



## STANDING ORDERS

### 1. General

1.1 The Scottish Court Service (SCS) is a body corporate established under Part 4 of the Judiciary and Courts (Scotland) Act 2008 (the Act). The SCS is the holder of a non ministerial office within the Scottish Administration.

1.2 These standing orders, for regulation of the conduct and proceedings of the SCS, are made under paragraphs 10, 11 and 13 of schedule 3 to the Act.

1.3 No standing order is to be made, read, applied or suspended in such a manner that contravenes any rule of law, legislative provision, or the terms of the SCS Framework Agreement.

1.4 These standing orders are made by and can be altered or suspended, in whole or in part, by a majority of the members of the SCS Board.

1.5 These standing orders and their Annexes should be reviewed on an annual basis.

1.6 Where these standing orders do not make specific provision, the Chair of the SCS, in consultation with the Chief Executive, will have discretion to determine all questions of procedure for the conduct and proceedings of the SCS.

### 2. Membership

2.1 Members are appointed to and hold office in the SCS in accordance with the provisions of paragraphs 2 to 8 of schedule 13 of the Act, the Scottish Court Service (Procedure and Appointment of Members) Regulations 2009 (SSI 2009 303) and the SCS Framework agreement. The collective membership of the SCS will be known as, and may be referred to as, the SCS "Board".

2.2 The SCS Secretariat will manage the appointment process under the direction of the Lord President, maintain a register of members and ensure appropriate public access to information regarding membership is provided.

2.3 Membership is not representational of any personal or professional group or any professional body. Members of the SCS are expected to subscribe to and comply with the code of conduct set out at Annex A.

2.4 Members will require to register their interests as defined in Annex A, within one month of the date of their appointment to the SCS, in a register kept by the SCS Secretariat for that purpose, which register will be available for public inspection.

2.5 Where a dispute arises as to whether a conflict of interest arises in respect of any member, the following procedure will apply:

- (a) in the event of the potential conflict arising during the course of a meeting the Chair of the SCS will have the power to rule as to whether such a conflict exists. In the event of a positive ruling, the member concerned will not be

permitted to be further involved in that part of the meeting affected by the conflict;

(b) in the event that the potential conflict arises outwith a meeting then the Chair of the SCS will have power to rule as to whether such a conflict exists. In the event of a positive ruling, the member concerned will not be permitted to be further involved in the business affected by the conflict;

(c) before ruling in either of the circumstances set out in (a) or (b) above, the Chair of the SCS may take views of other members of the SCS as he or she deems necessary;

(d) a record of the area of potential conflict, the ruling reached and by whom will be retained.

### **3. Chair of the SCS**

3.1 Meetings of the SCS will be chaired in accordance with paragraph 9 of Schedule 3 to the Act.

3.2 If in the opinion of the Chair of the SCS any person present at a meeting is incapacitated, behaving inappropriately or without due consideration for other members or persons present, the Chair of the SCS may require that person to leave the meeting.

### **4. Ordinary Meetings**

4.1 The SCS will meet at least six times in each financial year on dates and at times and places determined by the SCS and specified in the notice calling the meeting. No period longer than three months should pass between meetings.

4.2 Notice of meetings, with an agenda detailing the business to be transacted, will be issued electronically to each member not less than seven days prior to the date of the meeting, together with copies of all relevant papers. Late papers will be issued or tabled only in exceptional circumstances.

4.3 Any member who wishes to receive notice of all or any meetings and the agenda and papers for those meetings in paper copy, must ensure that the SCS Secretariat receives notice to that effect in time for the SCS Secretariat to meet the requirements of standing order 4.2.

4.4 Failure to comply with 4.2 above will not affect the validity of a meeting.

4.5 Where business to be transacted has not been completed within the time allotted for a meeting, those present may resolve to continue the meeting in order to deal with the business.

4.6 Any business not completed may become part of the agenda for the next meeting of the SCS.

4.7 All decisions must be made by the members of the SCS unless an individual or Committee has been delegated to deal with a specific issue.

4.8 Decisions of SCS will generally be by consensus of those attending meetings.

4.9 Any matter put to the vote is decided by a simple majority. In the event of a tie, the Chair of the SCS has a second vote. Only members present at a meeting may vote.

Proxy voting is not allowed. Members departing early will be treated as non-attending for the purpose of any decision taken after the time of departure.

4.10 Voting will be by a show of hands unless one member requests a secret ballot.

4.11 Decisions of the SCS are binding on all its members and staff.

4.12 A member may have his/her dissent to a decision of the SCS recorded provided he/she has attended for the whole of the discussion and decision, and asks to record his/her dissent immediately after the decision is concluded. The recording of any such dissent shall not affect standing order 4.11.

4.13 No business shall be transacted at a meeting of the SCS unless there are present at least seven members, of whom at least three are non-judicial members.

4.14 Apologies for absence should be tendered to the SCS Secretariat and will be noted.

4.15 The Chair of the SCS will regulate discussion and debate and will ensure that all present enjoy equality of opportunity to express their views.

## **5. Agenda**

5.1 The agenda for meetings of the SCS will be prepared by the SCS Secretariat and circulated to Board members for approval or comment two or three weeks in advance of the date of the meeting.

5.2 The following will be standing items on the Agenda of Ordinary meetings of the SCS:

- Minutes of last meeting and issues arising
- Performance and Finance Reports

The following items will be added to the Agenda of Ordinary meetings as need requires, but in any event on not fewer than two occasions within each financial year:

- Corporate Communications
- Reports from Committees
- Planning and horizon scanning
- Corporate projects and attendant risks
- Property and Services Reports
- Staff issues
- Training
- Estates

5.3 Any member may propose an item for the Agenda of an Ordinary meeting by contacting the SCS Secretariat not less than fourteen days before the date of the meeting.

5.4 Any member wishing to raise an urgent item at the meeting must give notice at the start of the meeting. The members present will decide whether any such item will be discussed or dealt with at a subsequent meeting.

## **6. Special Meetings**

6.1 The Chair of the SCS may call a meeting of the SCS at any time and shall do so on receipt of a formal request which specifies the business to be transacted at the

meeting and which has the support of one third of the whole number of members of the SCS. A formal request under this standing order shall be sent to the SCS Secretariat.

6.2 Where a formal request is received in accordance with the above, the meeting shall be held within fourteen days of receipt of the request and no business shall be transacted at that meeting other than that specified in the request.

6.3 If the Chair of the SCS refuses to call a meeting after a formal request is received in accordance with the above, or if, without so refusing, does not call a meeting within seven days after such request has been presented, those members who presented the request may require the SCS Secretariat to call a meeting forthwith subject to the provision that no business shall be transacted at the meeting other than that specified in the request. The SCS Secretariat shall comply with a requirement under this standing order.

## **7. Minutes**

7.1 Minutes will be kept of each meeting of the SCS recording the members present, apologies tendered and accepted for non attendance, issues considered, decisions reached and resolutions passed.

7.2 Within five working days of a meeting, draft minutes will be sent by the SCS Secretariat to the Chair of the SCS for approval. The Chair of the SCS will return the draft minutes, with such revisions as he or she wishes made to the draft, to the SCS Secretariat within five working days. The revised draft minutes returned by the Chair of the SCS, or, where it is not possible for any reason to obtain a revised draft from the Chair of the SCS, an unrevised draft, will be circulated to all members within fifteen working days of the meeting and will be published on the SCS website with the caveat that these have yet to be approved. The draft minutes will be tabled at the next meeting for approval.

7.3 Where those present at a meeting of the SCS or any of its committees determine that any part of the business conducted is confidential, that part of the proceedings will be minuted separately and will not be published under standing order 7.4.

7.4 Once approved, minutes will be published on the SCS website in final form and the draft minutes removed.

7.5 Decisions on issues of immediate importance to operational staff may be disseminated to them, notwithstanding the minutes of the meeting recording the decision have not been approved or published, but only with approval of the person chairing the meeting.

## **8. Committees**

8.1 Committees established under paragraph 10 of Schedule 3 to the Act will operate strictly in accordance with the terms of their remit.

8.2 When establishing Committees, the SCS will:

- determine the membership and period of appointment;
- select or confirm the arrangements for chairing of the committee meetings;
- establish the terms of reference (in consultation with the Committee);
- determine procedures, including its quorum and which of these standing orders will apply to the conduct of the Committee and for reporting back to the SCS.

8.3 The following will be standing committees of the SCS:

- Audit
- Remuneration
- Estates, Health & Safety, Fire and Security
- People

8.4 The SCS will review its Committee structure at least annually.

## **9. Decisions Reserved for the SCS and Scheme of Delegation:**

9.1 The following decisions are reserved for the SCS:

- (a) strategic direction, corporate and business plans and budgets;
- (b) standing orders, including a scheme of delegation;
- (c) the establishment of terms of remit and reporting arrangements for all committees acting on behalf of the SCS;
- (d) corporate financial and audit reporting arrangements;
- (e) corporate performance management reporting arrangements;
- (f) decisions on any recommendations for opening or closing courts;
- (g) approval of annual accounts.

9.2 A scheme of delegation is at Annex B.

## **10. Correspondence**

10.1 All incoming correspondence to the SCS body corporate is for the attention of the whole membership, whether addressed to any member or to the SCS Secretariat.

10.2 The SCS Secretariat will receive and log all correspondence to and from the SCS body corporate. Any such correspondence received or sent by an individual member in relation to the SCS will be copied to the SCS Secretariat for this purpose.

10.3 Unless undue delay would occur or legislative requirements would not be met in relation to the giving of due attention to any item of correspondence, the SCS Secretariat will present all significant items of correspondence to the next meeting of the SCS.

## **11. Urgent actions**

11.1 The Chair of the SCS has the authority to require or permit the Chief Executive to take urgent action (on matters that are permitted to be delegated to an individual) or to reply to correspondence between meetings where the delay in exercising a function or in responding to correspondence is likely to be seriously detrimental to the interests of the SCS or to be contrary to legislation.

11.2 If the issue in relation to which the urgent action relates is not one permitted to be delegated to an individual, the agreement to seeking to take such action should be sought and obtained through electronic means of communication from a majority of the members of SCS – always providing that within that majority there are at least three non-judicial members.

11.3 On every occasion standing order 11.1 or 11.2 is invoked, the circumstances will be reported to all members and to the SCS Secretariat at the earliest opportunity. All such actions will be reported to the next meeting of the SCS.

## **12. Public statements**

12.1 Public statements concerning the SCS will normally be made by the Chief Executive or by an officer authorised by the Chief Executive or by the SCS. Where such statement relates to a novel or controversial matter the approval of a majority of the members of SCS should be obtained, through electronic means if urgency requires, always providing that within that majority there are at least three non-judicial members.

## **13. Signing of Documents**

13.1 Where any documents are required to be executed on behalf of the SCS, they shall be signed:

- (i) by any two members; or
- (ii) by any person operating within their remit under the scheme of delegation at Annex B.

## **14. Confidentiality**

14.1 All members, the SCS Secretariat and any other person present at a meeting of the SCS, have a duty:

- (a) not to discuss items of business agreed under standing order 7.3 to be confidential with any person who was not present at that meeting unless authorised to do so by the Chair of the SCS or the Chief Executive, or
- (b) to comment on any matter in any way that undermines the principle of collective responsibility for decisions reached at such meetings.

14.2 This standing order is without prejudice to the terms of the Public Interest Disclosure Act 1998.

## **15. Members' remuneration and expenses**

15.1 The SCS will reimburse expenses incurred by its members or any member of a committee established by the SCS in accordance with scales set out in Annex C to these standing orders.

15.2 The SCS will remunerate the judicial member who is a justice of the peace, the non-judicial members and any other persons appointed to any committee established by it in accordance with the scales set out in Annex D to these standing orders, always provided that that person is not already in receipt of a publicly funded salary or payment for the time they expended on SCS business.

15.3 These sums of remuneration will be reviewed annually by the SCS and be fixed in accordance with Scottish Government guidelines.

## **16. Interpretation**

16.1 In these standing orders and in the annexes thereto:

“a non ministerial office holder within the Scottish Administration” means a body named as such in Section 126 (8)(a) of the Scotland Act 1998 as amended by an Order of Council made by Her Majesty under subsection (b) of that section;

“Chair of the SCS” means the person chairing a meeting of the SCS or where the term applies to a situation outwith a meeting of the SCS, the Lord President of the Court of Session or, in the Lord President’s absence, the Lord Justice Clerk;

“Lord President” means the Lord President of the Court of Session;

“SCS Secretariat” means any officer or officers appointed by the CEO of the SCS to act in this capacity;

“financial year” means the period beginning with the establishment of the SCS and ending on 31 March next occurring and each subsequent period of a year ending on 31 March;

“the SCS website” means the worldwide website - [www.scotcourts.gov.uk](http://www.scotcourts.gov.uk).

## **Annex A**

### **MEMBERS' CODE OF CONDUCT**

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## **SECTION 1:**

### **INTRODUCTION TO THE CODE OF CONDUCT**

1.1 This code of conduct is derived from the recommendations of the Committee on Standards in Public Life and is similar to the codes of conduct engaged for other public bodies.

1.2 The Scottish public has a high expectation of those who serve on the boards of public bodies and the way in which they should conduct themselves in undertaking their duties for the public body. As a member of SCS you must meet those expectations by ensuring that your conduct is above reproach. Although the code relates to your behaviour as a member of the SCS, as a consequence of your membership of the SCS, this code may equally apply to you in your private life.

1.3 As a member of SCS, it is your responsibility to make sure that you are familiar with, and that your actions comply with, the provisions of this Code of Conduct.

#### **Guidance on the Code of Conduct**

1.4 You must observe the rules of conduct contained in this Code. It is your personal responsibility to comply with these and review regularly, and at least annually, your personal circumstances with this in mind, particularly when your circumstances change. You must not at any time advocate or encourage any action contrary to the Code of Conduct.

1.5 The Code has been developed in line with the key principles listed in Section 2 of the Ethical Standards in Public Life Act 2000 and provides additional information on how the principles should be interpreted and applied in practice. No Code can provide for all circumstances and if you are uncertain about how the rules apply, you should seek advice initially from the SCS Secretariat. The SCS Secretariat may refer the matter to the CEO or Chair of the SCS. You may also choose to consult your own legal advisers and, on detailed financial and commercial matters, seek advice from other relevant professionals.

#### **Enforcement**

1.6 Failure to adhere to this code may give rise to grounds for your removal from the SCS under the provisions of paragraph 7(3) of Schedule 3 to the 2008 Act. Before invoking that process, the Lord President, may choose to offer guidance or a warning or both or to invoke any of the sanctions outlined in Annex A/1.

## **SECTION 2: KEY PRINCIPLES OF THE CODE OF CONDUCT**

2.1 The general principles upon which this Code of Conduct are based are:

#### ***Public Service***

You have a duty to act in the interests of the SCS of which you are a member and in accordance with the statutory responsibilities of the SCS.

#### ***Selflessness***

You have a duty to take decisions solely in terms of public interest.

You should bear in mind at all times that your membership of the SCS is not representational of any personal or professional group or any professional body. In particular, you should not allow any potential professional or personal interest or gain

to influence your contribution to written or oral discussions within the SCS or any vote taken.

### ***Integrity***

You must not place yourself under any financial or other obligation to any individual or organisation that might reasonably be thought to influence you in the performance of your duties.

### ***Objectivity***

You must make decisions solely on merit when carrying out public business.

### ***Accountability and Stewardship***

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

### ***Openness***

Subject to SCS Standing Orders 12 and 13, you have a duty to be as open as possible about your decisions and actions, giving reasons for your decisions and restricting information only when the wider public interest clearly demands.

### ***Honesty***

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

### ***Leadership***

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

### ***Respect***

You must respect fellow members of the SCS and its employees and the role they play, treating them with courtesy at all times.

2.2 You should apply the principles of this code to your dealings with fellow members of the SCS and its employees.

## **SECTION 3:**

### **GENERAL CONDUCT**

#### **Relationship with Employees of the SCS**

3.1 You will treat any staff employed by the SCS with courtesy and respect. It is expected that employees will show you the same consideration in return.

#### **Allowances**

3.2 You must comply with any rules of the SCS regarding remuneration, allowances and expenses.

#### **Gifts and Hospitality**

3.3 You must never canvass or seek gifts or hospitality.

3.4 You are responsible for your decisions connected with the offer or acceptance of gifts or hospitality and for avoiding the risk of damage to public confidence in SCS. As a general guide, it is usually appropriate to refuse offers except:

- (a) isolated gifts of a trivial character or inexpensive seasonal gifts such as a calendar or diary, or other simple items of office equipment of modest value;
- (b) normal hospitality associated with your duties and which would reasonably be regarded as inappropriate to refuse; or
- (c) gifts received on behalf of the SCS.

3.5 You must not accept any offer by way of gift or hospitality which could give rise to a reasonable suspicion of influence on your part to show favour, or disadvantage, to any individual or organisation. You should also consider whether there may be any reasonable perception that any gift received by your spouse or cohabitee or by any company in which you have a controlling interest, or by a partnership of which you are a partner, can or would influence your judgement. The term "gift" includes benefits such as relief from indebtedness, loan concessions, or provision of services at a cost below that generally charged to members of the public.

3.6 You must not accept repeated hospitality from the same source. You must record details of any gifts and hospitality received and the record must be made available for public inspection.

3.7 You must not accept any offer of a gift or hospitality from any individual or organisation which stands to gain or benefit from a decision the SCS may be involved in determining, or who is seeking to do business with SCS, and which a person might reasonably consider could have a bearing on your judgement. If you are making a visit to inspect equipment, vehicles, land or property, then as a general rule you should ensure that SCS pays for the costs of these visits.

### **Confidentiality Requirements**

3.8 There may be times when you will be required to treat discussions, documents or other information relating to the work of the SCS in a confidential manner. You will often receive information of a private nature which is not yet public, or which perhaps would not be intended to be public. There are provisions in legislation on the categories of confidential and exempt information and you must always respect and comply with the requirement to keep such information private.

3.9 It is unacceptable to disclose any information to which you have privileged access, for example derived from a confidential document, either orally or in writing. In the case of other documents and information, you are requested to exercise your judgement as to what should or should not be made available to outside bodies or individuals. In any event, such information should never be used for the purpose of personal or financial gain, or used in such a way as to bring the SCS into disrepute.

### **Use of SCS Facilities**

3.10 Members of SCS must not misuse facilities, equipment, stationery, telephony and services, or use them for personal, party political or campaigning activities. Use of such equipment and services, etc must be in accordance with the SCS's policy and rules on their usage.

### **Appointment to Partner Organisations**

3.11 You may be appointed, or nominated by the SCS, as a member of another body or organisation. If so, you are bound by the rules of conduct of these organisations and should observe the rules of this Code in carrying out the duties of that body.

3.12 Members who become directors of companies as nominees of the SCS will assume personal responsibilities under the Companies Acts. It is possible that conflicts of interest can arise for such members between the company and the SCS. It is your responsibility to take advice on your responsibilities to the SCS and to the company. This will include questions of declarations of interest.

## **SECTION 4:**

### **REGISTRATION OF INTERESTS**

4.1 The following paragraphs set out the kinds of interests, financial and otherwise which you have to register. These are called “Registerable Interests”. You must, at all times, ensure that these interests are registered, when you are appointed and whenever your circumstances change in such a way as to require change or an addition to your entry in the SCS’s Register.

4.2 This Code sets out the categories of interests which you must register. Annex A/2 contains key definitions to help you decide what is required when registering your interests under any particular category. These categories are listed below with explanatory notes designed to help you decide what is required when registering your interests under any particular category.

#### **Category One: Remuneration**

4.3 You have a Registerable Interest where you receive remuneration by virtue of being:

- employed;
- self-employed;
- the holder of an office;
- a director of an undertaking;
- a partner in a firm; or
- undertaking a trade, profession or vocation or any other work.

4.4 In relation to 4.3 above, the amount of remuneration does not require to be registered and remuneration received as a member does not have to be registered.

4.5 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, “Related Undertakings”.

4.6 If you receive any allowances in relation to membership of any organisation, the fact that you receive such an allowance must be registered.

4.7 When registering employment, you must give the name of the employer, the nature of its business, and the nature of the post held in the organisation.

4.8 When registering self-employment, you must provide the name and give details of the nature of the business. When registering an interest in a partnership, you must give the name of the partnership and the nature of its business.

4.9 Where you undertake a trade, profession or vocation, or any other work, the detail to be given is the nature of the work and its regularity. For example, if you write for a newspaper, you must give the name of the publication, and the frequency of articles for which you are paid.

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

4.11 Registration of a pension is not required as this falls outside the scope of the category.

### **Category Two: Related Undertakings**

4.12 You must register any directorships held which are themselves not remunerated but where the company (or other undertaking) in question is a subsidiary of, or a parent of, a company (or other undertaking) in which you hold a remunerated directorship.

4.13 You must register the name 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 you are a director and from which you receive remuneration.

4.14 The situations to which the above paragraphs apply are as follows:

- you are a director of a board of an undertaking and receive remuneration – declared under Category One – and
- you are a director of a parent or subsidiary undertaking but do not receive remuneration in that capacity.

### **Category Three: Contracts**

4.15 You have a registerable interest where you (or a firm in which you are a partner, or an undertaking in which you are a director or in which you have shares of a value as described in paragraph 5.7 below) have made a contract with the SCS:

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

4.16 You must register a description of the contract, including its duration, but excluding the consideration.

### **Category Four: Houses, Land and Buildings**

4.17 You have a registerable interest where you 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 SCS.

4.18 The test to be applied when considering appropriateness of registration is to ask whether a member of the public acting reasonably might consider any interests in houses, land and buildings could potentially affect your responsibilities to the SCS and to the public, or could influence your actions, speeches or decision-making.

### **Category Five: Shares and Securities**

4.19 You have a registerable interest where you have an interest in shares which constitute a holding in a company or organisation which may be significant to, of relevance to, or bear upon, the work and operation of the SCS. You are not required to register the value of such interests.

4.20 The test to be applied when considering appropriateness of registration is to ask whether a member of the public acting reasonably might consider any interests in shares and securities could potentially affect your responsibilities to the SCS and to the public, or could influence your actions, speeches or decision-making. If in doubt, you may consult with the SCS Secretariat or the CEO of the SCS.

### **Category Six: Non-Financial Interests**

4.21 You may also have a registerable interest if you have non-financial interests which may be significant to, of relevance to, or bear upon, the work and operation of the SCS. It is important that relevant interests such as membership or holding office in other public bodies, clubs, societies and organisations such as trades unions and voluntary organisations, are registered and described.

4.22 The test to be applied when considering appropriateness of registration is to ask whether a member of the public acting reasonably might consider any non-financial interest could potentially affect your responsibilities to the SCS and to the public, or could influence your actions, speeches or decision-making.

## **SECTION 5:**

### **DECLARATION OF INTERESTS**

#### **Introduction**

5.1 The key principles of the Code, especially those in relation to integrity, honesty and openness, are given further practical effect by the requirement for you to declare certain interests in proceedings of the SCS. Together with the rules on registration of interests, this ensures transparency of your interests which might influence, or be thought to influence, your actions.

5.2 The SCS inevitably has dealings with a wide variety of organisations and individuals and this Code indicates the circumstances in which a business or personal interest must be declared. Public confidence in the SCS and its members depends on it being clearly understood that decisions are taken in the public interest and not for any other reason.

5.3 In considering whether to make a declaration in any proceedings, you must consider not only whether you will be influenced but whether anybody else would think that you might be influenced by the interest. You must keep in mind that the test is whether a member of the public, acting reasonably, might think that a particular interest could influence you.

5.4 If you feel that, in the context of the matter being considered, your involvement is neither capable of being viewed as more significant than that of an ordinary member of the public, nor likely to be perceived by the public as wrong, you may continue to attend the meeting and participate in both discussion and voting. The relevant interest must however be declared. It is your responsibility to judge whether an interest is sufficiently relevant to particular proceedings to require a declaration and you are advised to err on the side of caution. Where there is dubiety or dispute as to whether or not a conflict arises, standing order 2.4 will apply.

#### **Interests which Require Declaration**

5.5 Interests which require to be declared may be financial or non-financial. They may or may not be interests which are registerable under this Code. Most of the

interests to be declared will be your personal interests but, on occasion, you will have to consider whether the interests of other persons require you to make a declaration.

### **Shares and Securities**

5.6 Any financial interest which is registerable must be declared. You may have to declare interests in shares and securities, over and above those registerable under category five of Section 4 of this Code. You may, for example, in the course of employment or self-employment, be engaged in providing professional advice to a person whose interests are a component of a matter to be dealt with by a board.

5.7 You have a declarable interest where an interest becomes of direct relevance to a matter before the SCS and you have shares comprised in the share capital of a company or other body and the nominal value of the shares is:

- (i) greater than 1% of the issued share capital of the company or other body; or
- (ii) greater than £25,000.

5.8 You are required to declare the name of the company only, not the size or nature of the holding.

### **Houses, Land and Buildings**

5.9 Any interest in houses, land and buildings which is registerable under category four of Section 4 of this Code must be declared, as well as any similar interests, which arise as a result of specific discussions or operations of the SCS.

### **Non-Financial Interests**

5.10 If you have a registered non-financial interest under category six of Section 4 of this Code you have recognised that it is significant. There is therefore a very strong presumption that this interest will be declared where there is any link between a matter which requires your attention as a member of SCS and the registered interest. Non-financial interests include membership or holding office in other public bodies, clubs, societies, trade unions and organisations including voluntary organisations. They become declarable if and when members of the SCS might reasonably think they could influence your actions, speeches or votes in the decisions of the SCS.

5.11 You may serve on other bodies as a result of express nomination or appointment by the SCS or otherwise by virtue of being a member of the SCS. You must always remember the public interest points towards transparency particularly where there is a possible divergence of interest between different public authorities.

5.12 You will also have other private and personal interests and may serve, or be associated with, bodies, societies and organisations as a result of your private and personal interests and not because of your role as a member of the SCS. In the context of any particular matter, you will have to decide whether to declare a non-financial interest. You should declare an interest unless you believe that, in the particular circumstances, the interest is irrelevant or without significance. In reaching a view you should consider whether the interest (whether taking the form of association or the holding of office) would be seen by a member of the public acting reasonably in a different light because it is the interest of a person who is a member as opposed to the interest of an ordinary member of the public.

### **Interests of Other Persons**

5.13 The Code requires only your interests to be registered. You may, however, have to consider whether you should declare an interest in regard to the financial interests of your spouse or cohabitee which are known to you. You may have to give similar consideration to any known non-financial interest of a spouse or cohabitee. You have to ask yourself whether a member of the public acting reasonably would regard these interests as effectively the same as your interests in the sense of potential effect on your responsibilities as a member of the SCS.

5.14 The interests known to you, both financial and non-financial, of relatives and close friends may have to be declared. This Code does not attempt the task of defining “relative” or “friend”. The key principle is the need for transparency in regard to any interest which might (regardless of the precise description of relationship) be objectively regarded by a member of the public, acting reasonably, as potentially affecting your responsibilities as a member of the SCS.

### **Making a Declaration**

5.15 You must consider at the earliest stage possible whether you have an interest to declare in relation to any matter which is to be considered. You should consider whether agendas for meetings raise any issue of declaration of interest. Your declaration of interest must be made as soon as practicable at a meeting where that interest arises. If you do identify the need for a declaration of interest only when a particular matter is being discussed you must declare the interest as soon as you realise it is necessary.

5.16 The oral statement of declaration of interest should identify the item or items of business to which it relates. The statement should begin with the words “I declare an interest”. The statement must be sufficiently informative to enable those at the meeting to understand the nature of your interest but need not give a detailed description of the interest.

### **Effect of Declaration**

5.17 Declaring a financial interest has the effect of prohibiting any participation in discussion and voting. A declaration of a non-financial interest involves a further exercise of judgement on your part. You must consider the relationship between the interests which have been declared and the particular matter to be considered and relevant individual circumstances surrounding the particular matter.

5.18 In the final analysis the conclusive test is whether, in the particular circumstances of the item of business, and knowing all the relevant facts, a member of the public acting reasonably would consider that you might be influenced by the interest in your role as a member of the SCS and that it would therefore be wrong to take part in any discussion or decision-making. If you, in conscience, believe that your continued presence would not fall foul of this objective test, then declaring an interest will not preclude your involvement in discussion or voting. If you are not confident about the application of this objective yardstick, you must play no part in discussion and must leave the meeting room until discussion of the particular item is concluded.

### **Dispensations**

5.19 In very limited circumstances dispensations can be granted by a majority of the other members of the SCS in relation to the existence of financial and non-financial interests which would otherwise prohibit you from taking part and voting on matters coming before the SCS and its committees. Applications for dispensations should be made as soon as possible in order to allow proper consideration of the application in

advance of meetings where dispensation is sought. You should not take part in the consideration of the matter in question until the application has been granted.

## **SECTION 6:**

### **LOBBYING AND ACCESS TO MEMBERS OF THE SCS**

6.1 In order for the SCS to fulfil its commitment to being open and accessible, it needs to encourage participation by organisations and individuals in the decision-making process. Clearly however, the desire to involve the public and other interest groups in the decision-making process must take account of the need to ensure transparency and probity in the way in which the SCS conducts its business.

6.2 You will need to be able to consider evidence and arguments advanced by a wide range of organisations and individuals in order to perform your duties effectively. Some of these organisations and individuals will make their views known directly to individual members. The rules in this Code set out how you should conduct yourself in your contacts with those who would seek to influence you. They are designed to encourage proper interaction between members of SCS and interest groups.

#### **Rules and Guidance**

6.3 You must not, in relation to contact with any person or organisation who lobbies, do anything which contravenes this Code of Conduct or any other relevant rule of the SCS or any statutory provision.

6.4 You must not, in relation to contact with any person or organisation who lobbies, act in any way which could bring discredit upon the SCS.

6.5 The public must be assured that no person or organisation will gain better access to, or treatment by, you as a result of employing a company or individual to lobby on a fee basis on their behalf. You must 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 you accord any other person or organisation who lobbies or approaches you. Nor should those lobbying on a fee basis on behalf of clients be given to understand that preferential access or treatment, compared to that accorded to any other person or organisation, might be forthcoming from another member of the SCS.

6.6 Before taking any action as a result of being lobbied, you should seek to satisfy yourself about the identity of the person or organisation who is lobbying and the motive for lobbying. You 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 you know the basis on which you are being lobbied in order to ensure that any action taken in connection with the lobbyist complies with the standards set out in this Code.

6.7 You should not accept any paid work:

- (a) which would involve you 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 SCS and its members. This does not prohibit you from being remunerated for activity which may arise because of, or relate to, membership of the SCS, such as journalism or broadcasting, or involvement in representative or presentational work, such as participation in delegations, conferences or other events.

6.8 If you have concerns about the approach or methods used by any person or organisation in their contacts with you, you must seek the guidance of the SCS.

## **ANNEX A/1**

### **SANCTIONS AVAILABLE TO THE LORD PRESIDENT FOR BREACH OF THE CODE**

- (a) Censure – the Lord President may reprimand the member but otherwise take no action against them, or,
- (b) Issue a warning letter to the member advising that if conduct repeated or not corrected within a given period this could result in paragraph 7 (3) of schedule 3 of the Act being invoked; or
- (c) Removal of the member under paragraph 7(3) of schedule 3 of the Act.

## ANNEX A/2

### DEFINITIONS

1. "Remuneration" includes any salary, wage, share of profits, fee, expenses, other monetary benefit or benefit in kind. This would include, for example, the provision of a company car or travelling expenses by an employer.
2. "Undertaking" means:
  - a) a body corporate or partnership; or
  - b) an unincorporated association carrying on a trade or business, with or without a view to a profit.
3. "Related Undertaking" is a parent or subsidiary company of a principal undertaking of which you are also a director. You will receive remuneration for the principal undertaking though you will not receive remuneration as director of the related undertaking.
4. "Parent Undertaking" is an undertaking in relation to another undertaking, a subsidiary undertaking, if:
  - a) it holds a majority of the voting rights in the undertaking; or
  - b) it is a member of the undertaking and has the right to appoint or remove a majority of its board of directors; or
  - c) it has the right to exercise a dominant influence over the undertaking (i) by virtue of provisions contained in the undertaking's memorandum or articles or (ii) by virtue of a control contract; or
  - d) it is a councillor of the undertaking and controls alone, pursuant to an agreement with other shareholders or councillors, a majority of the voting rights in the undertaking.
5. "Group of companies" has the same meaning as "group" in section 474(10) of the Companies Act 2006. A "group", within section 474(1) of the Companies Act 2006, means a parent undertaking and its subsidiary undertakings.
6. "Public body" means a devolved statutory public body or body corporate
7. "A person" means a single individual or legal person and includes a group of companies.
8. "Any person" includes individuals, incorporated and unincorporated bodies, trade unions, charities and voluntary organisations.
9. "Spouse" does not include a former spouse or a spouse who is living separately and apart from you.
10. "Cohabitee" includes a person, whether of the opposite sex or not, who is living with you in a relationship similar to that of husband and wife.
11. "Chair" see paragraph 15 of the Standing Orders.

## Annex B

	<b>Board Responsibility</b>	<b>Delegated Responsibility</b>	<b>Delegated To</b>
1	Thorough scrutiny of all aspects of the business of the SCS, in proportion to the risks and setting the overall risk framework.	Ensuring that the Board has an opportunity to scrutinise thoroughly any novel or contentious proposals, including those which otherwise fall within delegated financial limits.	Chief Executive
		Ensuring that SCS has sound internal controls and fully meets requirements for regularity and propriety in all its financial arrangements, including compliance with the Scottish Public Finance Manual and appropriate use of risk registers.	Chief Executive as Accountable Officer
		Taking all necessary steps to ensure that the assets, interests and reputation of the SCS are properly protected, particularly where urgent action is required, and ensuring that significant issues affecting the assets, interests or reputation of the SCS are brought to Board attention as soon as possible.	Chief Executive
		<p>On behalf of the SCS Board, through scrutiny of relevant information on quality, efficiency, effectiveness and economy, assess how well the operation of the court estate and individual investment decisions fit with current and anticipated business needs.</p> <p>Identify key risks to the effective, efficient and economical operation of the court estate and ensure that these are managed and mitigated effectively.</p> <p>Scrutinise information on delivery of the SCS's Carbon Reduction commitment programme and any associated risks.</p>	Estates, Health & Safety, Fire and Security Committee

<b>Board Responsibility</b>		<b>Delegated Responsibility</b>	<b>Delegated To</b>
		<p>On behalf of the SCS Board, scrutinise staff engagement, morale, resourcing and deployment, skills and qualifications and how well these fit with current and anticipated business needs.</p> <p>Identify key risks to the effective, efficient and economical operation of the SCS arising from staffing issues and ensure that these are managed and mitigated effectively.</p>	People Committee
<b>2</b>	<p>Approval for level 1 and 2 projects (as set out in project risk framework below), including agreeing contingency allocation to project budget.</p> <p>Approval of changes to business case, including budget, for level 1 and 2 projects if beyond the agreed contingency allocation for the project.</p> <p>Routine review, at least twice per year, of level 1 projects and immediate review of level 1 or 2 projects no longer on track to deliver agreed outcomes.</p>	<p>Management of project within agreed budget including contingency allocation.</p> <p>Commissioning of Gateway Reviews to level 1 projects.</p> <p>Immediate reporting to Board of level 1 or 2 projects no longer on track to deliver agreed outcomes.</p> <p>Routine reporting of progress on level 1 projects to Board.</p>	Agreed Senior Responsible Owner of each project
		On behalf of the Board, consider and approve business cases for all level 1 and 2 estates, health, safety and security projects. Monitor routinely level 1 project reports and, monitor reports if level 1 and 2 projects are not on track.	Estates, Health & Safety, Fire and Security Committee
		Consider and approve business cases for all level 1 and 2 HR projects. Monitor routinely level 1 project reports and, monitor reports if level 1 and 2 projects are not on track.	People Committee

	<b>Board Responsibility</b>	<b>Delegated Responsibility</b>	<b>Delegated To</b>
<b>3</b>	<p>Consideration and approval of the Capital and Revenue budgets for the SCS over spending review periods, including formal approval of forecasts of receipts due from fees, fine income retention or other sources outside government.</p> <p>Adjustments to budgets beyond the limits delegated to the Chief Executive and Executive Directors.</p> <p>Approval of any increase in permanent, full-time equivalent staff numbers.</p>	<p>Transfers between directorate budgets within the financial year of up to £250k.</p> <p>Approval of additional spending in year up to £250k, provided this can be accommodated within the overall budget and is not covered by other specific delegation limits.</p> <p>Within the budget totals agreed by the SCS Board for estates, health, safety and security, agree investment priorities of adjustments to budgets for relevant areas of expenditure beyond the limits delegated to the Chief Executive and Executive Directors in order to ensure that investment is carried out in the optimal manner.</p> <p>Scrutinise information on SCS workforce data and its alignment with the SCS pay budget.</p> <p>Setting level of remuneration for members of the Board and its Committees not otherwise remunerated from public funds.</p>	<p>Chief Executive</p> <p>Estates, Health &amp; Safety, Fire and Security Committee</p> <p>People Committee</p> <p>Remuneration Committee</p>
<b>4</b>	<p>Authorisation of payments in respect of legal claims or ex gratia payments above £50k.</p>	<p>Authorisation of payments in respect of legal claims or ex gratia payments up to £50k.</p> <p>Monitor the risk to SCS of individual compensation payments exceeding 50k, relevant to the estate, health, safety and security.</p> <p>Monitor individual legal claims by, or <i>ex gratia</i> payments made to, staff (or former staff) for failures in people management systems.</p>	<p>Chief Executive</p> <p>Estates, Health &amp; Safety, Fire and Security Committee</p> <p>People Committee</p>

<b>Board Responsibility</b>		<b>Delegated Responsibility</b>	<b>Delegated To</b>
		Scrutiny of strategic arrangements for risk, control and governance, accounting policies, oversight of annual accounts and other matters as agreed in Audit Committee remit.	Audit Committee
<b>5</b>	<p>Setting strategic direction of the organisation, including setting its aims and objectives, approval of the Corporate Plan and associated performance framework for submission to the Scottish Ministers, and annual approval of the Business plan.</p> <p>Scrutiny of performance against agreed framework and progress on Business plan, and approval of remedial action where required.</p>	<p>Management of staff, finances and other resources to meet agreed performance measures, milestones and targets set in the Corporate and Business Plans.</p> <p>Prompt and accurate reporting to Board on achievement of performance measures, milestones and targets.</p>	Chief Executive
		<p>Approve and review strategic planning for the SCS estate, ensuring alignment between investment priorities and the aims and objectives set by the SCS Board.</p> <p>Scrutinise performance information and progress on agreed business plan commitments relevant to estates, health, safety and security and approve any remedial action where required.</p> <p>Alert the SCS Board to any performance, budget or delivery concerns with significant potential reputational or financial implications, or which could impact on the delivery of the SCS's strategic aims and objectives</p>	Estates, Health & Safety, Fire and Security Committee

<b>Board Responsibility</b>		<b>Delegated Responsibility</b>	<b>Delegated To</b>
		<p>Advise on the formulation and monitor the delivery of the SCS people strategy and policies and priorities relevant to its staff and ensure alignment of these with other SCS strategies and priorities.</p> <p>Scrutinise performance information and progress on agreed business plan commitments relevant to HR and staffing and approve any remedial action where required.</p> <p>Alert the SCS Board to any performance, budget or delivery concerns with significant potential reputational or financial implications, or which could impact on the delivery of the SCS's strategic aims and objectives.</p>	People Committee
<b>6</b>	Responding to proposals and consultations by Scottish Ministers, the Scottish Parliament or any other body or group where the proposed changes would have a substantial impact on the future operation, jurisdiction or core function of the SCS and/or would increase costs by more than £250k.	<p>Keeping the Board informed of consultations underway or proposals received. Where the Board considers the impact would be substantial, providing business analysis and any other evidence available to support the Board's consideration of the issues and eventual response. For all other proposals, providing business analysis as an official response.</p> <p>Consider and provide advice to the SCS Board, as required, on any consultations or proposals with significant potential implications for the SCS as an employer.</p>	<p>Chief Executive</p> <p>People Committee</p>

<b>Board Responsibility</b>		<b>Delegated Responsibility</b>	<b>Delegated To</b>
		<p>Consider and advise the Board on any proposals or consultations where proposed changes would have a substantial impact on the future operation of the SCS and / or would increase costs by more than £250k, with reference to estates, health, safety and security matters.</p> <p>Report to the Board on Estate Strategy decisions which could be considered novel or contentious.</p>	Estates, Health & Safety, Fire and Security Committee
<b>7</b>	Ensuring SCS meets all statutory obligations, including those under: Health and Safety Act; Employment Legislation; Building Regulations; Data Protection; Freedom of Information; Disability Access Legislation; Race and Gender Equality Legislation.	<p>Monitoring SCS compliance with statutory obligations, keeping records of compliance achievement, taking actions within delegated limits wherever possible to ensure compliance and ensuring that statutory compliance issues are properly reflected in risk registers and annual assurance statement. Bringing to the Board for decision any compliance issues which cannot be resolved within delegated authority.</p>	Chief Executive
		On behalf of the Board, scrutinise information on compliance by the SCS with its statutory and other obligations with reference to health, safety and security and buildings. Report to the SCS Board any significant risks of non-compliance which have the potential for reputational damage or financial impact.	Estates, Health & Safety, Fire and Security Committee
		In relation to employment issues, monitor and report to the Board on the SCS's compliance with statutory obligations. Report any significant compliance risk which has potential for reputational damage or is beyond financial limits	People Committee

## Project Risk Framework

Projects are assessed at 3 levels:

- **Level 1** (high risk) – corporate projects which are subject to the Scottish Government’s Gateway Review criteria i.e. projects with a value of £5m or over or which are otherwise high risk or “mission critical”;
- **Level 2** (medium risk) – corporate projects which are not subject to the Gateway Review criteria or estate or other capital projects with a value between £1m and £5m.
- **Level 3** (low risk) – projects within individual directorates or estate or other capital projects with a value below £1m.

## Annex C

### Table of Members' Remuneration

<b>SCS Board Members (Daily)</b>	<b>£300</b>
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## Annex D Table of Members' Expenses

<b>Allowance/Expense Type</b>	<b>SCS Rate</b>	<b>Unit (no. of)</b>
Subsistence (24 hour period) (also payable for overnight on sleepers)	Up to £30 (receipted)	per night
Personal Incidental Expenses Allowance	£5.00	per night
Staying with Friends & Family Allowance	£25.00	per night
Maximum Non Discounted Hotel Scheme Rate (fully vouched)	£90.00 £100.00*	Elsewhere London

\*During certain peak periods accommodation costs in London may be higher than the stated allowance. In this case, approval should be sought to incur the extra cost.

<b>Allowance/Expense Type</b>	<b>SCS Rate</b>	<b>Unit (no. of)</b>
Passenger Supplement	£0.05	per mile
	£0.01	per mile for each additional passenger
Standard Motor Mileage Rate		
First 10,000 miles	£0.40	per mile
Over 10,000 miles	£0.25	per mile
Motorcycles	£0.24	per mile