

The Non-Executive Director (NXD) Our Role

Staying Strategic



Key messages

- As non-executive directors (NXDs), we have a key role to play in the strategic approach of Scotland's public bodies, both in terms of influencing and in being a critical friend.
- It is important that we plan ahead and focus on the longer term, rather than be side-tracked by what is happening in the current year.
- Part of this will be taking time to "sit in the helicopter" to help foster creativity and to free up thinking.

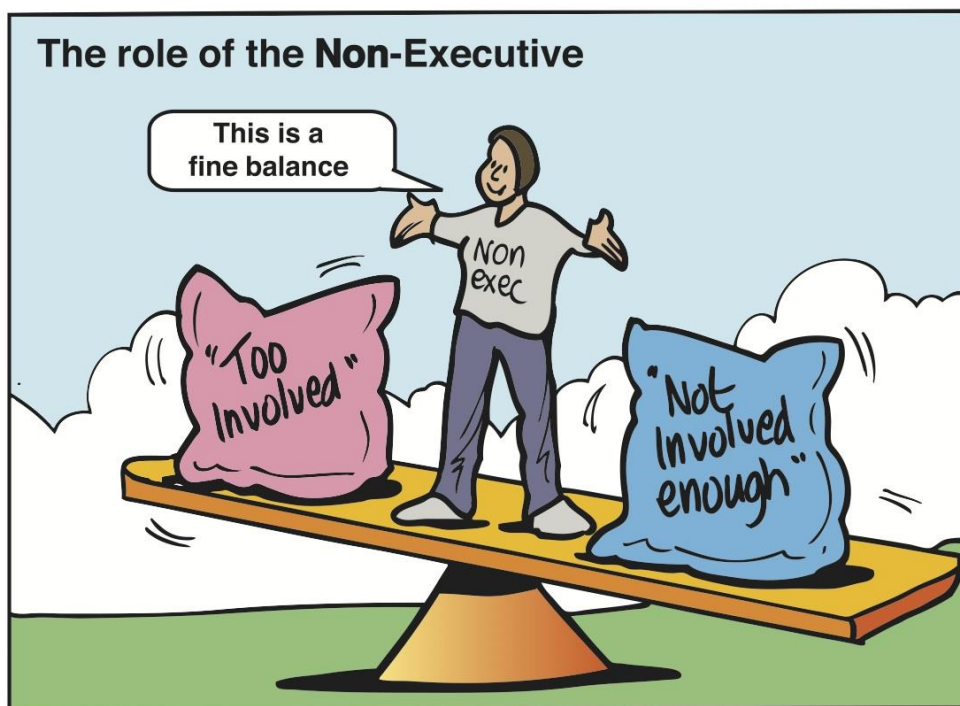
Actions

- Board members to help ensure their board remains strategic and sets the agenda.
- The Scottish Government to develop, maintain and promote relevant guidance and appropriate development and networking events.
- The Scottish Government to develop the role of professional sponsorship to ensure boards, their chairs and members are supported effectively.

Some links to useful information

- [Audit Scotland – Good practice guide for non-executive board members](#) - a checklist and good practice guide for non-executive board members.
- [On Board \(Published April 2015\)](#) - a guide for board members of public bodies in Scotland.
- [Scottish Government Public Bodies webpage](#) – the webpage of the Scottish Government Public Bodies Unit.

Being a Non-Executive



Key messages

- It is important to remember that our role is a **non**-executive one.
- There is a fine balance between becoming too involved and not being involved enough in operational matters, but it is vital that we maintain this balance.
- Some describe this as a “noses in, fingers out” approach!
- This will help to building trusting relationships based on authenticity and allow us both to embrace - but also to challenge where appropriate – the corporate culture.

Actions

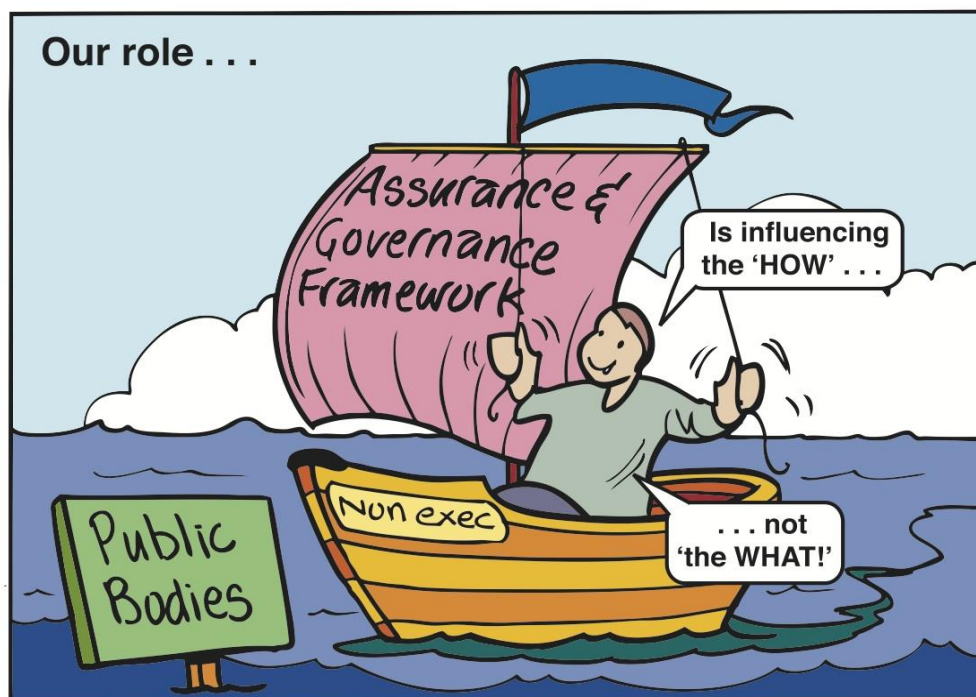
- Board members to share challenges and learning through the LinkedIn Group for the Scottish Public Bodies Non-Executive Directors Network.
- Board members to familiarise themselves with *On Board* and the *Audit Scotland Good Practice Guidance*.
- The Scottish Government to share the key points from the day with attendees and the wider NXD network.
- The Scottish Government to develop and promote appropriate leadership development and networking events to support NXDs in their role.

- The Scottish Government to develop the role of professional sponsorship to support the development of effective relationships between sponsor teams and their bodies.

Some links to useful information

- [Audit Scotland – Good practice guide for non-executive board members](#) – a checklist and good practice guide for non-executive board members.
- [On Board \(Published April 2015\)](#) - a guide on the role of board members of public bodies in Scotland for members themselves and for others with an interest.
- [The Institute of Directors – the role of the non-executive director](#) – a factsheet and good practice guide on the role of the non-executive director by the Institute of Directors.

Steering the ship



Key messages

- As Non-Executive Directors (NXDs), it is our role to help steer our public body.
- Part of this is influencing “how” things are done – not “what” is done, as well as providing effective governance and accountability.
- There are lots of sources of advice and guidance to help us do this.
- It is also important that we are self-aware and able to effectively evaluate our own performance.
- We need to help our body to be robust in the face of on-going scrutiny from the media and others and to recognise and celebrate the successes achieved.

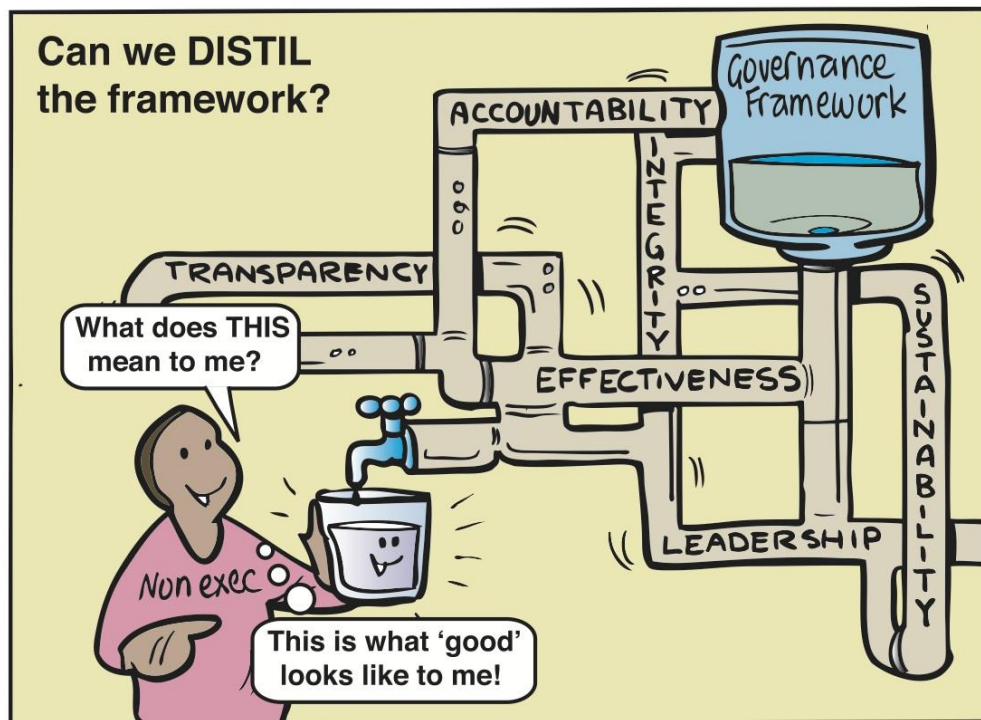
Actions

- Board members to become familiar with their own role and with existing guidance.
- The Scottish Government to develop, maintain and promote relevant guidance and learning opportunities to promote and support effective governance and accountability.
- The Scottish Government to review and develop channels to support effective communication between Public Bodies Unit, sponsor teams and their bodies.

Some links to useful information

- [Commissioner for Ethical Standards in Public Life in Scotland](#) – the website of the Commissioner for Ethical Standards in Public Life in Scotland.
- [Model Code of Conduct for Members of Devolved Public Bodies](#) – a template for a model code of conduct for members of devolved public bodies.
- [Model Framework Document](#) – the NDPB (Non-Departmental Public Body) model framework document, setting out the broad framework within which an NDPB will operate and defining key roles and responsibilities that underpin its relationship with the Scottish Government.
- [On Board \(Published April 2015\)](#) - a guide on the role of board members of public bodies in Scotland for members themselves and for others with an interest.
- [Scottish Public Finance Manual](#) - a manual issued by the Scottish Ministers to provide guidance to the Scottish Government and other relevant bodies on the proper handling and reporting of public funds.
- [The Standards Commissioner for Scotland](#) – the website of the Standards Commission for Scotland ("the Standards Commission").
- [Chartered Institute of Public Finance and Accountancy Training](#) – specialist training courses for members of Audit and Risk Committees of public bodies, finance professionals, auditors, treasury staff, service managers, frontline personnel and non-finance specialists, provided by the Chartered Institute of Public Finance and Accountancy (CIPFA).

A Framework for Governance and Accountability



Key messages

- As Non-Executive Directors (NXDs), we must be able to extract the things that are relevant and important from the wide range of information that is presented to us, and that is available from other sources.
- The guidance that is available can help us do this, as well as sharing good practice.
- It is also vital that we are clear on the expectations placed upon us, and on the expectations of others.
- We can use the wide range of data that is collected and address language barriers by avoiding jargon to contribute to our body's effectiveness.

Actions

- Board members to become familiar with data, and other information, specifically relevant to their role.
- The Scottish Government to develop, maintain and promote relevant guidance and learning opportunities to promote and support effective governance and accountability.
- The Scottish Government to work with Audit Scotland to explore the provision of relevant learning opportunities.

- The Scottish Government to develop the role of professional sponsorship to support the effective governance and accountability of its public bodies.

Some links to useful information

- [Commissioner for Ethical Standards in Public Life in Scotland](#) – the website of the Commissioner for Ethical Standards in Public Life in Scotland.
- [Model Code of Conduct for Members of Devolved Public Bodies](#) – a template for a model code of conduct for members of devolved public bodies.
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The Scottish Approach



Key messages

- The Scottish Approach to Government includes engaging our citizens in all that we do.
- It involves using the assets that we have, both within our public bodies and more widely across Scottish society, to work together to coproduce the outputs and to deliver the outcomes that we wish to see.
- This is clearly set out in Programme for Government.
- Participation will help to foster a relationship of equals between public bodies and Government.

Actions

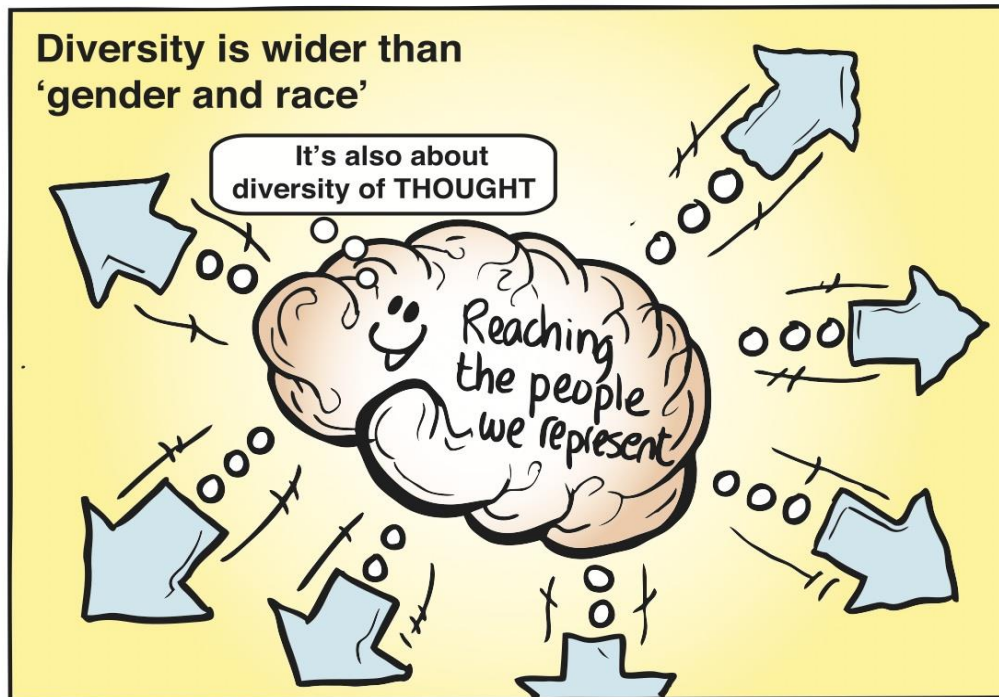
- Board members to encourage their boards to embrace the Scottish Approach to Government.
- Board members to consider and promote creative opportunities for civic participation in relation to their own bodies.
- Board Members to encourage boards to develop stakeholder engagement plans.
- The Scottish Government to review and develop channels to support effective communication between Public Bodies Unit, sponsor teams and their bodies.

- The Scottish Government to develop, maintain and promote relevant guidance and learning opportunities on The Scottish Approach and its individual elements.

Some links to useful information

- [Appointed for Scotland](#) – the website for Scottish Government public appointments information and opportunities.
- [LinkedIn](#) – a networking group for Scottish Public Bodies Non-Executive Directors.
- [Programme for Government](#) – information setting out the Scottish Government's future legislative priorities.
- [Public Bodies Outcomes-Based Approach](#) – guidance to help the Scottish Government and public bodies work together in developing an outcomes-based approach to delivering on the SG's Purpose.

The importance of diversity



Key messages

- Tackling inequality in the boardroom is a key element of the Programme for Government and it is our role to support this where we can.
- It is also important for us to consider diversity in its widest sense.
- This will ensure boards are more diverse and more representative of the communities and customers they serve and can enjoy the benefits that this brings.
- We should support greater efforts to ensure collaborative leadership (50:50 gender balance by 2020) across the public, private and third sectors, which will support more effective learning and greater impact.

Actions

- Board members to become buddies/mentors to help foster diversity.
- Board members to encourage their boards to become diversity-confident and to support the wider diversity and equality agenda and relevant actions.
- The Scottish Government to progress the diversity agenda through its Public Boards and Corporate Diversity Programme and work to deliver 50:50 gender representation by 2020.

Some links to useful information

- [Commissioner for Ethical Standards in Public Life in Scotland](#) – the website of the Commissioner for Ethical Standards in Public Life in Scotland.
- [Scottish Government Equality, Human Rights and Third Sector Division](#) – the webpage of the Scottish Government Equality, Human Rights and Third Sector Division.
- [Equality Advisory Support Service \(EASS\)](#) – a webpage providing Information and advice about discrimination and human rights issues.
- [Equality and Human Rights Commission](#) – the website of the Equality and Human Rights Commission.
- [Scottish Human Rights Commission](#) - the website of the Scottish Human Rights Commission.