



Scottish
Forestry
Coilltearachd
na h-Alba

STRATEGIC ADVISORY GROUP TERMS OF REFERENCE

January 2020

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Purpose

1. The Chief Executive, as Accountable Officer, is personally accountable to Scottish Ministers for the performance of SF and delivery of its functions. In doing so they are supported by the SF Strategic Advisory Group, which comprises all Function Heads and three Non-Executives. The Group's role is to support and provide advice to the Chief Executive in order that they can reach robust and well informed decisions. Other SF staff or Scottish Government officials may be invited to assist with discussions on any particular matter. The Head of the SF Executive Office will provide support.
2. The Strategic Advisory Group has, as a sub-committee, an Audit and Assurance Committee (AAC) which also exists to support the Chief Executive as Accountable Officer in relation to issues of risk, control and governance and associated assurances.
3. The Chief Executive is accountable to the Scottish Ministers for the overall quality of SF's work, including the quality of professional advice provided; for the day-to-day management of the Agency and for planning its future development. The Advisory Group's role is to support the Chief Executive in their duties by providing challenge and thereby helping to test the quality of this assurance.
4. The Strategic Advisory Group is a key part of SF's overall governance structure.

Remit

5. The remit of the Strategic Advisory Group is to provide the Chief Executive with support, advice and challenge on:
 - The organisation's strategic vision, mission, aims, objectives and targets, and any steps required to deal with changes which are likely to impact on the strategic aims and objectives of SF or on the attainability of its targets;
 - The corporate and annual financial plans and budgets;
 - The Annual Report and Accounts;
 - The efficient, economic and effective use of staff and other resources consistent with the principles of Best Value, including, where appropriate, participation in shared services arrangements;
 - The effectiveness of the arrangements that provide assurance on risk management (including in respect of personnel, physical and cyber risks/threats/hazards), governance and internal control;
 - The strategic corporate policies (Health and Safety, Equality etc.);
 - Ensuring the adherence to strict standards of financial propriety and compliance with financial requirements contained in the Framework Document and the Scottish Public Finance Manual (SPFM);
 - Ensuring that high standards of corporate governance are maintained at all times, including openness and transparency in decision-making in SF;

- Ensuring that systems are in place to enable early identification/notification to be provided to the Scottish Government about emerging issues which will impact on the operation of SF or the reputation of Scottish Ministers; and
- Scrutinise the performance and financial information concerning the management and performance of SF, driving further performance improvements.

Membership

- Membership of the Strategic Advisory Group will comprise:
 - Chief Executive
 - 5 Functional Heads
 - 3 Non-Executive Directors (one of whom will be Chair of the Audit and Assurance Committee)
 - Head of Executive Office (in attendance)
- Non-Executive Directors will be appointed for a term of 3 years, which can be extended for a further term of up to 3 years. The current Chair and Non-Executive members of the Strategic Advisory Group are as follows:

Name	Date of Appointment	Cessation of Appointment
Jo O'Hara (Chair) Chief Executive	1/4/19	20/12/2019
Dave Signorini (Chair) Chief Executive	20/12/2019	
Phil Taylor Non- Executive adviser	15/4/19	
Helen Langan Non-Executive adviser	15/4/19	
James Stuart Non-Executive adviser	15/4/19	
Alan Hampson Head of Standards, Evidence and Expertise	3/2/2020	
Brendan Callaghan Head of Operational Delivery	1/4/19	
John Dougan Head of Operational Development	1/4/19	
Ian Donaldson Head of Policy	1/4/19	
Ross Machardie Head of Finance and Business Support	1/4/19	

8. SF supports the Scottish Government belief that everyone has a right to equality of opportunity and should be able to fulfil his or her potential free from the barriers that limit aspiration. Accessibility to public appointments is a fundamental requirement and the appointments process promotes, demonstrates and upholds equality of opportunity for all applicants.
9. Other SF staff or Scottish Government officials may be invited to attend to assist with discussions on any particular matter.
10. The Director, Environment and Forestry will be invited to attend a meeting of the Strategic Advisory Group on an annual basis.

Chair

11. The role of chairing the Strategic Advisory Group may not always fall to the Chief Executive.
12. Adopting such an approach not only constitutes good governance, but it also affords the Chief Executive an opportunity to fully participate in Strategic Advisory Group meetings without the responsibilities associated with chairing proceedings. It may be appropriate in some circumstances to have that role performed by a Non-Executive Director.
13. The Chair has additional responsibilities over and above those of Strategic Advisory Group members, particularly in relation to leadership and the conduct of business. The role of the Chair is to lead the Strategic Advisory Group ensuring that it has the ability to carry out functions effectively and in accordance with the Principles of Public Life. The Chair will support the Chief Executive in ensuring that all Strategic Advisory Group members receive necessary induction, on-going training and development.

Meetings

14. The Strategic Advisory Group will meet at least 4 times a year. The Chief Executive, may convene additional meetings as deemed necessary.
15. A minimum of half of the Strategic Advisory Group members, including one of the Non-Executive Directors, must be present for a meeting to be quorate. In the absence of the Chair, one of the Function Heads will assume that role for the duration of the meeting. The Chair will note details of any member who fails to attend 2 consecutive meetings.
16. Secretariat for the Strategic Advisory Group will be provided by the SF Executive Office. Papers for meetings will be circulated to members, wherever possible one week prior to the meeting date. All papers submitted for consideration by the Strategic Advisory Group will follow a set format and will be marked with the appropriate confidentiality restrictions.
17. The agenda for meetings will be developed by the secretariat in consultation with the Chief Executive. Advice will be sought from the Strategic Advisory Group members as to future items for discussion and/or strategic themes for meetings.

Performance Review

18. The Chief Executive will conduct an annual review of the performance of the Advisory Board. In addition, the Chair will support the Chief Executive in ensuring that Non-Executive Directors receive annual appraisal and feedback on their contribution.

Executive Directors' performance as Strategic Advisory Group members will be assessed as part of their ongoing performance appraisal with the Chief Executive.

Sharing of Information

19. A record will be kept of every meeting of the SAG and this minute will be placed on the SF website. The minute will capture and list decisions and actions. Detail of conversations will not be captured, unless the Chief Executive wants details on any point to be placed in the public domain.

Register of Interest

20. SF will maintain a Register of Interest for all members of the SAG and members will advise the Executive Office of any changes. The information will be published as part of the Annual Accounts and displayed on the website.
21. At every meeting, the Chair will seek assurance from members around any potential conflicts of interest and members will be asked to leave the meeting while any matters where such a conflict exists are being discussed.

Review

22. This Terms of Reference will be reviewed annually.