual schedule of meetings.
13. Except for residential events (see below), meetings will normally be held during office hours to demonstrate the Commission's commitment to work / life balance considerations. Reasonable adjustments (for example, to overcome the effects of disability, to fulfil caring responsibilities, etc) will be made to enable Commissioners to participate fully in meetings.
14. The Chair may convene additional 'special' Commission meetings as deemed necessary. Such special meetings will normally be arranged during an ordinary meeting but may be called at any time by the Chair, or if the Chair receives a request to that end from a majority of the other Commissioners.
15. The Commission will normally hold its ordinary and special meetings at its own premises in Edinburgh (Bridgeside House). Overnight residential events may be used to enable extensive discussions to take place.
16. More than 50% of Commissioners must be present at the meeting or attending by telephone or through other technology for a meeting to be deemed quorate.

#### **29.1.5. Agendas, Papers And Minutes**

17. The agenda for Commission meetings, and reports and discussion papers, will be prepared by, or at the request of the Chair, and will normally be available to all Commissioners, together with relevant papers, no later than five working days before the date of the meeting. Where an item has been added to the agenda fewer than five days prior to a meeting, and is of a matter of particular significance, consideration should be given to the time afforded to Commissioners to make an informed decision before deciding to issue.
18. Matters that Commissioners wish to have included in the agenda for a Commission meeting should normally be notified to the Chair at least 10 working days before the meeting, although late or urgent matters and any relevant papers may be raised at the meeting provided there is consensus at the meeting that the matter and/or paper should be discussed at that meeting.

19. Matters relating to the conduct of individual staff shall not be discussed at any Commission meeting other than a disciplinary, grievance or other meeting properly convened for that purpose in accordance with the appropriate procedures, unless in exceptional circumstances when it is necessary and proper to do so. Any confidential matters relating to staff will be recorded in the minutes of a closed Commission meeting.
20. The written comments of any Commissioner unable to be present at a Commission meeting will, at the request of the Commissioner, be circulated by the Chair or Executive Director to all Commissioners attending the meeting.
21. The Executive Director will ensure a member of the Commission's staff is assigned and available to the Chair to keep the minutes of Commission meetings.
22. The minutes of meetings will record all decisions made and the reason(s) for such decisions.
23. Commission meeting minutes are prepared in a format which does not provide detailed reporting of the discussion and does not disclose individual views.
24. Where a Commissioner has a strong objection to a decision, at their request, the Commissioner may have her/his dissent from that decision recorded in the minutes.
25. Any amendments to the draft minutes of a Board meeting will be proposed at the next Board meeting before the minutes are considered for adoption. Matters arising from the minutes, other than matters listed elsewhere on the agenda for the meeting, will be taken immediately after the minutes have been adopted.
26. Once the minutes of Board meetings have been adopted, they will be published on the SHRC website subject to the provisions of the FOI Act 2000 and the GDPR 2018.
27. All reports for decision must be sent in advance to the Executive Director for financial and legal observations, which shall be included in reports, before submission to Commission meetings.

### **29.1.6. Decision Making**

28. The Commission operates on the basis of collective responsibility. All Commissioners should agree to abide by and implement decisions taken at Commission meetings.
29. The Commission will strive to reach decisions by consensus on points discussed at meetings. 'Consensus' means that all Commissioners taking part in the discussion accept the proposed decision. If, after thorough discussion consensus is not reached the Chair will rule in favour of the majority view.
30. Decisions to be made by the Commission will only proceed to a vote if necessary. A Commissioner who is not present at the meeting, nor attending by telephone or through other technology, at the time a vote is taken is not entitled to have their vote counted. Where a vote is taken, and the result is tied, the Chairperson will have the casting vote, which must be cast in favour of the status quo.
31. A matter which has been agreed at an ordinary or special Commission meeting will not be re-opened within three months at a subsequent ordinary or special Commission meeting, unless a majority of the Commissioners attending the subsequent meeting so agree.
32. The nature of the deliberations of the Commission at ordinary and special Commission meetings will not be disclosed outside the Commission by Commissioners, except for what is made available to the public through the minutes of Commission meetings. Commissioners are required to maintain confidentiality in respect of information relating to the Commission's business, unless disclosure is expressly authorised by the Commission.
33. If a Commissioner resigns as a result of a disagreement with Commission policy, they may state the basis for the resignation, but will be expected to maintain confidentiality regarding the discussions around the issue of resignation.
34. The Executive Director is required to escalate high risk and / or high impact issues for the timely attention and consideration of the Board.
35. Where, in the opinion of the Chair, and considering advice from the Executive Director, significant operational or other matters require approval by the Commission between meetings, papers may be circulated for approval by correspondence, using the Resolutions in Writing procedure.

36. A Resolution in Writing shall be supported by a report from the Executive Director or in their absence the relevant member of the Senior Leadership Team on the issues for decision by the Commission.
37. In order for a decision to be taken under this procedure, a Resolution in Writing in identical terms must be considered and consented to by a simple majority of all Commissioners who would have been entitled to vote on the subject of such resolution, as if it had been proposed at a meeting duly convened and held for that purpose.
38. No amendments may be made to a resolution considered under this procedure. For a decision to be validly taken under this procedure, a quorum of Commissioners must indicate whether they consent to the proposed resolution or objects to it or wishes to abstain. The Commissioner's wishes (consent, objection or abstention) will be recorded in the minutes of the next scheduled meeting of the Commission.
39. The Resolutions in Writing procedure may not be used to revoke or substantively vary the Governance Framework, or any decision reserved to the Commission.

#### **29.1.7. Challenge**

40. A ruling of the Chair shall only be challenged if a majority of the Commissioners who are present and voting agree that the challenge should be heard. The Commissioner offering the challenge shall speak in favour and the Chairperson against. No one else may speak. A challenge to the Chairperson's ruling shall be deemed to have been carried if more than two-thirds of those members present vote in favour.

#### **29.1.8. Openness And Transparency**

41. The Commission operates on the basis of openness and transparency. All papers and reports tabled, unless covered by an exemption under the Freedom of Information Act or the General Data Protection Regulation (GDPR), will be available for access by the public. All papers and reports prepared for the

Commission by Commissioners, staff, or its consultants and advisers, will be the property of the Commission.

### **29.1.9. Registering And Declaring Documents**

42. The Commission will maintain a register, available for inspection by the general public, of the interests of Commissioners. The register will be updated annually, although Commissioners are obliged to notify the Commission of significant changes in their interests as soon as they occur. In line with their terms of appointment, members are also obliged to discuss this with the Scottish Parliamentary Corporate Body in order that appropriate advice can be given.
43. If a matter arises at an ordinary or special Commission meeting in which a Commissioner or any other person present at the meeting has a financial or professional interest, that interest will be declared and recorded in the minutes of the meeting. Normally, the person in question will take no further part in the discussion of that matter and, where appropriate, will leave the room.
44. In the event of the Chair having a conflict of interest, or alleged to have a conflict of interest, with an item under discussion, the chair will be reassigned for the duration of that discussion to another Commissioner.
45. If a Commissioner is unsure, they may request a Transparency Statement be noted in the minute outlining their connection or potential interest in the matter.

### **29.1.10. Committees And Working Groups Of The Commission**

46. The Commission can decide to establish one or more committees or, where appropriate, working groups, to further the purposes of the Commission. The terms of reference of each committee will be approved by the Commission.
47. The Commission can invite persons who are not Commissioners to attend committees and working groups as appropriate.
48. The minutes of committee meetings and, where relevant, working groups, once approved, will be noted at the following Commission meeting.

### **29.1.11. Urgent Actions**

49. Any urgent matter requiring a Commission decision between Commission meetings, which is outside the delegated authority of the Executive Director, must be referred by them to the Chair for action. Action can only be taken where any such matter involves reputational or financial risk to the Commission and it is not possible to convene a special meeting of the Commission, in which case the Chair may take urgent action, but must provide a written update to members as soon as possible, and record this in the minute of the next Commission meeting.

### **29.1.12. Making, Altering And Suspending Standing Orders**

50. These Standing Orders and any alteration or amendment to them will require the agreement of at least two-thirds of the total cohort of Commissioners.

51. Any proposal to suspend one or more of the Standing Orders for a specified purpose at a Commission meeting will be carried if supported by at least two-thirds of the Commissioners attending the meeting.

### **29.1.13. Interpreting Standing Orders**

52. The Chair's ruling on the interpretation of the Standing Orders will prevail unless the Chair is overruled at an ordinary or special Board meeting by at least two-thirds of the Commissioners attending the meeting.

53. In the event of any situation arising not being covered by the Standing Orders, then the Chair shall rule on the procedure to be adopted. Such ruling shall be subject to the approval of at least two-thirds of the Commissioners attending the meeting.

## **29.2. Appendix B: Terms of Reference for the Audit and Risk Committee**

Audit and Risk Committee Terms of Reference (adopted in December 2022)

### **29.2.1. ARC Purpose**

1. The Scottish Human Rights Commission (SHRC) has established an Audit and Risk Committee (ARC) to support it in its responsibilities for matters of finance, audit, risk, internal control and governance by considering the comprehensiveness of assurances in meeting the Commission and the Accountable Officer's assurance needs and reviewing the reliability and integrity of these assurances.

### **29.2.2. Membership**

2. The ARC shall consist of two members of the SHRC plus two independent members. The meetings will be chaired by one of the independent members. The composition of the Board will be reviewed as required.

### **29.2.3. Meetings**

3. The ARC will typically meet four times per annum. The Chair of ARC may convene additional meetings as they deem necessary.
4. A minimum of two members, one of whom must be an independent member, will be present for a meeting to be deemed quorate. All meetings will be chaired by an independent member.
5. ARC meetings will normally be attended by the Executive Director (as Accountable Officer) and the Head of Business Support/Commission Secretariat.
6. The ARC is authorised to seek any information it requires from other staff of the Commission either in writing or by attending a formal meeting.
7. The external auditor and internal auditor should have access to the ARC and should attend meetings when required. Both external and internal auditors



should also have access to the Audit and Risk Committee without the presence of the SHRC staff.

#### **29.2.4. Responsibilities**

- The ARC will review and advise the Accountable Officer and, where appropriate, the Commission on:
    - the adequacy of the arrangements for ensuring robust governance and internal control, including those for the assessment and management of risk;
    - the planned activity of internal audit and the results of its work;
    - the planned activity of the external auditor and the results of its work;
    - the major findings of audit reports, insofar as they affect the overall performance of the Commission;
    - the adequacy of management responses to issues identified by audit activity and the arrangements for monitoring the implementation of agreed recommendations;
    - the performance of internal and external auditors;
    - proposals for tendering for audit services or for purchase of non-audit services from contractors who provide audit services; and
    - other sources of assurance relating to the overall governance requirements of the Commission, including reports on financial management and related issues.
8. In particular, the ARC shall review the system of internal control and provide the Accountable Officer with advice on whether the necessary assurances required for the signing of the Governance Statement contained within the annual accounts have been provided.
9. Consistent with the SHRC's policies in respect of fraud prevention and whistleblowing, the Chair of the ARC is appointed as 'Investigating Officer'. With the support of the ARC, the ARC Chair will oversee the response to each suspected fraud or whistleblowing report in line with policy, ensuring that a prompt and robust investigation is undertaken that identified appropriate actions and lessons learned.

10. The ARC will report to the Commission annually for the purposes of the Annual Report and Accounts, summarising the work it has done, and conclusions drawn from that work, particularly with regard to the effectiveness of governance and risk management, scope and levels of assurance and any issues to be considered by the Commission.
11. The ARC will report to the Commission at such other times as it considers necessary.
12. As well as financial and value for money audits, the ARC may consider other related topics as appropriate.
13. The ARC will periodically review its own effectiveness and report the results of that review to the Commission.

#### **29.2.5. ARC Minutes**

14. Draft minutes will be circulated by the secretariat within seven working days of the ARC meeting. They will be agreed at either the next ARC meeting, an operational meeting, or by email as required. The method of sign-off shall be agreed at the end of each meeting.
15. Minutes will be drafted in such a way as to minimise inclusion of personal data.
16. The secretariat will arrange publication of the signed minutes on the Commission's website, appropriately redacted to protect personal data or in line with exemptions that would apply to the information under freedom information legislation. Where information is redacted, the reference to relevant sections of legislation should be included.

### **29.3. Appendix C: On Board: A Guide for Members of Public Bodies**

This guide can be read by clicking on the following link. The Scottish Government: 'On Board - A Guide for Members of Statutory Boards'

## **29.4. Appendix D: Commissioner Code of Conduct**

### **29.4.1. Introduction**

1. The Scottish Human Rights Commission (the Commission) is an independent, statutory public body, accountable to the people of Scotland through the Scottish Parliament for all actions and decisions taken.
2. To meet the high expectation the public has of the Commission, you must ensure that your conduct is always above reproach.
3. This requirement is reflected in the Model Code of Conduct for Members of Devolved Public Bodies (Model Code) that was issued by Scottish Ministers, with approval of the Scottish Parliament, in December 2021, as required by the Ethical Standards in Public Life etc. (Scotland) Act 2000 (the “Act”).
4. While the Ethical Standards in Public Life etc (Scotland) Act 2000 does not apply directly to the Commission, as a public body the Commission has chosen to adopt and adhere to the principles of the Act. A link to the Model Code of Conduct and Guidance from the Standards Commissioner can be found here.
5. The Commission’s Code of Conduct (the Code) is therefore based on the Model Code and has been developed in line with the nine key principles of public life in Scotland. The principles are listed in Section 2 and set out how the provisions of the Code should be interpreted and applied in practice.

### **29.4.2. MY RESPONSIBILITIES AS A COMMISSIONER**

6. It is my responsibility to make sure that I am familiar with, and that my actions comply with, the provisions of the Code.
7. I understand that the public has a high expectation of those who serve on the boards of public bodies, including the Commission, and the way in which they should conduct themselves in undertaking their duties. I will always seek to meet those expectations by ensuring that I conduct myself in accordance with the Code.
8. I will comply with the substantive provisions of this Code, being sections 3 to 6 inclusive, in all situations and at all times where I am acting as a member of the

Commission, have referred to myself as a member of the Commission or could objectively be considered to be acting as a member of the Commission.

9. I will comply with the substantive provisions of this Code, being sections 3 to 6 inclusive, in all my dealings with the public, employees and fellow Commission members, whether formal or informal.
10. I understand that it is my personal responsibility to be familiar with the provisions of this Code and that I must also comply with the law and the Commission's rules, standing orders and regulations. I will also ensure that I am familiar with any relevant guidance or advice notes issued by the Standards Commission for Scotland ("Standards Commission") and the Commission, and endeavour to take part in any training offered on the Code.
11. I will not, at any time, advocate or encourage any action contrary to this Code.
12. I understand that no written information, whether in the Code itself or any relevant associated Guidance or Advice Notes issued by the Standards Commission or similar representative bodies, can provide for all circumstances. If I am uncertain about how the Code applies, I will seek advice from the SPCB failing whom the Chair or Executive Director. I note that I may also choose to seek external legal advice on how to interpret the provisions of the Code.

### **29.4.3. Non-Compliance: Process For Investigations**

13. If an incident occurs where there may be a breach of the Code, or if there is an allegation of a breach by a member of the Commission, it will be referred to the Chair, or in the absence of the Chair, the Executive Director. If the incident or allegation involves the Chair, the Executive Director will intervene.
14. In the first instance, consideration will be given as to whether informal resolution is appropriate in resolving the matter. Each incident will be assessed on its individual circumstances. If informal resolution is not appropriate due to the seriousness nature of an issue such as, for example, discrimination or harassment, the incident or allegation will then be referred for formal investigation by an independent party, appointed by the Chair or Executive Director.

15. The Chair or the Executive Director in the case of the Chair, will require details of any alleged contravention of the Code in writing in order to determine whether there is sufficient evidence of a potential breach of the Code as to warrant a formal investigation.
16. Where an independent investigation has been commissioned, the Chair or Executive Director will receive the report of findings and decide what further action is necessary.
17. Where there is, following an investigation, an allegation of a breach of the Code by the Chair, the independent Chair of the Audit & Risk Committee together with a panel of two Commissioners will receive the report and, in conjunction with the Executive Director, report the outcome to SPCB.
18. Breaches of compliance with the Code will be considered with reference to the [Complaints Procedure](#) highlighted in Annex A.
19. This procedure should only be used for complaints in relation to standards of conduct and behaviour that are specifically covered by the Code, with particular reference to Sections 3-6
20. For example, the process could be used for conduct that relates to, but not exclusively:
  - Unlawful discrimination
  - Bullying and harassment
  - Taking advantage of your position as a member of the Commission
  - Revealing confidential information
21. This procedure should not include, for example:
  - general complaints with regard to our standards of work
  - failure to follow procedures.
  - our policies and public statements,
  - delays in responding to enquiries.

22. Such matters, and other similar more general issues should be referred to the Commission's Complaints Policy, which is published on the website at [www.scottishhumanrights.com](http://www.scottishhumanrights.com).
23. Similarly, this procedure should not be used to highlight matters that would fall within the terms of the Public Interest Disclosure Act 1998. This allows individuals to disclose certain issues to particular external parties where there is good reason to believe that internal disclosure will not be taken seriously or will cause the individual making the disclosure to be penalised in some way. Such matters, considered to be in the wider public interest and where the interests of others or the Commission itself are at risk, are covered by the Whistleblowing Policy and would include, for example, any suggestion of alleged wrongdoing, including criminal offences such as fraud or other similar offences.
24. Complaints received through reference to this process and this Code will only be considered if they are assessed as highlighting a breach or potential breach of the Code.
25. One potential outcome of raising a complaint through this process may be that no further action will be taken as, following review and assessment, it is not considered that a breach of the Code has taken place. On occasion, there may still be a requirement to consider the matters raised through other review or exploratory routes.
26. The Executive Director, is responsible for monitoring, evaluating and ensuring compliance with the Code, with support as required from the Head of Commission Secretariat & Business Support, HR and seeking advice from the Audit & Risk Committee (ARC) as necessary.
27. The Executive Director is responsible for monitoring and recording all breaches of compliance with the Code and sharing an annual overview of this with SPCB. The process is highlighted in [Section A1.6](#) of Appendix 1.

#### **29.4.4. Key Principles Of The Code**

28. The Code has been based on the following key principles of public life:

29. I will behave in accordance with these principles and understand that they should be used for guidance and interpreting the provisions in the Code.

30. I note that a breach of one or more of the key principles does not in itself amount to a breach of the Code.

31. I note that, for a breach of the Code to be found, there must also be a contravention of one or more of the provisions in sections 3 to 6 inclusive of the Code.

32. The key principles are:

- Duty
- Selflessness
- Integrity
- Objectivity
- Accountability and Stewardship
- Openness
- Honesty
- Leadership
- Respect
- 

33. These are articulated further in Annex B Section 3: General Conducts

#### **29.4.5. Respect and Courtesy**

34. I will treat everyone with courtesy and respect. This includes in person, in writing, at meetings, when I am online and when I am using social media.

35. I will not discriminate unlawfully on the basis of race, age, sex, sexual orientation, gender reassignment, disability, religion or belief, marital status or pregnancy/maternity; I will advance equality of opportunity and seek to foster good relations between different people.



36. I will not engage in any conduct that could amount to bullying or harassment (which includes sexual harassment). I accept that such conduct is completely unacceptable and will be considered to be a breach of this Code.

37. I accept that disrespect, bullying and harassment can be:

- a) a one-off incident,
- b) part of a cumulative course of conduct; or
- c) a pattern of behaviour.

38. I understand that how, and in what context, I exhibit certain behaviours can be as important as what I communicate, given that disrespect, bullying and harassment can be physical, verbal and non-verbal conduct.

39. I accept that it is my responsibility to understand what constitutes bullying and harassment and I will utilise all relevant resources, including the Standards Commission's guidance and advice notes, Standards Commission Scotland Advice Note on Bullying and Harassment, the Commission's policies and training material (where appropriate) to ensure that my knowledge and understanding is up to date.

40. Except where it is written into my role as a member of the Commission, as detailed in the SHRC Member Terms and Conditions of Appointment (included at Annex C), the Commissioners Handbook, included at Annex D, and / or at the invitation of the Executive Director, I will not become involved in operational management of the Commission.

41. I acknowledge and understand that operational management is the responsibility of the Executive Director and Senior Leadership team (SLT).

42. I will not undermine any individual employee or group of employees, or raise concerns about their performance, conduct or capability in public. I will raise any concerns I have on such matters in private with the Executive Director or the Chair.

43. I will not take, or seek to take, unfair advantage of my position in my dealings with employees of the Commission or bring any undue influence to bear on employees to take a certain action. I will not ask or direct employees to do

something which I know, or should reasonably know, could compromise them or prevent them from undertaking their duties properly and appropriately.

44. I will respect and comply with rulings from the Chair during meetings of:

- a) the Commission, its committees; and
- b) any outside organisations that I have been appointed or nominated to by the Commission or on which I represent the Commission.

45. I will respect the principle of collective decision-making and corporate responsibility, as described in Section 9 of the Commissioners Handbook. This means that once the Commission has made a decision, I will support that decision, even if I did not agree with it or vote for it.

#### **29.4.6. Remuneration, Allowances And Expenses**

46. I will comply with the rules, and the policies of the Commission, on the payment of remuneration, allowances and expenses.

#### **29.4.7. Gifts And Hospitality**

47. I understand that I may be offered gifts (including money raised via crowdfunding or sponsorship), hospitality, material benefits or services (“gift or hospitality”) that may be reasonably regarded by a member of the public with knowledge of the relevant facts as placing me under an improper obligation or being capable of influencing my judgement.

48. I will never ask for or seek any gift or hospitality.

49. I will refuse any gift or hospitality, unless it is:

- a) a minor item or token of modest intrinsic value offered on an infrequent basis;
- b) a gift being offered to the Commission;
- c) hospitality which would reasonably be associated with my duties as a member of the Commission; or
- d) hospitality which has been approved in advance by the Commission.

50. I will consider whether there could be a reasonable perception that any gift or hospitality received by a person or body connected to me could or would influence my judgement.
51. I will not allow the promise of money or other financial advantage to induce me to act improperly in my role as a member of the Commission member. I accept that the money or advantage (including any gift or hospitality) does not have to be given to me directly. The offer of monies or advantages to others, including community groups, may amount to bribery, if the intention is to induce me to improperly perform a function.
52. I will never accept any gift or hospitality from any individual or applicant who is awaiting a decision from, or seeking to do business with, the Commission. If I consider that declining an offer of a gift would cause offence, I will accept it and hand it over to the Commission at the earliest possible opportunity and ask for it to be registered.
53. I will promptly advise the Head of Commission Secretariat and/or the Chair of the Audit & Risk Committee if I am offered (but refuse) any gift or hospitality of any significant value and / or if I am offered any gift or hospitality from the same source on a repeated basis, so that the Commission can monitor this.
54. I will familiarise myself with the terms of the Bribery Act 2010, which provides for offences of bribing another person and offences relating to being bribed.

## CONFIDENTIALITY

55. I will not disclose confidential information or information which should reasonably be regarded as being of a confidential or private nature, without the express consent of a person or body authorised to give such consent, or unless required to do so by law.
56. I note that if I cannot obtain such express consent, I should assume it is not given. I accept that confidential information can include discussions, documents, and information which is not yet public or never intended to be public, and information deemed confidential by statute.
57. I will only use confidential information to undertake my duties as a member of the Commission. I will not use it in any way for personal advantage or to discredit the

Commission (even if my personal view is that the information should be publicly available).

58. I note that these confidentiality requirements do not apply to protected whistleblowing disclosures made to the prescribed persons and bodies as identified in statute.

#### **29.4.8. Use Of Public Body Resources**

59. I will only use the Commission's resources, including employee assistance, facilities, stationery and IT equipment, for carrying out duties on behalf of the public body, in accordance with its relevant policies.

60. I will not use, or in any way enable others to use, the Commission's resources:

- a) imprudently (without thinking about the implications or consequences);
- b) unlawfully;
- c) for any political activities or matters relating to these; or
- d) improperly.

#### **29.4.9. Dealing With The Commission And Preferential Treatment**

61. I will not use, or attempt to use, my position or influence as a member of the Commission member to:

- a) improperly confer on or secure for myself, or others, an advantage;
- b) avoid a disadvantage for myself, or create a disadvantage for others, or
- c) improperly seek preferential treatment or access for myself or others.

62. I will avoid any action which could lead members of the public to believe that preferential treatment or access is being sought.

63. I will advise employees of any connection, as defined at Section 5, I may have to a matter, when seeking information or advice or responding to a request for information or advice from them.

#### **29.4.10. Appointments To Outside Organisations**

64. If I am appointed, or nominated by the Commission, as a member of another body or organisation, I will abide by the rules of conduct and will act in the best interests of that body or organisation while acting as a member of it.

65. I will also continue to observe the rules of this Code when carrying out the duties of that body or organisation.

66. I accept that if I am a director or trustee (or equivalent) of a company or a charity, I will be responsible for identifying, and taking advice on, any conflicts of interest that may arise between the company or charity and the Commission.

#### **29.4.11. Registration Of Interests**

67. The following paragraphs set out what I have to register when I am appointed and whenever my circumstances change. The register covers my current term of appointment.

68. I understand that regulations made by the Scottish Ministers describe the detail and timescale for registering interests; including a requirement that a member of the Commission must register their registrable interests within one month of becoming a member of the Commission and register any changes to those interests within one month of those changes having occurred.

69. The interests which I am required to register are those set out in the following paragraphs. Other than as required by paragraph 4.2, I understand it is not necessary to register the interests of my spouse or cohabitee.

##### **i. Category One: Remuneration**

70. I will register any work for which I receive, or expect to receive, payment. I have a registrable interest where I receive remuneration by virtue of being:

- a) employed;
- b) self-employed;
- c) the holder of an office;
- d) a director of an undertaking;
- e) a partner in a firm;
- f) appointed or nominated by the Commission to another body; or
- g) engaged in a trade, profession or vocation or any other work.

71. I understand that in relation to 4.3 above, the amount of remuneration does not require to be registered. I understand that any remuneration received as a member of the Commission does not have to be registered.

72. I understand that if a position is not remunerated it does not need to be registered under this category. However, unremunerated directorships may need to be registered under Category Two, "Other Roles".

73. I must register any allowances I receive in relation to membership of any organisation under Category One. T

74. When registering employment as an employee, I must give the full name of the employer, the nature of its business, and the nature of the post I hold in the organisation.

75. When registering remuneration from the categories listed in paragraph 4.4.1 (b) to (g) above, I must provide the full name and give details of the nature of the business, organisation, undertaking, partnership or other body, as appropriate. I recognise that some other employments may be incompatible with my role as a member of the Commission in terms of paragraph 6.8 of this Code.

76. Where I otherwise undertake a trade, profession or vocation, or any other work, the detail to be given is the nature of the work and how often it is undertaken.

77. When registering a directorship, it is necessary to provide the registered name and registered number of the undertaking in which the directorship is held and provide information about the nature of its business.

78. I understand that registration of a pension is not required as this falls outside the scope of the category.

ii. Category Two: Other Roles

79. I will register any unremunerated directorships where the body in question is a subsidiary or parent company of an undertaking in which I hold a remunerated directorship.

80. I will register the registered name and registered number of the subsidiary or parent company or other undertaking and the nature of its business, and its relationship to the company or other undertaking in which I am a director and from which I receive remuneration.

iii. Category Three: Contracts

81. I have a registerable interest where I (or a firm in which I am a partner, or an undertaking in which I am a director or in which I have shares of a value as described in paragraph 4.20 below) have made a contract with the Commission:

- a) under which goods or services are to be provided, or works are to be executed; and
- b) which has not been fully discharged.

82. I will register a description of the contract, including its duration, but excluding the value.

iv. Category Four: Election Expenses

83. If I have been elected to the Commission, then I will register a description of, and statement of, any assistance towards election expenses relating to election to the Commission.

v. Category Five: Houses, Land And Buildings

84. I have a registrable interest where I own or have any other right or interest in houses, land and buildings, which may be significant to, of relevance to, or bear upon, the work and operation of the Commission.

85. I accept that, when deciding whether or not I need to register any interest I have in houses, land or buildings, the test to be applied is whether a member of the public, with knowledge of the relevant facts, would reasonably regard the interest as being so significant that it could potentially affect my responsibilities to the Commission and to the public, or could influence my actions, speeches or decision making.

vi. Category Six: Interest In Shares And Securities

86. I have a registerable interest where:

a) I own or have an interest in more than 1% of the issued share capital of the company or other body; or

b) Where, at the relevant date, the market value of any shares and securities (in any one specific company or body) that I own or have an interest in is greater than £25,000.

vii. Category Seven: Gifts And Hospitality

87. I understand the requirements of paragraphs 3.13 to 3.21 regarding gifts and hospitality. As I will not accept any gifts or hospitality, other than under the limited circumstances allowed, I understand there is no longer the need to register any.

viii. Category Eight: Non-Financial Interests

88. I may also have other interests and I understand it is equally important that relevant interests such as membership or holding office in other public bodies, companies, clubs, societies and organisations such as trades unions and voluntary organisations, are registered and described. In this context, I understand non-financial interests are those which members of the public with



knowledge of the relevant acts might reasonably think could influence my actions, speeches, votes or decision-making in the Commission (this includes its Committees and memberships of other organisations to which I have been appointed or nominated by the Commission).

ix. Category Eight: Close Family Members

89. I will register the interests of any close family member who has transactions with the Commission or is likely to have transactions or do business with it.

**29.4.12. Declaration Of Interests**

x. Stage 1: Connection

90. For each particular matter I am involved in as a member of the Commission, I will first consider whether I have a connection to that matter.

91. I understand that a connection is any link between the matter being considered and me, or a person or body I am associated with. This could be a family relationship or a social or professional contact.

92. A connection includes anything that I have registered as an interest.

93. A connection does not include being a member of a body to which I have been appointed or nominated by the Commission as a representative of the Commission, unless:

a) The matter being considered by the Commission is quasi-judicial or regulatory; or

b) I have a personal conflict by reason of my actions, my connections or my legal obligations.

xi. Stage 2: Interest

94. I understand my connection is an interest that requires to be declared where the objective test is met – that is where a member of the public with knowledge of the relevant facts would reasonably regard my connection to a particular matter as being so significant that it would be considered as being likely to influence the discussion or decision-making.

## xii. Stage 3: Participation

95. I will declare my interest as early as possible in meetings. I will not remain in the meeting nor participate in any way in those parts of meetings where I have declared an interest.
96. I will consider whether it is appropriate for transparency reasons to state publicly where I have a connection, which I do not consider amounts to an interest.
97. I note that I should consult with the Chair of the Audit & Risk Committee to seek advice and agreement, to allow me to take part in the discussion and decision-making on a matter where I would otherwise have to declare an interest and withdraw (as a result of having a connection to the matter that would fall within the objective test). I note that such consultation and agreement must be made in advance of any meetings for which advice is sought and that I cannot take part in any discussion or decision making on the matter in question unless, and until, the advice has been sought and agreement reached.
98. I note that public confidence in a public body is damaged by the perception that decisions taken by that body are substantially influenced by factors other than the public interest. I will not accept a role or appointment if doing so means I will have to declare interests frequently at meetings in respect of my role as a member of the Commission. Similarly, if any appointment or nomination to another body would give rise to objective concern because of my existing personal involvement or affiliations, I will not accept the appointment or nomination.

## xiii. Lobbying And Access

99. I understand that a wide range of people will seek access to me as a member of the Commission and will try to lobby me, including individuals, organisations and companies. I must distinguish between:
- a) any role I have in dealing with enquiries from the public;
  - b) any community engagement where I am working with individuals and organisations to encourage their participation and involvement, and;

c) lobbying, which is where I am approached by any individual or organisation who is seeking to influence me for financial gain or advantage, particularly those who are seeking to do business with the Commission (for example contracts/procurement).

100. In deciding whether, and if so how, to respond to such lobbying, I will always have regard to the objective test, which is whether a member of the public, with knowledge of the relevant facts, would reasonably regard my conduct as being likely to influence my, or the Commission's, decision-making role.
101. I will not, in relation to contact with any person or organisation that lobbies, do anything which contravenes this Code or any other relevant rule of the Commission or any statutory provision.
102. I will not, in relation to contact with any person or organisation that lobbies, act in any way which could bring discredit upon the Commission.
103. If I have concerns about the approach or methods used by any person or organisation in their contacts with me, I will seek the guidance of the Chair, Executive Director of the Commission.
104. The public must be assured that no person or organisation will gain better access to, or treatment by, me as a result of employing a company or individual to lobby on a fee basis on their behalf. I will not, therefore, offer or accord any preferential access or treatment to those lobbying on a fee basis on behalf of clients compared with that which I accord any other person or organisation who lobbies or approaches me. I will ensure that those lobbying on a fee basis on behalf of clients are not given to understand that preferential access or treatment, compared to that accorded to any other person or organisation, might be forthcoming.
105. Before taking any action as a result of being lobbied, I will seek to satisfy myself about the identity of the person or organisation that is lobbying and the motive for lobbying. I understand I may choose to act in response to a person or organisation lobbying on a fee basis on behalf of clients but it is important that I understand the basis on which I am being lobbied in order to ensure that any action taken in connection with the lobbyist complies with the standards set out in this Code and the Lobbying (Scotland) Act 2016.
106. I will not accept any paid work:

a) which would involve me lobbying on behalf of any person or organisation or any clients of a person or organisation.

b) to provide services as a strategist, adviser or consultant, for example, advising on how to influence the Commission and its members.

107. This does not prohibit me from being remunerated for activity which may arise because of, or relate to, membership of the Commission, such as journalism or broadcasting, or involvement in representative or presentational work, such as participation in delegations, conferences or other events.

### **29.4.13. The Role Of The Executive Director/Accountable Officer**

108. The Executive Director has overall responsibility, for delivering the Commission's strategic objectives, as approved by the Commission.

109. The Executive Director is given delegated authority for the efficient organisation and delivery of the Commission's business plans and is empowered to make decisions and delegate authority to staff for the day-to-day operation. This involves the promotion by leadership and example of the values embodied throughout this Code, in particular, Key Principles of Public Life (Annex B) and Principles of Good Governance (contained in Annex D). Commissioners should support the Executive Director in undertaking this responsibility.

110. The Executive Director is the designated Accountable Officer for the Commission(ref Schedule 1 of the Act), and as such is personally answerable to Parliament for the exercise of this function. The essence of the role is a personal responsibility for the propriety and regularity of the Commission's finances; for the signing of proper accounts; for prudent and management and leadership; and for ensuring the resources of the Commission are used economically, efficiently and effectively. This includes the development and maintenance of procedures in financial and other matters including conduct and discipline. Satisfactory performance of these responsibilities is fundamental to the role of the Executive Director.

111. The Executive Director should establish an effective working relationship with the Chair, informing and consulting them on key developments in a timely manner and seeking advice and support as appropriate, including advice and support in their role.
112. An effective relationship between Commissioners and the Commission staff team should be characterised by openness and integrity. This will be largely defined through the synergy between the Chair and the Executive Director.
113. The Executive Director, is responsible for monitoring, evaluating and ensuring compliance with the Code, and for formally providing an annual report summarising the number of issues related to potential, or following investigation, actual breaches of compliance with the Code to SPCB. The Executive Director is also responsible for reporting any issues which following investigation, are unresolved or have implications for a Member's Terms of Appointment which only SPCB can consider further action.

## 29.4.14. Annex A: Complaints regarding Breaches of Compliance with the Code

### xiv. Complaints Procedure

#### Complaint Scenarios

This procedure covers the following 5 scenarios;

- Complaints from the public or external stakeholders in relation to an alleged breach of the Code.
- Complaints from Staff Team members in relation to an alleged breach of the Code.
- Complaints from Commission members in relation to an alleged breach of the Code by other Commission members
- Complaints from Commission members in relation to an alleged breach of the Code by the Executive Director
- Complaints from Commission members in relation to an alleged breach of the Code by the Chair

These are explained further below.

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Complaints from the public or external stakeholders in relation to an alleged breach of the Code.

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If you have concerns about a potential breach of compliance with the Code by a member of the Commission, The Chair or the Executive Director, you should inform the Commission as soon as possible after the event. Contact can be via telephone, email (see below) or if attending an event, you may wish talk to someone directly in relation to the matter you are complaining about. They will try to resolve any problems on the spot.

If the matter cannot be resolved there and then, you will be provided with an explanation as to why and what next steps will be. Depending on the nature and circumstances of the issue you will be advised of the process for escalation to a more formal procedure. Contact details are below.

Telephone: 0131 297 5750

Email: [hello@scottishhumanrights.com](mailto:hello@scottishhumanrights.com)

Post: Bridgeside House, 99 McDonald Rd, Edinburgh, EH7 4NS

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Complaints from Staff Team members in relation to an alleged breach of the Code.

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If as a member of staff you wish to raise a complaint about a potential breach in compliance with the Code by a member of the Commission or the Chair you should inform the Executive Director as soon as possible, either directly face to face, by phone, or via email. In any event you may subsequently be asked to provide the complaint in writing to allow a formal investigation to take place. This should be sent to; [jan.savage@scottishhumanrights.com](mailto:jan.savage@scottishhumanrights.com).

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Complaints received from members of the Commission or Independent members of ARC about other members of the Commission or Independent members of ARC in relation to an alleged breach of the Code.

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If you wish to raise a complaint about a potential breach in compliance with the Code by another member of the Commission or Independent member of ARC, you should inform the Chair or Executive Director as soon as possible either directly face to face, by phone, or via email. In any event you may subsequently be asked to provide the complaint in writing to allow a formal investigation to take place. This should be sent to;

[chair@scottishhumanrights.com](mailto:chair@scottishhumanrights.com)

Note: In the absence of a Chair, complaints should be directed to the Executive Director in the first instance, by email to;

[jan.savage@socttishhumanrights.com](mailto:jan.savage@socttishhumanrights.com)

1. Complaints received from members of the Commission about the Executive Director in relation to an alleged breach of the Code.

If you wish to raise a complaint about a potential breach in compliance with the Code by the Executive Director you should inform the Chair as soon as possible either directly face to face, by phone, or via email. In any event you may subsequently be asked to provide the complaint in writing to allow a formal investigation to take place. This should be sent to;

[chair@scottishhumanrights.com](mailto:chair@scottishhumanrights.com)

Note: In the absence of a Chair, complaints in relation to the Executive Director should be directed to another Commissioner in the first instance, by email to either;

[shelley.gray@scottishhumanrights.com](mailto:shelley.gray@scottishhumanrights.com)

[claire.methvenobrien@scottishhumanrights.com](mailto:claire.methvenobrien@scottishhumanrights.com)

In these circumstances, advice should also be sought from the Head of Commission Secretariat to access necessary HR support through the Shared Services Agreement with SPSO.

2. Complaints received from members of the Commission or Executive Director about the Chair in relation to an alleged breach of the Code.

If you wish to raise a complaint about a potential breach in compliance with the Code by the Chair, you should inform the Executive Director as soon as possible after the event, or in the case of the Executive Director, another member of the Commission in the first instance. Depending on the nature, complexity and source of the complaint, the Executive Director or member of the Commission will determine whether to ask another member of the Commission to review it or whether an independent, external assessment is required to help determine the most appropriate way of resolving or dealing with the matter. In any event you may subsequently be asked to provide the complaint in writing to allow a formal investigation to take place. This should be sent to;

[jan.savage@scottishhumanrights.com](mailto:jan.savage@scottishhumanrights.com)

or

[shelley.gray@scottishhumanrights.com](mailto:shelley.gray@scottishhumanrights.com)

[claire.methvenobrien@scottishhumanrights.com](mailto:claire.methvenobrien@scottishhumanrights.com)

The above highlights a broad range of potential scenarios that may occur, but there may be variations. Where this is the case, core principles described throughout will be applied, and a judgment made between the Executive Director/Chair/members of the Commission as appropriate, on how best to proceed.

Figure 1 below provides a tabulated summary of this information.



## xv. Complaint Stages

There are typically 3 stages to the complaints procedure that will apply to each complaint scenario.

### Stage 1 - Informal Resolution - Internal

Depending on the circumstances, severity and nature of the issue, the Commission may be able to resolve the complaint by, for example, providing an explanation about why a certain action was taken or a particular decision reached, or by offering an apology and advising of the steps that will be taken to prevent any similar occurrence in the future.

If the matter cannot be resolved there and then, the Commission will always try to respond within 5 working days.

All complaints will be considered for Stage 1 resolution where it is possible and appropriate to do so. Initial assessment of the issue by the lead officer (see Fig 1 below) will include due consideration of the nature, severity and complexity of the alleged breach and whether escalation to a more formal process is required. The complainant will be informed where this is the case.

In reviewing any complaint or issues raised, you may be contacted to provide further information, in writing, to support the resolution or subsequent investigation.

### Stage 2 - Formal - Internal Independent

If matters cannot be resolved informally, where you remain dissatisfied with an outcome, or where there is a greater level of severity or complexity, the matter will be referred to Stage 2 for formal investigation. All complaints that require formal investigation must be provided in writing to the Executive Director.

If at this stage no written complaint has been received, you will be asked to provide this in order to progress the complaint. Where a written complaint has already been received, you may be contacted for further information to support the investigation.

You should provide as much detail as you can about your experience and why you are unhappy. Receipt of your formal complaint will be acknowledged within 5 working days.

The Chair/Executive Director will review the complaint and instigate an internal independent investigation. The aim is to provide you with a full response as quickly as possible and, in any event, within 20 working days.

If the Commission is unable to provide a full response within 20 working days, you will be informed of progress within 20 working days, and then every 20 working days thereafter, until a full response is issued.

If appropriate, you will be advised of any changes or improvements that have been made in light of your complaint.

If your complaint is about the Executive Director your complaint should be referred directly to the Chair.

### Stage 3 - Formal Procedure - External Independent Investigation

If matters cannot be resolved at Stage 2, or where there is a greater level of severity or complexity, the matter will be referred to Stage 3 for formal investigation. The Executive Director, and where appropriate the Chair, will review and determine where this should apply.

Stage 3 involves external independent review and investigation of the complaint. The Executive Director will instigate an investigation and appoint an external, independent organisation to deal with the matter. The appointment of an external investigator will depend on the nature of the complaint but is likely to be organisations who specialise in HR/Legal consultancy and mediation.

The complainant will be informed who will be investigating the complaint and the expected process and timelines. Normally, the Commission would seek to provide a full response within 20 working days from the point at which the complaint is passed to the external investigator. If the Commission is unable to provide a full response within 20 working days, you will be informed of progress within 20 working days, and then every 20 working days thereafter, until a full response is issued.

### Investigation Meetings/Interviews

During the investigation of a complaint there will likely be a requirement to gather evidence and this may include taking witness statements, gathering relevant documents and conducting investigatory meetings or interviews.

Any member of staff taking part in an interview or meeting may be accompanied by a work colleague or a trade union representative.

Investigations, whether involving employees or only members of the Commission, will be conducted based on the principles and guidance outlined in the [ACAS 'Conducting Workplace Investigations' publication](#).

## Appeals

At each stage, you will have the right to appeal if you are dissatisfied with the response received. Appeals should be made in writing to the Chair of the Commission, no later than five working days after you have been notified of the decision, setting out the grounds upon which it is being made.

If the Chair has any involvement in the matter raised, the Executive Director will assign an independent party to manage the appeal. This could include for example, the independent Chair of the ARC, or externally appointed HR/legal consultancy.

You will be notified of how the Appeal will be conducted and, depending on the grounds of appeal, arrangements will be made to gather necessary information and arrange an appeal hearing as required.

The appeal decision of the Chair or other independent nominated individual will be final.

## xvi. Response Timelines

The response timelines referred to above are summarised below.

Stage	Timescales	Responsible
Stage 1	<p>Immediate resolution, in person, or Within a few working days, or Acknowledged within 5 working days, full response within 20 working days</p>	Local Team, lead officer involved, other as appropriate
Stage 2	<p>Receipt acknowledged within 5 working days.  Assessed for further information requirements – additional information request within 5 working days  Full response within 20 working days of receipt of all information.  If the Commission is unable to provide a full response within 20 working days, you will be informed of progress within 20 working days, and then every 20 working days thereafter.</p>	Executive Director/HR
Stage 3	<p>Receipt acknowledged within 5 working days.  Assessed for further information requirements – additional information request within 5 working days,  Full response within 20 working days of receipt of all information.  If the Commission is unable to provide a full response within 20 working days, you will be informed of progress within 20 working days, and then every 20 working days thereafter.</p>	Executive Director/Chair

Whilst investigations should be completed as quickly as is practical, they also need to be sufficiently thorough to be fair and reasonable. A complicated matter may take several weeks to conduct properly. A relatively simple matter may only require a small amount of investigation time for it to be reasonable. The timescales above are designed to be sufficiently robust to accommodate this. A response should ideally be

provided within 20 working days, unless there are circumstances core to the investigation that prevent this from being the case. In any event all efforts should be made to ensure investigations are concluded within a maximum 60 working days. Where any of the above timescales cannot be met, the Commission will inform the complainant and provide a clear explanation and an expectation of a reasonable timescale for progress.

Figure 1.0 Framework for managing Complaints in relation to Compliance with the Code

Scenario	Complaint Source	Stage 1 – Informal/Local	Stage 2 – Formal Internal	Stage 3 – Formal External
1.	Complaints from the public or external stakeholders in relation to an alleged breach of the Code.	Local review, respond or direct to appropriate Lead	Executive Director – instigates formal investigation. If not satisfied move to Stage 3	Refer complainant to SPSO, as internal complaints procedure exhausted.
2.	Complaints from Staff Team members in relation to an alleged breach of the Code.	Executive Director/HR to review and assess for local resolution.	Executive Director – instigates formal investigation	Independently appointed HR/ Legal consultancy – mediation/investigation
3	Complaints from Commission members or Independent members of ARC in relation to a breach of the Code by other Commission members or Independent members of ARC	Executive Director/Chair to review and assess for local resolution.  Note: In the absence of a Chair the Executive Director should assume lead role and progress as required	Executive Director/Chair – instigates formal investigation	Independently appointed HR/ Legal consultancy – mediation/investigation
4	Complaints from Commission members or Independent members of ARC in relation to a breach of the Code by the Executive Director	Chair/HR review and assess for local resolution. If complaint is from the Chair, another Commissioner should	Chair/Commissioner - instigates formal investigation	Independently appointed HR/ Legal consultancy – mediation/investigation

		assume lead role and progress as required.		
5	Complaints from Commission members or Independent members of ARC in relation to a breach of the Code by the Chair	Executive Director/HR to review and assess for local resolution, and whether to refer to another Commissioner.	Executive Director/Commissioner – instigates formal investigation	Independently appointed HR/ Legal consultancy – mediation/investigation



## xvii. Complaint Investigation

When reviewing and conducting investigations at Stage 1 and Stage 2, the Lead officer may refer to HR/SPSO for advice and support in relation to the investigation. This may include a request to carry out all or part of the investigation, through a Senior HR Representative or from the SPSO Director. Depending on the nature and complexity of the issue, external independent support may also be sought.

The level of enquiry and format of the investigation will depend on the nature, complexity and severity of the complaint. However, a full investigation will typically, though not exclusively, take account of the following types of information to establish the facts where possible;

- The complaint and any subsequent clarifications
- Reference to policies, process and procedures, including the Code
- Witness statements where required
- All relevant communications between parties that may have a bearing on the investigation, such as email
- Any previous recommendations relating to similar matters

For complaints that are referred for Stage 3 review, Independent External support will be commissioned to conduct the investigation, provide mediation or provide other relevant interventions that are most relevant or likely to ensure an appropriate resolution.

The Executive Director/Chair will appoint independent external support where necessary.

## xviii. Investigation Findings

Following conclusion of an investigation, a report will be produced that includes all of the facts that were and were not established and whether there are any mitigating factors that require consideration.

The report should be written in a concise and objective style, avoiding jargon and reporting only the facts in relation to the evidence that was collected. Evidence within the report should be organised into uncontested facts (facts not in dispute), contested facts (those not agreed or contradictory), and unsubstantiated claims (where the investigator cannot prove or evidence an allegation).

The report should include the conclusions reached by the party conducting the investigation.

Decisions about how to proceed following the outcome of the investigation will be taken by the party who instigated the investigation, i.e. the Executive Director or the Chair.

#### xix. Enforcement & Sanctions

For members of the Commission, any subsequent findings that cannot be successfully resolved through local agreement, mediation or similar, or where the nature of the breach is such that it is considered a significant contravention of the Code or any of the relevant terms of Schedule 1 of the Scottish Commission for Human rights Act 2006, the matter will be immediately referred to The Scottish Parliamentary Corporate Body (SPCB) by the Executive Director.

A note will be retained on employment files for the standard HR retention period. An overview of numbers and trends in relation to breaches or alleged breaches of the Code will be reported at the Audit & Risk Committee. An overview of particular issues will be reported to SPCB as the appointing body, and an annual report of issues within the Commission will be shared with SPCB.

As distinct from members of the Commission, i.e. the Chair and the Commissioners, any findings from investigations conducted through this Code that relate to the Executive Director, and that may require enforcement or sanction, would be managed through the appropriate internal HR policies and procedures that apply to employees of the Commission.

## 29.4.15. Annex B: Key Principles of Public Life

The Code has been based on the following key principles of public life;

### xx. Duty

I have a duty to uphold the law and act in accordance with the law and the public trust placed in me. I have a duty to act in the interests of the public body of which I am a member and in accordance with the core functions and duties of that body.

### xxi. Selflessness

I have a duty to take decisions solely in terms of public interest. I must not act in order to gain financial or other material benefit for myself, family or friends.

### xxii. Integrity

I must not place myself under any financial, or other, obligation to any individual or organisation that might reasonably be thought to influence me in the performance of my duties.

### xxiii. Objectivity

I must make decisions solely on merit and in a way that is consistent with the functions of the Commission when carrying out public business including making appointments, awarding contracts or recommending individuals for rewards and benefits.

### xxiv. Accountability and Stewardship

I am accountable to the public for my decisions and actions. I have a duty to consider issues on their merits, taking account of the views of others and I must ensure that the Commission uses its resources prudently and in accordance with the law.

### xxv. Openness

I have a duty to be as open as possible about my decisions and actions, giving reasons for my decisions and restricting information only when the wider public interest clearly demands.

xxvi. Honesty

I have a duty to act honestly. I must declare any private interests relating to my public duties and take steps to resolve any conflicts arising in a way that protects the public interest.

xxvii. Leadership

I have a duty to promote and support these principles by leadership and example, and to maintain and strengthen the public's trust and confidence in the integrity of the Commission and its members in conducting public business.

xxviii. Respect

I must respect all other members of the Commission and all employees of the Commission and the role they play, treating them with courtesy at all times. Similarly, I must respect members of the public when performing my duties as a member of the Commission.

## **29.5. Appendix E: Scheme of Delegation**

This paper outlines the delegations from the Board to the Executive Director and the scheme of financial delegation.

### **29.5.1. Commission Delegation to the Executive Director**

1. The Commission delegates to the Executive Director the following matters of regulation and control:
  - 1.1 approving minor drafting amendments to this manual, and
  - 1.2 implementing and updating overall corporate governance arrangements, considering the advice of the Audit and Risk Committee.
  
2. The Board delegates to the Executive Director the following matters of organisation and appointments:
  - 2.1 developing and reviewing the operating model and organisational structure, in consultation with the Board and committees as appropriate, and
  - 2.2 appointing senior staff, in consultation with the Chair, and ensuring the organisational structure is populated with staff with the appropriate skills, expertise and behaviours.
  
3. The Board delegates to the Executive Director the following matters of strategy, business planning and budget:
  - 3.1 preparing the draft strategic plan for approval by the Board and statutory committees and conducting the statutory public consultation
  - 3.2 implementing the strategic plan, and preparing (in consultation with the Board and committees as necessary) and implementing the business plan and annual budget, and
  - 3.3 preparing the annual report and statement of accounts and ensuring these comply with any directions given by the Board.
  
4. The Board delegates to the Executive Director the following operational decisions:

- 4.1 preparing the policy content of strategic documents (in consultation with the Board and committees if the Executive Director considers necessary)
  - 4.2 preparing reports for the Scottish Parliament, the United Nations and the Council of Europe about Scotland's progress and compliance with international human rights instruments, and the statutory reports (in consultation with the Board and committees)
  - 4.3 preparing responses to external consultations of strategic importance, such as a review of our powers or NHRI status (for consultation with the Board and committees)
  - 4.4 implementing the scheme of financial delegation
  - 4.5 making recommendations to the Board and committees about the use of powers via SHRC Act 2006 and UNCRC (Incorporation) Act 2024 likely to have significant resource and risk implications
  - 4.6. using powers or making decisions likely to have resource or risk implications that are in the scope of the annual business plan, and
  - 4.7 developing and implementing strategic policies relating to the discharge of statutory functions (in consultation with the Board and committees if necessary).
5. The Board delegates to the Executive Director the following matters of risk management:
- 5.1 preparing (in consultation with the Board and committees when appropriate) and implementing a risk management strategy and procedures;
  - 5.2 maintaining the strategic risk register, and
  - 5.3 preparing reports on risk management and financial controls and bringing them to the attention of the Audit and Risk Committee and the Board, as appropriate.
6. The Board delegates to the Executive Director the following financial and performance reporting arrangements:
- 6.1 monitoring and reporting on performance, including against:
    - a) strategic and business plan objectives
    - b) any other targets set by the Board, including use of financial resources.

6.2 implementing the framework document with SPCB, and

6.3 preparing and, with the agreement of the Board, presenting the statement of accounts to the Scottish Parliament.

## 29.5.2. Limits of authority:

Documentation	Authorised signatory (or any more senior officer)
Formal Deeds, Agreements, Memoranda and Concordats	Executive Director/Accountable Officer plus Chair where necessary
Formal approval of policy submissions	Executive Director/Accountable Officer, with Chair oversight
Formal approval of general legal and policy content	Executive Director/Accountable Officer, with Chair oversight
Formal approval of international reporting	Executive Director/Accountable Officer, with Chair oversight
Formal approval of SHRC communications content	Executive Director/Accountable Officer, with Chair oversight
Formal approval of SHRC media commentary	Executive Director/Accountable Officer, with Chair oversight
Freedom of Information requests	Executive Director and HoCSPS, HoCP
Freedom of Information requests	Any of the above who did not deal with the original request, or:  Senior representative from L&P



Staffing	Authorised signatory (or any more senior officer)
Approving annual leave, TOIL and flexi-leave requests	Employee's Line Manager
Letters of appointment	Executive Director/Accountable Officer
Letters of regret – no interview	Business Support Officer
Letters of regret – after interview	Business Support Officer
Approval of training requests	Executive Director/Accountable Officer (if budget implication)  Line Manager
Disciplinary Matters	Employee's Line Manager  Executive Director
Staff Objectives	Employee's Line Manager
Staff Performance Reviews	Employee's Line Manager

<b>Correspondence</b>	<b>Authorised signatory (or any more senior officer)</b>
Oral and written correspondence will be dealt with by the particular team member with responsibility for the particular area	Executive Director/Accountable Officer, with Chair oversight as required in line with approved RAG process

Absence provision	Authorised signatory (or any more senior officer)
In the event of the Chair's prolonged planned or unplanned absence (more than four weeks):	SPCB to be informed,  Executive Director /Accountable Officer to cover.
In the event of the Executive Director / Accountable Officer planned absence of two to four weeks or unplanned absence of less than four weeks	Nominated member of SMT, with support from Chair as appropriate
In the event of the Chair's planned absence of two weeks or less:	Executive Director/Accountable Officer
In the event of the Executive Director / Accountable Officer's prolonged leave of absence:	SPCB to be informed  Chair  Supported by SMT
In the event of all members of the management team's prolonged absence	SPCB to be informed.  One of next most senior and longest-serving members of staff (Grade 5) to be appointed senior officer, with oversight by the Chair.

## **29.6. Appendix F Scheme of Financial Delegation**

As a Scottish Parliament Supported Body, our budget is consolidated into the budget of the Scottish Parliament Corporate Body which is subject to parliamentary approval. The budget is then delegated from the SPCB to the Executive Director, as the Accountable Officer.

The Accountable Officer is personally responsible and accountable to the Scottish Parliament for the proper use of public money and resources to deliver the strategic priorities agreed by the Commission. In order to do so, a scheme of financial delegation is approved by the Commission.

Delegation creates the authority to carry out a task or to make a decision. This in turn creates responsibilities and the people to whom authority is delegated are accountable for the decisions they have been asked to make.

Anyone who makes a decision must be confident that they know the scope of their authority and the scheme of delegation aims to set out clearly who has the authority to make various decisions in the SHRC.

### **29.6.1. Key Principles**

Delegations should be in writing so that it can be demonstrated that decisions are taken transparently. This includes any temporary delegations, including when the delegation ceases to have effect.

All decisions taken under delegated authority are open to review and, if required, audit. (The intention is not to develop separate recording systems but to ensure that there is an audit trail of key decisions which is available for review.)

Staff to whom authority is delegated must be clear about what decisions have been delegated to them, the limits of their authority, and that they are accountable for the decisions they make; the letter of delegation will outline the permissions granted and any clarification required should be sought prior to signing to avoid any errors.

The person who delegates responsibility remains accountable for the outcome of the decision or work delegated. (Therefore, they should exercise appropriate management and supervision oversight to ensure they are kept informed about decisions taken under delegated authority through management assurance reports and that any risks arising from the delegation are managed.)

Where a decision has been delegated to a particular role, the role-holder should take the decision. If no person at the relevant level is available to take the decision, their line manager should make the decision. However, where the line manager is the

Executive Director and taking a decision would negate the principle of separation of duties (e.g., considering representations), the role-holder may authorise another member of staff to take the decision in their absence. The authorisation should be in writing. (Staff who take decisions for which they do not have delegated authority need to be aware that they may be subject to disciplinary action).

Where a member of staff thinks that the decision they are required to make is contentious or sensitive, they should escalate the matter to their line manager (i.e., the next most senior person) for advice or decision.

Line managers have discretion to override a delegation which is usually made, i.e., not delegated in a particular instance, but only in exceptional circumstances which must be recorded and explained.

Line managers should investigate immediately any concerns brought to their attention regarding decisions made under delegated authority.

For administrative purposes, this scheme of delegation is managed by the Head of Business Support and Commission Secretariat who is responsible for the annual review of this scheme and for submitting proposed changes for decision to the Executive Director for approval via the ARC Committee.

The scheme will be updated as often as is necessary to ensure it is current.

### 29.6.2. Limits of Authority:

The tables below show the delegation limits applied in the SHRC; these are reviewed on a regular basis.

<b>Purchase Orders for goods and services requested by staff members:</b>	<b>Authorised signatory (or any more senior officer). One of the following other than the requester:</b>
Up to £3,000	Head of Communications & Engagement  Nominated representative from Legal & Policy Team (grade 5);
Up to £5000	Head of Commission Secretariat & Business Support
£5,000 to £30,000	Executive Director/Accountable Officer
£30,000 and over	Both of the following:  Executive Director/Accountable Officer / Accountable Officer

<b>Other financial approvals</b>	<b>Authorised signatory (or any more senior officer)</b>
Spend on Scottish Human Rights Commission credit card	Cardholder
Use of Petty Cash Account – The Commission does not generally hold petty cash, where there is a need for cash this is approved by the Executive Director / Accountable Officer on an exceptions basis	Head of Commission Secretariat & Business Support Executive Director/Accountable Officer
Approval of expenses Claims	Line Manager of expense claim submitter
Monthly review of Bank statements following reconciliation	Head of Commission Secretariat & Business Support Executive Director/Accountable Officer
Monthly review of Payroll Summary	Head of Commission Secretariat & Business Support Executive Director/Accountable Officer
Funding Drawdown request	Head of Commission Secretariat & Business Support Executive Director / Accountable Officer

<b>Invoice authorisation:</b>	<b>Authorised signatory (or any more senior officer) . One of the following other than the requester:</b>
Up to £3,000	Head of Commission Secretariat & Business Support  Nominated representative from Legal & Policy Team (Grade 5);  Head of Communications & Engagement Team
Up to £5000	Head of Commission Secretariat & Business Support
£5000 to £30,000	Executive Director/Accountable Officer
£30,000 and over	Executive Director/Accountable Officer
Electronic Payments, up to £30,000, following invoice authorisation as detailed above	Executive Director / Accountable Officer
Electronic Payments over £30,000, following invoice authorisation as detailed above.	Executive Director / Accountable Officer



<p>Electronic Payments for monthly Payroll only, including salaries, cabinet office (pensions) and HMRC payments</p>	<p>Executive Director/Accountable Officer</p> <p>Note in the absence of the Executive Director / Accountable Officer, in relation to payroll only, and only within 5% maximum variation of standard monthly payroll (currently circa, £46k/month salaries and £22k/month Cabinet Office (pensions) paid simultaneously from Commission's bank account on pay day, plus £23k/month HMRC paid around 20th of following month)</p> <p>Head of Commission Secretariat &amp; Business Support</p>
<p>Cheque Payments over £10,000 following invoice authorisation as detailed above.</p>	<p>Executive Director / Accountable Officer</p>

## **29.7. Appendix G Our Purpose, Vision, Mission and Values**

### **29.7.1. Our Purpose**

**We are Scotland's human rights watchdog.** Our job is to work with people and communities to understand their experiences, hold public bodies to account where human rights are not upheld, and help them to do better.

### **29.7.2. Our Vision**

A fairer Scotland where human rights are respected, understood, and where there is justice when things go wrong.

### **29.7.3. Our Mission**

To be a strong, independent authority that works collaboratively to uphold everyone's human rights in Scotland.

### **29.7.4. Our Values**

We are accessible

We involve people in the work of the Commission on issues that affect their rights, and ensure our work is understood by all.

We are independent

We hold duty bearers to account by monitoring human rights standards in Scotland, the system of accountability, and using our mandate to take action where required. We are accountable to the people of Scotland.

We uphold everyone's human rights

Human rights belong to everyone. We recognise where bias, discrimination and power dynamics have an impact on human rights violations, and we take action on rights and groups most at risk

We educate and engage

We help everyone to understand their human rights and make sure that decision makers are fully supported to develop policy and practice which affect people's rights

We are authoritative, expert and trusted

We keep watch over national and international human rights law to help duty bearers understand the impact of their plans and actions on their human rights obligations, ensuring that this is rooted in rule of law, and easily understood.

## **29.8. Appendix H SHRC/SPCB Governance Framework**

Framework document between the SPCB and the Scottish Human Rights Commission.

### **29.8.1. Introduction**

1. The purpose of the framework is to support the efficient administration of the relationship between the Scottish Human Rights Commission (hereon in referred to as the “Commission”) and the Scottish Parliamentary Corporate Body (“SPCB”). It defines the roles and responsibilities which underpin the relationship between the Commission and the SPCB and forms a key part of the accountability and governance framework. It should be reviewed and updated as necessary.
2. The framework has no legal effect other than by virtue of the legislation to which it refers. It expressly does not restrict the Commission’s powers an independence or the powers conferred upon the SPCB.
3. The framework makes reference to the following associated documents-
  - Officeholders’ Finance Manual;
  - Memorandum to the Accountable Officer; and
  - Budgeting process agreement between the SPCB, the Finance and Constitution Committee and the Commission.

### **29.8.2. Legal Origins And Status Of The Commission**

4. The Commission is established under the Scottish Commission for Human Rights Act 2006.
5. The Commission is a body corporate and is not a servant or agent of the Crown and has no status, immunity or privilege of the Crown.
6. The Commission consist of a member appointed to chair the Commission and not more than 4 other members. The Chair is an individual appointed by Her Majesty on the nomination of the Scottish Parliament. The other members are appointed by the SPCB.

7. The Commission, in the exercise of its functions is not, unless otherwise provided for in the Act, subject to the direction or control of the SPCB, of any member of the Scottish Government or the Parliament.
8. It is a matter for the Commission members to familiarise themselves with their statutory powers and all other statutory provisions applying to their office.

### **29.8.3. SPCB Responsibilities**

9. The SPCB's responsibilities under the Scottish Commission for Human Rights Act 2006 include:

- Commenting on the Commission's draft strategic plan under section 7;
- Giving directions to the Commission under section 15 (form and content of an annual report) and under paragraphs 10 (location of office) of Schedule 1.
- Under paragraph 1 of Schedule 1, appointing the other members of the Commission;
- Determining the Commission members' tenure of office under paragraphs 5, 6 and 6A of Schedule 1;
- Considering the Commission's determinations under paragraphs 8 (acquisition and disposal of land and other property); 11 (staff), 11A (advisers and other services), 12 (sharing of premises, staff services and other resources) of Schedule 1 and under paragraph 5 (witnesses' expenses) of Schedule 2;
- Appointing an Accountable Officer under paragraph 13 of Schedule 1;
- Providing and agreeing funding requirements under paragraphs 13A and 14 of Schedule 1;
- Indemnifying the Commission in respect of any liabilities incurred by it in the exercise of its functions under paragraph 14(1) of Schedule 1.

### **29.8.4. Scottish Human Rights Commission**

10. The Commission's functions are set out in the Scottish Commission for Human Rights Act 2006.
11. The Commission's general duty is to promote human rights and, in particular, to encourage best practice in relation to human rights.

### **29.8.5. Contact With The SPCB**

12. The normal point of contact for the Commission and its staff in dealing with the SPCB is Officeholder Services. Its specific duties include:

- Discharging support responsibilities in line with this framework and ensuring that the support provided to the SPCB and the Commission is suitably flexible, proportionate and responsive;
- Ensuring that the appointment of Commission members is made timeously;
- Undertaking proportionate monitoring through an adequate and timely flow of information on performance in relation to the Strategic Plan and budgeting;
- Alerting, as it considers necessary, the SPCB to any significant problems arising;
- Identifying opportunities for shared services; and
- Informing the Commission of any changes to (relevant) SPCB policies (e.g. HR and Procurement).

### **29.8.6. Role Of Parliamentary Committees**

13. In accordance with Standing Orders of the Parliament, when the Commission lays an annual report, a report following an inquiry, or a draft strategic plan before the Parliament, the document will be referred to the parliamentary committee within whose remit the subject matter of that document falls for consideration.

14. It will be for each committee to determine the degree of scrutiny of these documents within the broader context of the committee's work programme.

### **29.8.7. Accountable Officer**

15. The SPCB is to designate a member of the Commission or of the Commission's staff as the accountable officer (AO). Appointment as the accountable officer is a personal appointment.

16. The AO is answerable to Parliament in respect of the following functions –

- Signing the accounts of the expenditure and receipts of the Commission;

- Ensuring the propriety and regularity of the finances of the Commission; and
- Ensuring that the resources of the Commission are used economically, efficiently and effectively.

17. The specific duties of the AO are set out in the Memorandum to the Accountable Officer.

### **29.8.8. Funding**

18. The Commission must, before the start of each financial year, prepare proposals for its use of resources and expenditure during the year (a “budget”) and, by such date as the SPCB determines, send the budget to the SPCB for approval. The Commission may seek to revise its budget during the year by submitting a revised budget to the SPCB for approval.

19. Further information about the funding process is contained in the document entitled “Budgeting Process Agreement between the SPCB, the Finance and Constitution Committee and the Commission”.

20. The SPCB has the discretion to pay, or not to pay, expenses incurred by the Commission which exceed or are otherwise not covered by its approved budget/revised budget.

21. The Commission is indemnified by the SPCB for any liabilities incurred in the exercise of its functions.

### **29.8.9. Commission's Determinations**

22. The Commission’s determinations under the 2006 Act are subject to the approval of the SPCB.

23. Where the Commission is seeking approval for a determination that is not related to a new statutory function and it will have a significant financial impact on its baseline budget, independent evidence should be submitted as part of the determination. A significant financial impact means (i) 14% of staffing costs for a staffing determination or (ii) 30% of non-staff costs for e.g. an accommodation determination.

24. When the SPCB has all the necessary information to consider the

determination it will respond within 20 working days or as soon as practicable. Where additional information is requested, the 20 working day time-limit will commence when all the necessary information has been received.

### **29.8.10. SPCB Directions To The Commission**

25. The Commission must comply with any direction given by the SPCB under the 2006 Act.
26. The SPCB will consult with the Commission before issuing a direction under paragraph 10 of Schedule 1. The Commission will be invited to consider the proposal and provide comments including the effect, if any, the direction will have on, contracts, liabilities or obligations already entered into by the Commission, and on the ability of the Commission to deliver its statutory functions within published targets and to quality standards.

### **29.8.11. Strategic Planning**

27. The Commission must, in respect of each four-year period, lay before the Parliament a plan (a “strategic plan”) setting out how it proposes to perform its functions during the four-year period.
28. A strategic plan must, in particular, set out –
  - The Commission’s objectives and priorities during the four-year period,
  - How the Commission proposes to achieve them,
  - A timetable for doing so, and
  - Estimates of the costs of doing so.
29. Before laying a strategic plan, the Commission must provide a draft of it to, and invite comments on it from the SPCB, and such other persons as the Commission considers appropriate e.g. a committee of the Parliament.
30. To allow sufficient time for comments to be received and considered, the draft plan will be provided to the SPCB for comment no later than 12 weeks before the laying date, and the SPCB will provide its comments no later than 6 weeks before the laying date.



31. The Commission must lay each strategic plan before the Parliament not later than the beginning of the four-year period to which the strategic plan relates. The Commission must arrange for the publication of each strategic plan laid before the Parliament and ensure it is published on its website.
32. The Commission may, at any time during a four-year period, review the strategic plan for that period and lay a revised strategic plan before the Parliament. Before laying a revised plan, the Commission must have consulted as set out in paragraph 29 above.

### **29.8.12. Annual Reports**

33. Within 7 months after the end of the reporting year, the Commission must lay before the Parliament a report on the performance of the Commission's functions during the reporting year. A reporting year starts on 1 April and ends on 31 March.
34. The report must include -
- a) a summary of any inquiries conducted by the Commission during the reporting year; and
  - b) a summary of any other activities undertaken by the Commission during the reporting year in pursuance of its functions.
35. The Commission must comply with any direction given by the SPCB as to the form and content of its annual report.
36. The Commission must arrange for the publication of each report laid before the Parliament.

### **29.8.13. Other Statutory Duties**

37. The SPCB expects the Commission to meet all other statutory duties applying to its office e.g. the duty to publish information on expenditure under the Public Services Reform (Scotland) Act 2010.

### **29.8.14. New Functions**

38. Where the Commission is approached about proposals for new functions it should ensure that the party promoting the proposal/s contacts the SPCB. The SPCB's role is not to approve or otherwise, the proposal/s – that is the role of the Parliament - but as the body responsible for funding, the SPCB needs to be aware of proposed changes which could have financial implications for its overall budget.

### **29.8.15. Revision Of Framework**

39. The framework will be reviewed and updated as necessary.

40. Any new requirement brought in by legislation will take precedence over any part of this framework.

## **29.9. Appendix I: SPCB Officeholders' Finance Manual**

### **29.9.1. Introduction**

1. This Finance Manual updates the 2005 Financial Memorandum Manual. It has been updated in accordance with the consultation arrangements.
2. While the document does not confer any legal powers or responsibilities, it forms a key part of the accountability and governance framework and should be reviewed and updated as necessary.
3. While legislative provisions will take precedence over any part of the Manual, any question regarding the interpretation of the document will be determined by the SPCB after consultation with the Scottish Human Rights Commission (the "Commission").

### **29.9.2. Relationship Between The SPCB And The Commission**

4. Effective strategic engagement between the SPCB and the Commission is essential in order to ensure that the two parties work together as effectively as possible. This Manual sets out a framework within which the Commission and the SPCB are required to operate to ensure that appropriate funding is available for the Commission to undertake its statutory functions.
5. Both the SPCB and the Commission will take all necessary steps to ensure that their relationship is developed and supported in line with this Manual and the framework document.

### **29.9.3. Accountable Officer**

6. The SPCB must designate a member of the Commission or the Commission's staff as the accountable officer (AO). Appointment as the AO is a personal appointment.
7. The AO is answerable to Parliament in respect of the following functions: -
  - Signing the accounts of the expenditure and receipts of the Commission;
  - Ensuring the propriety and regularity of the finances of the Commission; and

- Ensuring that the resources of the Commission are used economically, efficiently and effectively.
8. The specific duties of the AO are set out in the Memorandum to the Accountable Officer from the SPCB.

#### **29.9.4. Budget Proposals**

9. The Commission's funding forms part of the SPCB's budget requirement and as such, is reported to the Parliament's Finance and Constitution Committee as part of the SPCB's overall budget submission.
10. By such date as determined by the SPCB, the Commission must submit for approval, its budget proposals for the use of resources and expenditure which must include estimates of any income it expects to receive. The Commission has a duty to ensure that all resources are used economically, efficiently and effectively and a statement confirming that this requirement has been complied with must be included as part of the budget submission.
11. The Commission may, in the course of a financial year, prepare a revised budget and send it to the SPCB for approval. The revised budget must contain a full explanation of why a revised budget is being submitted and a statement confirming that the resources will be used economically, efficiently and effectively. The SPCB may seek additional information and/or invite the Commission to discuss its revised budget.
12. Should there be any disagreement over a budget or revised budget, the Finance Committee will consider the matter and may make recommendations for resolution to the Parliament. Further information is contained in the "Budgeting Process Agreement between the SPCB, The Finance and Constitution Committee and the Scottish Commission for Human Rights".

#### **29.9.5. Approved Budget**

13. Once the Budget Bill is passed by the Parliament, the SPCB will send the Commission a formal statement advising it of its approved budget provision.
14. Some elements of expenditure such as the Commission members' salary costs and corporate card expenditure will be incurred directly by the SPCB and

charged against the Commission's budget. To meet all other expenditure, the Commission will draw down funding on a monthly basis according to need. The total funding drawn down and the costs incurred directly by the SPCB, must not exceed the approved budget.

15. Transfers of significant budgetary provision between different budget headings requires the prior approval of the SPCB.

### **29.9.6. Funding From The SPCB**

16. Funding should be according to need.

17. At the start of the financial year, the Commission is required to complete a forecast funding template setting out how it intends to phase the drawdown of its approved budget.

18. Funding will be paid to the Commission in monthly instalments on the basis of a written application. The written application shall certify that the conditions applying to the use of funding have been observed to date and that further funding is required for purposes appropriate to the Commission's functions.

19. In practice, the Commission will submit, on a monthly basis, an application for funding which must provide the SPCB with the following information-

- Forecast outturn by agreed headings against budget;
- The amount to be drawn down; and
- Current bank balance.

20. Cash balances should be kept at the minimum level consistent with the efficient operation of the Commission's Office and details of the Commission's bank account balance should be included on the funding request form submitted monthly to the SPCB's Finance Office.

21. Cash balances accumulated during the course of the year from funding or other Exchequer funds should be kept at the minimum level consistent with the efficient operation of the Commission. Cash balances at 31 March should be no higher than 1/12th of the non-staff costs element of the Commission's approved budget for any given year. The Commission must inform Officeholder Services, on a monthly basis what its cash balance is and if at 31 March it exceeds 1/12th of

non-staff costs then the Commission must either return the excess funds to the SPCB or adjust its drawdown. Funding recovered/adjusted, will be added to the Officeholders' Contingency Fund.

22. Budgeted funding not drawn down by the end of the financial year will lapse.
23. Where the Commission anticipates an underspend in its approved budget, it must notify the SPCB in writing as soon as possible to enable the funding to be surrendered.

### **29.9.7. Financial Information To The Commission**

24. The SPCB shall, on a monthly basis, provide to the Commission with details of any costs that it pays directly on its behalf e.g. salary costs and corporate card expenditure.
25. The monthly report will also contain information on expenses claimed by the Commission members. These costs are recovered by the SPCB through an invoice raised on a quarterly basis.

### **29.9.8. Contingency Funding**

26. The SPCB has established a Central Contingency Fund for Officeholders to eliminate the need for each officeholder having to include funding for contingencies in their separate budgets. Where funding is required for unplanned or unexpected expenditure on a one-off basis, and the costs cannot be met from the Commission's approved budget, the Commission may submit to the SPCB, a request for contingency funding (see the Memorandum of Understanding between the SPCB and the Commission on Access to the Officeholders' Contingency Fund).
27. Contingency funding from the Officeholders' Contingency Fund may be available for e.g. legal advice/representation; temporary staff cover for maternity absences and projects to improve efficiency and effectiveness and for any other unforeseen circumstance. Applications will be considered by the SPCB on a case-by-case basis.

### **29.9.9. Commission's Determinations**

28. The Commission's determinations under the Scottish Commission for Human Rights Act 2006 are subject to the approval of the SPCB.
29. Adviser costs which have been identified and approved by the SPCB as part of the Commission's approved budget do not require further approval.
30. All other adviser costs in excess of £5k (excluding VAT) must be approved by the SPCB.
31. All adviser payments must be reported to the SPCB quarterly against budget assumptions using the template provided at Annex B.

### **29.9.10. Income Generation**

Under Section 3 of the Scottish Commission for Human Rights Act 2006, the Commission may charge reasonable fees for anything done by it for the purposes of its general duty e.g. organising a training event and charging delegates a fee to attend. Any income generated must be used to offset the expenditure incurred by the Commission in e.g. organising the training event. The resources used, and the proceeds of the charges made, should be properly recorded and accounted for.

32. Income generation should not be to the detriment of the Commission's fulfilment of its primary responsibilities and core functions. Novel or contentious proposals for new sources of income or methods of fundraising must be approved by the SPCB.
33. The use of income generation to fund expenditure not previously approved by the SPCB requires separate authorisation.
34. Receipts from the reimbursement of e.g. court fees should be notified to the SPCB in writing and the Commission should make arrangements to transfer the money back to the SPCB, or seek permission to either, reduce its monthly drawdown or if the amount is significant, its overall budget.

### **29.9.11. Unconventional Financing**

35. The Commission shall not enter into any unconventional financing arrangement.

### **29.9.12. Financial Investments**

36. The Commission shall not make any investments in traded financial instruments nor build up cash balances or net assets in excess of what is required for operational purposes.

### **29.9.13. Leasing**

37. The Commission may acquire and dispose of land and other property and enter into contracts. The Commission's power to acquire and dispose of land is subject to SPCB approval.

38. Before entering into any lease (including an operating lease) the Commission should consider if the lease offers better value for money than purchase or a rental agreement.

### **29.9.14. Lending, Guarantees, Indemnities, Contingent Liabilities, Letters Of Comfort**

39. The Commission shall not lend money or allow any charges to be taken over assets. The Commission should ensure that when essential, any guarantee, indemnities, letters of comfort, or any other contingent liability (as set out in the Scottish Public Finance Manual's section on [Contingent Liabilities](#)), are not in a legally binding form.

### **29.9.15. VAT**

40. It is for the Commission to determine, in consultation with HM Revenue and Customs, the organisation's VAT status.

### **29.9.16. Register Of Assets**

41. The Commission must maintain an accurate and up-to-date register of fixed assets.

### **29.9.17. Disposal Of Assets**

42. The Commission should dispose of assets which are surplus to requirements. Assets shall be sold for best price, taking into account any costs of sale. High



value assets should be sold by auction or competitive tendering and in accordance with the [Scottish Public Finance Manual - Disposal of Assets](#).

43. The Commission may normally retain receipts derived from the sale of assets unless they are significant and additional to that planned in its approved budget. Consultation with the SPCB will be required over the budget position and whether a surrender of budget is required.

### **29.9.18. Insurance**

44. The Commission must ensure that it meets its statutory obligations in respect of Employer's Liability Insurance and any such other insurance. In considering the need for insurance, the Commission should refer to the guidance contained in the [Scottish Public Finance Manual](#).

### **29.9.19. Timeliness In Paying Bills**

45. The Commission should comply with the Prompt Payers Code and the Late Payment of Commercial Debts (Interest) Act 1998. In line with the wider public sector, recording and reporting of payment performance on a 10-day basis on a voluntary basis is recommended.<sup>6</sup>
46. The Commission should collect receipts and pay all matured and properly authorised invoices in accordance with the terms of contracts or within 30 days, set out in the Scottish Public Finance Manual section on [Expenditure & Payments](#).

### **29.9.20. Procurement Of Goods And Services**

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<sup>6</sup> The target under the Prompt Payers Code is for payment to be made within agreed payment terms or 30 days of receipt of invoices not in dispute for goods and services received. The 1998 Act allows creditors to claim statutory interest and compensation on late payment of commercial debts.

47. The Commission's procurement policies should reflect best practice (see the [Procurement](#) section in the Scottish Public Finance Manual) and it should ensure that it complies with any relevant EU or other international procurement rules.
48. Contracts for works, equipment, goods and services must be awarded through genuine and effective competition unless there are exceptional reasons for not doing so. The Commission must retain a written record of its decisions.
49. All procurement activity should be focussed on the delivery of value for money; conducted to high professional standards, in accordance with relevant guidance and to the relevant legal requirements.
50. Under the shared services agenda, the SPCB will circulate to the Commission on a quarterly basis, details of forthcoming procurement exercises. The Commission will be invited to note an interest in any contracts that it would like to have access to as a named party.

#### **29.9.21. Gifts**

51. The Commission may retain any gifts but should consider if there are any associated costs in doing so or any conflicts of interest arising. The Commission must keep a written record of any such gifts, bequests and donations and of their estimated value and whether they are disposed of or retained.

#### **29.9.22. Interest Earned**

52. Interest earned by the Commission on assets may be retained and treated as part of the net budget.

#### **29.9.23. Banking**

53. The AO is responsible for ensuring that the banking arrangements for the Commission are in accordance with the requirements of the [Banking](#) section of the Scottish Public Finance Manual. In particular the AO should ensure that the arrangements safeguard public funds and are carried out efficiently, economically and effectively.
54. The Commission should therefore ensure that-

- arrangements are suitably structured and represent value-for-money and are reviewed at least every two years, with a comprehensive review, usually leading to competitive tendering, at least every three to five years;
- cash reserves held during the course of the year are kept to the minimum level and at the end of the financial year, the cash balance is no higher than 1/12th of the element for non-staff costs in the Commission's approved budget; and
- appropriate steps are taken to prevent fraud on the Commission's bank account and transactions; that adequate records are maintained of payments and receipts, and adequate facilities are available for the secure storage of cash held on the premises.

#### **29.9.24. Risk Management**

55. The Commission should ensure that its internal control systems include arrangements for identifying, assessing and managing risks. Further guidance on risk management is available in the Orange Book published by HM Treasury at [UK Government | Orange Book](#)
56. The Commission's reporting arrangements should ensure that the SPCB is made aware of relevant risks and how they are being managed.

#### **29.9.25. Fraud Prevention And Whistleblowing**

57. The Commission should adopt and implement policies and practices to safeguard itself against fraud and theft (see the [Fraud](#) section of the Scottish Public Finance Manual).
58. Application of these processes must be monitored actively, supported by a fraud response plan and robust reporting arrangements. This includes the establishment of avenues to report any suspicions of fraud.
59. In addition, the Commission should take risk-based and proportionate steps to appraise the financial standing of any supplier or other body with which it intends to enter into a contract.

#### **29.9.26. Staff Management**

60. The Commission may appoint staff on such terms and conditions as it determines, subject to SPCB approval.

61. Where the Commission is seeking approval for a staffing determination that will have a significant and ongoing financial impact on its baseline budget – and the need for additional staff is not as a result of a new statutory function – then the Commission may submit a determination to the SPCB for its consideration.
62. The determination must be supported by a report/statement from an independent source which provides an objective and independent view on the request. This is to provide the SPCB with an assurance that there is a long-term requirement for additional staff. For the purpose of a staffing determination, a significant financial impact means 14% of total staffing costs.
63. The SPCB may seek additional written information from the Commission or invite the Commission to appear before it.
64. The Commission has responsibility for the recruitment and retention of its staff. The broad responsibilities toward its staff are to ensure that-
- personnel policies, practices and systems comply with employment and equalities legislation, and standards expected of public sector employers;
  - the level and structure of its staff, including grading and staff numbers, are appropriate to its functions and the requirements of economy, efficiency and effectiveness;
  - staff performance at all levels is appraised annually and performance measurement systems are reviewed from time to time;
  - staff are encouraged to acquire the appropriate professional, management and other expertise necessary to achieve the Commission's objectives;
  - proper consultation with staff takes place on key issues affecting them;
  - adequate grievance and disciplinary procedures are in place;
  - whistle-blowing procedures consistent with the Public Interest Disclosure Act 1998 are in place; and
  - a Code of Conduct for staff is in place.

### **29.9.27. Staff Pensions, Redundancy And Compensation**

65. Subject to the approval of the SPCB, the Commission may make arrangements for the payment of staff pensions.
66. Any proposal by the Commission to move from the existing pension arrangements for its staff or to pay any redundancy or compensation for loss of office/employment, requires the approval of the SPCB. Proposals on severance payments must comply with the [Settlement Agreements](#) (severance, early retirement and redundancy terms) section of the Scottish Public Finance Manual.

### **29.9.28. Internal Audit**

67. The Commission should ensure that a sound system of internal control is put in place that supports the achievements of the organisation's policies, aims and objectives whilst safeguarding public funds and assets.
68. Internal audit should provide an independent and continuing appraisal of the organisation's internal control system to provide the AO with a continuing assurance that the organisation's internal control systems are adequate and effective. The operation and conduct of internal audit should comply with the standards contained in the [Public Sector Internal Audit Standards](#) and the [Internal Audit](#) section of the Scottish Public Finance Manual.

### **29.9.29. External Audit**

69. The Commission's statutory auditor is the Auditor General for Scotland (AGS) or examiners so appointed, who shall examine, certify and report on each statement of account sent.
70. The final accounts including the Independent Auditor's Report must be laid not later than 9 months after the end of the financial year to which the accounts relate. The laying process is arranged via Scottish Ministers who are also responsible for publishing the accounts.
71. The AGS, or examiners appointed by the AGS, may carry out examinations into the economy, efficiency and effectiveness with which the Commission has used its resources in discharging its functions.

### **29.9.30. Annual Accounts**

72. The Commission must keep proper accounting records and other records in relation to the accounts and prepare a statement of accounts for each financial year in the form set out in the Accounts Direction issued by Scottish Ministers.
73. The draft accounts shall be submitted for audit not later than 6 months after the end of the financial year to which the accounts relate.
74. The Commission must make the audited accounts available for inspection, free of charge, if so requested.

### **29.9.31. Audit Advisory Board (Or Equivalent)**

75. The Commission should meet with its Audit Advisory Board or equivalent, prior to the signing of its annual accounts and the publication of its Annual Report.

### **29.9.32. Governance Statements**

76. A Governance Statement, for which the AO takes personal responsibility, is a key feature of the organisation's annual report and accounts. It should cover the accounting period and the period up to the date of signature and provide the reader with a clear understanding of the organisation's internal control structure and its management of resources. The statement should be informed by work undertaken throughout the period to gain assurance about performance and risk management, providing an insight into the organisation's risk profile and its responses to identified and emerging risks.
77. Further information on governance statements including the essential features can be found in the Scottish Public Finance Manual at [governance statements](#)

### **29.9.33. Certificates Of Assurance**

78. Certificates of Assurance support the signing of the governance statement. To enable the AO to sign the governance statement, he/she requires assurances on the maintenance and review of internal control systems within or affecting their area of responsibility. Internal control systems comprise the whole network of systems established in an organisation to provide assurance that organisational objectives will be achieved, with particular reference to:

- risk management;

- the effectiveness of operations;
- the economical and efficient use of resources;
- compliance with applicable policies, procedures, laws and regulations;
- safeguards against losses, including those arising from fraud, irregularity or corruption; and
- the integrity and reliability of information and data.

79. As the Commission's funding forms part of the SPCB's overall expenditure, the Commission is required to send a copy of its Certificate of Assurance to the Clerk of the Parliament. This is to enable the Clerk, as the Principle Accountable Officer, to sign the SPCB's Governance Statement.

80. Officeholder Services will inform the Commission when its Certificate of Assurance should be submitted.

#### **29.9.34. Revision Of Manual**

81. The manual should be formally reviewed at least every 3 years to ensure compliance with the Scottish Public Finance Manual. Any new requirement brought in by legislation will take precedence over any part of the manual.

## 29.9.35. Annex A

### Relevant Documents

- Any recommendation made by the Public Audit and Post-legislative Scrutiny Committee or other Parliamentary authority which has been accepted by the Government and is relevant to the Commission;
- Budgeting Process Agreement between the SPCB, the Finance and Constitution Committee and the Scottish Human Rights Commission;
- Financial Reporting Manual: [HM Treasury | The Government Financial Reporting Manual](#)
- Memorandum of Understanding between the SPCB and the Commission on Access to the Officeholders' Contingency Fund;
- Memorandum to the Accountable Officer from the SPCB;
- Orange Book published by HM Treasury [UK Government | Orange Book](#)
- [Scottish Government | Scottish Public Finance Manual](#)
- Template for reporting adviser costs (attached at Annex B)



**29.9.36. Annex B**

## Template for Reporting Adviser Payments

<b>Advisers</b>	<b>Approved Budget</b> £	<b>Q1 Expenditure</b> £	<b>Q2 Expenditure</b> £	<b>Q3 Expenditure</b> £	<b>Q4 Expenditure</b> £	<b>Total Expenditure</b> £
e.g. Auditors						
Legal advisers						

xxix. SPCB Memorandum of Understanding to Accountable Officer

Budget Process Agreement – SPCB, SHRC, FCC

Budgeting process agreement between the SPCB, the Finance and Constitution Committee and the Scottish Commission for Human Rights

1. The purpose of this Memorandum is to set out an understanding between the Scottish Parliament Corporate Body (SPCB), the Finance and Constitution Committee and the Scottish Human Rights Commission (the “Commission”) in relation to administrative arrangements to be observed in connection with the annual budgeting process.
2. This is not intended to create any legal rights or obligations on any of the parties.

Scottish Commission for Human Rights Act 2006

3. Paragraph 14(1) of Schedule 1 to the Scottish Commission for Human Rights Act 2006 provides that the SPCB will pay the remuneration and allowances of each member of the Commission and any expenses properly incurred by the Commission in the exercise of its functions so far as these expenses are not met out of sums retained and applied for any services it provides.
4. The Commission must before the start of each financial year, prepare budget proposals and send the budget to the SPCB for approval. The Commission may, in the course of a financial year, prepare a revised budget for the remainder of the year and send it to the SPCB for approval.
5. In preparing a budget or revised budget, the Commission must ensure the resources will be used “economically, efficiently and effectively”. The Commission’s budget or revised budget must contain a statement confirming that it has complied with this duty.
6. The SPCB has designated the Chair of the Commission as the accountable officer (AO) and she is required to account for, and answer to, the Parliament for the budget allocated to the Commission.

SPCB’S Role

7. The SPCB approves the Commission's budget. The SPCB will determine the date when the budget proposals should be submitted and following scrutiny by the SPCB, the budget proposals will be forwarded to the Finance and Constitution Committee for consideration as part of the SPCB's overall budget.
8. The SPCB may require the Commission to provide it with supplementary written evidence or invite the Commission to meet with it to discuss the budget proposals. Where the budget proposals seek significant funding for e.g. additional staff, capital etc, a business case must also be submitted. The SPCB will expect the business case to include evidence in support of the proposal from an independent source.
9. If the Commission submits a revised budget in the course of a financial year, the SPCB must consider the request. If the request cannot be met from SPCB resources, the SPCB will put forward a Budget Revision to the Finance and Constitution Committee for its consideration.

#### Finance and Constitution Committee's Role

10. The Finance and Constitution Committee will consider the Commission's budget proposals as part of the Committee's scrutiny of the SPCB's overall budget. The Chair of the Commission as the AO will give evidence in person to the Committee if required.
11. The Finance and Constitution Committee will consider the SPCB's request for an in-year Budget Revision
12. If the SPCB proposes changes to the budget which, in the Commission's opinion could affect its ability to discharge its functions, the Commission will notify the Finance and Constitution Committee in writing. The Finance and Constitution Committee is required to consider any such matter and make recommendations for resolution to the Parliament.

## Contingency Fund Protocol

### Memorandum of Understanding between the Scottish Parliamentary Corporate Body and the Scottish Human Rights Commission on Access to the Officeholders' Contingency Fund

1. This is a Memorandum of Understanding between the Scottish Parliamentary Corporate Body ("SPCB") and the Scottish Human Rights Commission ("the Commission") on access to the Officeholders' Contingency Fund.
2. The fund is held by the SPCB for exceptional one-off expenditure which cannot be met from an officeholder's approved budget for any given year.
3. Requests for contingency funding can be made at any time of the year but funding should not normally be drawn down until it is clear that the expenditure cannot be met in full or part from savings made throughout the year.
4. Accordingly, the following procedure should be followed-
  - 4.1 The Commission must submit to the SPCB, for its consideration, an application (attached at Annex A) setting out the purpose of the funding and the estimated cost. For requests which exceed 10% of the Commission's approved budget, a detailed business case must also be provided.
  - 4.2 When the SPCB has all the necessary information it will consider the request and respond within 20 working days.
  - 4.3 Where a request for contingency funding is received after all the funding has been allocated from the Officeholders' Contingency Fund, the SPCB will consider whether it is possible to meet the request from its overall budget.
  - 4.4 Where additional funding cannot be met from the SPCB's resources a bid for additional funding will be submitted to the Finance and Constitution Committee as part of the in-year budget revision process.
5. Any funding from the Officeholders' Contingency Fund shall be regarded as additional funding and should be applied only to the extent and for the purpose/s so authorised.
6. If, at any time following the authorisation of additional funding, the Commission is satisfied that the costs to be incurred are likely to be less than the sum requested, then the Commission must immediately advise the SPCB. Any contingency funding drawn down which is surplus to requirements must be

returned to the SPCB. Any funding surrendered will be returned to the Officeholders' Contingency Fund.

7. If the Commission's application for contingency funding is refused then the Commission may submit a revised budget which will be considered in line with the budget process agreement between the SPCB, the Finance and Constitution Committee and the Commission.

**29.9.37. Annex C**

<b>Request for additional funds from the officeholders' contingency fund</b>	
Purpose of Funding	
Estimated Cost of Funding	£
Total Funding Requested	£
Additional Information (timing etc.)	

Certified by (name):	
Office held:	
Date:	

## **29.10. Appendix J: Corporate Policies as they impact on the role and function of the Commission**

It is intended that so far as is reasonably practicable the Commission will seek to mirror, as appropriate, the policies and procedures adopted and amended from time to time by the Scottish Parliament Corporate Body (SPCB)

While Commissioners have no executive or managerial responsibility for the day-to-day work of Commission staff (apart from the supervision of the Executive Director through the Chair), Commissioners should be aware of the SHRC Employee Handbook, its contents, and associated policies as they impact on the role and function of the Commission:

SHRC policies and procedures which address the following are of most relevance:

Leave and Attendance

Recording, Reporting and Planning

Learning and Development

Health and Safety

Travel and Subsistence

Support and Supervision

Data Governance

Equity, Diversity and Inclusion

Freedom of Information

Note: The Employee Handbook and associated policies are under review and an updated version will be approved in 2024-25.



## 29.11. Appendix K: Statutory Authority

Extract from the Scottish Commission for Human Rights Act 2006

### 2. General functions

#### General duty to promote human rights

(1) The Commission's general duty is, through the exercise of its functions under this Act, to promote human rights and, in particular, to encourage best practice in relation to human rights.

(2) In this Act, “human rights” means—

(a) the Convention rights within the meaning of section 1 of the Human Rights Act 1998 (c. 42), and

(b) other human rights contained in any international convention, treaty or other international instrument ratified by the United Kingdom.

(3) In this section, “promote”, in relation to human rights, means promote awareness and understanding of, and respect for, those rights.

(4) In deciding what action to take under this Act in pursuance of its general duty, the Commission must have regard, in particular, to the importance of exercising its functions under this Act in relation to—

(a) the Convention rights, and

(b) human rights of those groups in society whose human rights are not, in the Commission's opinion, otherwise being sufficiently promoted.

#### Information, guidance, education etc.

(1) For the purposes of its general duty, the Commission may—

(a) publish or otherwise disseminate information or ideas,

(b) provide advice or guidance,

(c) conduct research,

(d) provide education or training.

(2) The Commission may charge reasonable fees in connection with anything done by it or on its behalf under subsection (1).

(3) Sums paid to the Commission in respect of fees charged under subsection (2) are to be retained by it and applied to meet expenses incurred by it in doing anything under subsection (1).

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#### 4 Monitoring of law, policies and practices

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(1) For the purposes of its general duty, the Commission may review and recommend changes to—

(a) any area of the law of Scotland, or

(b) any policies or practices of any Scottish public authorities.

(2) The Commission must consult the Scottish Law Commission before undertaking a review of any area of the law under subsection (1)(a).

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#### 5 Power to co-operate etc. with others

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(1) The Commission may, in the exercise of any of its functions—

(a) consult,

(b) act jointly with,

(c) co-operate with, or

(d) assist,

any other person.

(2) The Commission must seek to ensure, so far as practicable, that any activity undertaken by it under this Act does not duplicate unnecessarily any activity undertaken by any other person under any other enactment.

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#### 6 No power to assist in claims or legal proceedings

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(1) The Commission may not provide assistance to or in respect of any person in connection with any claim or legal proceedings to which that person is or may become a party.

(2) In subsection (1), “assistance” includes advice, guidance and grants.

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## Inquiries

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### 8 Power to conduct inquiries

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(1) The Commission may, in relation to any matter relevant to its general duty, conduct an inquiry into the policies or practices of—

- (a) a particular Scottish public authority,
- (b) Scottish public authorities generally, or
- (c) Scottish public authorities of a particular description,

in connection with the matter.

(2) Subsection (1) is subject to section 9.

(3) The matter in relation to which an inquiry is conducted is referred to in this Act as the “subject matter” of the inquiry.

(4) Before taking any step in the conduct of an inquiry, the Commission must—

(a) draw up—

- (i) terms of reference for the proposed inquiry, and
- (ii) a summary of the procedure to be followed in the conduct of the inquiry,

(b) give notice of—

- (i) the proposed inquiry,
- (ii) its terms of reference, and
- (iii) the summary of procedure,

to each relevant Scottish public authority, and

(c) publicise—

- (i) the proposed inquiry,
- (ii) its terms of reference, and
- (iii) the summary of procedure,

in such manner as it considers appropriate to bring them to the attention of any other persons likely to be affected by the inquiry.

(5) An inquiry is to be conducted in public except to the extent that the Commission considers it necessary or expedient that any part of the inquiry should be conducted in private.

(6) Otherwise, the procedure to be followed in the conduct of an inquiry is to be such as the Commission may determine.

(7) In subsection (4)(b), “relevant Scottish public authority” means, in relation to a proposed inquiry, any Scottish public authority—

(a) which the Commission considers is likely to be required under section 10(1) to give evidence, produce documents or provide information for the purposes of the inquiry, or

(b) any of whose members, officers or staff the Commission considers is likely to be so required.

#### 9 Restrictions as to scope of inquiry

(1) The Commission may not, in the course of an inquiry (including the report of the inquiry), question the findings of any court or tribunal.

(2) The Commission may conduct an inquiry into the policies and practices of a particular Scottish public authority only if—

(a) the authority is the only Scottish public authority with functions in relation to the subject matter of the inquiry, or

(b) the subject matter of the inquiry is about whether the human rights specified in subsection (6) are being respected by the authority.

(3) The Commission may not conduct an inquiry into the policies and practices of any Scottish public authority in relation to a particular case.

(4) However, subsection (3) does not prevent the Commission taking such policies and practices into account in the course of an inquiry.

(5) The Commission may conduct an inquiry in relation to the management or operation of a particular institution only if—

(a) the institution is the only one of its kind in Scotland, or

(b) the subject matter of the inquiry is about whether the human rights specified in subsection (6) are being respected at the institution.

(6) The human rights referred to in subsections (2)(b) and (5)(b) are those contained in the following, so far as ratified by the United Kingdom, namely—

(a) the United Nations Convention against Torture and other Cruel, Inhuman or Degrading Treatment or Punishment adopted by Resolution 39/46 (10th December 1984) of the General Assembly of the United Nations,

(b) the European Convention for the Prevention of Torture and Inhuman or Degrading Treatment or Punishment, done at Strasbourg on 26th November 1987,

(c) any protocol to those Conventions, and

(d) such other international conventions, treaties or other international instruments as Her Majesty may by Order in Council specify for the purposes of this section.

(7) No recommendation to make an Order in Council under subsection (6)(d) is to be made to Her Majesty in Council unless a draft of the Order has been laid before and approved by resolution of the Parliament.

(8) In this section, “institution” means a prison, hospital, school, college, care home or other such establishment.

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## 10 Evidence

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(1) For the purposes of an inquiry, the Commission may require any person specified in subsection (2) to—

(a) give oral evidence,

(b) produce documents, or

(c) otherwise provide information,

relevant to the subject matter of the inquiry.

(2) Those persons are—

(a) any Scottish public authority,

(b) any member, officer or member of staff of a Scottish public authority who, in the opinion of the Commission, is able to give the evidence, supply the information or produce the documents.

(3) The Commission may, in the course of an inquiry, take into account any evidence, information or document which it has obtained otherwise than by virtue of a requirement imposed under subsection (1), provided the evidence, information or document is relevant to the subject matter of the inquiry.

(4) A person is not required under this section to answer any question, produce any document or provide any information which the person would be entitled to refuse to answer, produce or provide in proceedings in a court in Scotland.

(5) In section 34(2) of the Legal Aid (Scotland) Act 1986 (c. 47) (which specifies the purposes for which the restriction in section 34(1) of that Act on disclosure of information furnished to the Scottish Legal Aid Board does not apply), after paragraph (d) insert—

“(e) for the purposes of an inquiry by the Scottish Commission for Human Rights under section 8 of the Scottish Commission for Human Rights Act 2006 (asp 16).”.

(6) Schedule 2 makes further provision in connection with requirements under subsection (1).

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#### 11 Places of detention: powers of entry, inspection and interview

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(1) For the purposes of an inquiry, the Commission may—

(a) enter any place of detention for the purpose of exercising any power under paragraph (b) or (c),

(b) inspect the place of detention, and

(c) conduct interviews in private with any person detained there, with that person's consent.

(2) In this section, “place of detention” means any premises, vehicle or other place in or at which an individual is or may be detained by, or with the authority or consent of, a Scottish public authority.

(3) For the purposes of subsection (2), an individual is detained in or at a place if he or she is imprisoned there or otherwise deprived (to any extent) of his or her liberty to leave the place.

(4) For the purposes of subsection (1)(c), an interview is in private if it is out with the hearing of any person involved in the management or control of the place of detention or working at the place of detention.

(5) Schedule 3 makes further provision in connection with the exercise of the powers under subsection (1).

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## 11A

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### Advisers and other services

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(1) The Commission may obtain advice, assistance or any other service from any person who, in the opinion of the Commission, is qualified to give it.

(2) The Commission may pay to that person such fees and allowances as it determines.

(3) Any payment under sub-paragraph (2) is subject to the approval of the Parliamentary corporation.]

Extract from the United Nations Convention on the Rights of the Child  
(Incorporation) (Scotland) Act 2024

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### Power for Scottish Commission for Human Rights to bring or intervene in proceedings

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#### 12 Power for Scottish Commission for Human Rights to bring or intervene in proceedings

(1) The Scottish Commission for Human Rights Act 2006 is amended as follows.

(2) After section 4 insert—

“4A Proceedings under the United Nations Convention on the Rights of the Child  
(Incorporation) (Scotland) Act 2024

For the purposes of its general duty, the Commission may—

(a) bring proceedings under section 7(1)(a) of the United Nations Convention on the Rights of the Child (Incorporation) (Scotland) Act 2024,

(b) intervene in proceedings in which a person claims that a public authority has acted (or proposes to act) in a way which is made unlawful by section 6(1) of that Act.”.

(3) In section 6 (no power to assist in claims or legal proceedings), after subsection (2) insert—

“(2A) Subsections (1) and (2) do not apply to proceedings brought or intervened in by the Commission under section 4A.”.



## **29.12. Appendix L – Shared Services Agreement between Scottish Human Rights Commissioner and Scottish Public Service Ombudsman**



### xxx. Introduction

#### SPSO

The Scottish Public Services Ombudsman (SPSO) has a wide remit, covering a variety of functions and services. Her powers and duties come from the Scottish Public Services Ombudsman Act 2002 which gives her four distinct areas of statutory functions:

1. the final stage for complaints about most devolved public services in Scotland including councils, the health service, prisons, water and sewerage providers, Scottish Government, universities and colleges (PSC Complaints)
2. specific powers and responsibilities to publish complaints handling procedures, and monitor support best practice in complaints handling (MCHP)
3. Independent Review Service for the Scottish Welfare Fund with the power to overturn and substitute decisions made by councils on Community Care and Crisis Grant applications (SWF)
4. the Independent National Whistleblowing Officer for the NHS in Scotland (INWO)

Details of the Ombudsman's team are available at [Senior management | SPSO](#)

The Ombudsman's most recent Annual Report is available at: [Annual Reports | SPSO](#)

#### SHRC

The Scottish Human Rights Commission is an independent public body, accountable to the people of Scotland through the Scottish Parliament. The Commission has a general duty to promote awareness, understanding and respect for all human rights – economic, social, cultural, civil and political – to everyone, everywhere in Scotland, and to encourage best practice in relation to human rights. Our full duties and powers are set out in the Scottish Commission for Human Rights Act 2006.

The Commission is accredited as an 'A Status' National Human Rights Institution (NHRI) within the United Nations (UN) system. This means we can report directly to the UN on human rights issues. We are the only Scottish organisation that can make direct contributions to the UN Human Rights Council. The Commission has powers to recommend changes to law, policy and practice; promote human rights through education, training and publishing research; and to conduct inquiries into the policies and practices of Scottish public authorities.

Details of the Chair and Commissioners are available at: [Scottish Human Rights Commission | People](#)

The Commission's most recent Annual Report is available at: [Scottish Human Rights Commission | Publications](#)

## xxxi. Memorandum of Understanding

### Shared Services

1. The SHRC is accommodated in Bridgeside House with full facilities support, shared with Scottish Biometrics Commissioner and the Children and Young People's Commissioner Scotland under a lease held by the Scottish Public Services Ombudsman. The SHRC is also on the SCOTS network.
2. In addition, the SPSO are able to offer shared corporate services support as follows:

#### 2.1 Finance administration

2.2 Finance management, including monthly and annual accounts through a contracted accountant service

#### 2.3 Payroll

2.4 HR support services, including recruitment support

2.5 Learning and development activities support

2.6 ICT and Cyber Security advice and support

2.7 Governance advice and support

xxxii. Foundation agreements

3. SPSO have agreed the following assumptions for the shared services arrangement:

4. Shared services staffing cost supplement

4.1 To enable SPSO to provide the standard shared service function for corporate services to SHRC, as outlined above, an additional staffing contingent of 0.6 FTE Pay band 2 has been added to the SPSO head count. This has been approved by SPCB and covers the staffing cost for various different activities across many disciplines

4.2 Any significant additional work will be invoiced separately, e.g. one-off major projects

5. SHRC agree to

5.1 provide own communications and information governance services;

5.2 adopt SPSO finance policies - SPSO - Finance with Shared Service.pdf

5.3 use the SPSO accountant for management accounts, year-end financial statements, external audit support, and

5.4 adopt SPSO payroll system as a separate entity.

xxxiii. Human Resources

6. SHRC have existing staff terms and conditions in place, however, SPSO can provide advice and guidance on HR policy and contract arrangements and assist in developing new policies

7. HR support requests sent to HR@sps.gov.scot will be acknowledged by the SPSO HR function within two working days, outlining the estimated time for delivery of detailed response or a working plan for larger responses. Detailed response times will be appropriate to the urgency and type of request made, and simple enquiries may be responded to in full when acknowledged.

#### xxxiv. Finance

8. The SHRC operational expenditure managed by the finance team will include:
  - 8.1 payroll and associated application and licence costs, and
  - 8.2 all SHRC costs received on invoice, as approved by the Commissioner or delegated authority.
9. Monthly Management Reports prepared by the accountant will report expenditure against the SHRC approved budget to provide clear oversight of all expenditure attributed to the SHRC.
10. Property and associated running costs are incorporated in the separate Bridgeside House budget provided for all four officeholders located in Bridgeside House. Quarterly Management Reports are provided to the four officeholders to track expenditure against approved budget.
11. Processes for managing costs and expenditure against budget are as follows:
  - 11.1 approval and sign-off for all expenditure will remain with the Scottish Human Rights Commission
  - 11.2 the SHRC cash drawdown will be applied for by SHRC each month, as directed by SPCB, to the to the SHRC bank account, and
  - 11.3 in line with the finance processing guidance, the SPSO Corporate Services Manager will be given access to the SHRC bank account to make all invoice payments. Access to the bank account will be limited to one other from the SHRC to ensure security and meet anti-fraud requirements.

#### xxxv. Governance, ICT and Cyber Security

12. Advice and support for general governance activities, ICT, and cyber security will be available as required. SPSO will share resources and make available all training materials.

#### xxxvi. Liaison

13. There will be liaison and regular monitoring of the shared service, at a frequency to be agreed between the parties.

xxxvii. Escalation procedures

14. Any issues relating to the implementation of this agreement should be raised between the Directors in the first instance, with the option to escalate to the SPSO and the Chair.

xxxviii. Review of MOU

15. This agreement will be reviewed annually, in line with annual budgeting timescales.