

Registers of Scotland

RoS Board

27 April 2020

RoS Board Terms of Reference Update

Purpose

1. This paper highlights changes being made to the Board Terms of Reference following discussions at the February 2020 Board meeting.

Recommendation

2. The board are invited to agree the proposed changes to the Board Terms of Reference, set out in tracked changes in Annex A.

Background

3. During the review of the RoS Framework document at the February 2020 Board meeting, the Board agreed the following changes should be made to the Board Terms of Reference:-

- the number of NED attendees in the quorate section should be increased from one to two
- “members need to be present” should be updated to state “in person or via suitable connectivity” to ensure a board member joining by skype/phone is considered to form part of the quorate.
- “a minimum of six members” to be updated to state “a minimum of half”

4. These changes have now been incorporated in the Board Terms of Reference attached at Annex A.

5. An additional change has also been suggested, to make clear that the paper deadline and circulation relates to ‘working days’, rather than days of the week.

Conclusion

6. The board are asked to agree the proposed changes to the Board Terms of Reference.

Head of Secretariat

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