



**Commission for Victims and Survivors for Northern Ireland
Board
Terms of Reference**

1.	Constitution and Purpose
	<p>The principle role of the Board is the stewardship of public monies entrusted to the Commission for Victims and Survivors (the Commission) to further the realisation of the policies and priorities of the First and Deputy First Minister, and The Executive Office.</p> <p>The stewardship responsibility means the Board is responsible for:</p> <ul style="list-style-type: none"> • Giving leadership and strategic direction • Defining control mechanisms to safeguard public resources • Supervising overall management of the organisation’s activities • Reporting on stewardship and performance <p>In addition to its primary accountability to the First and Deputy First Minister and The Executive Office, the Board is also accountable to the Northern Ireland Executive, government authorities, employees, other stakeholders and the public.</p>
2.	Membership
	<p>The Commission is a Corporate Sole and therefore the Board comprises of the Commissioner. The Commissioner is the Chair of the Board</p> <p>Board meetings are attended by the Chief Executive.</p> <p>The Commissioner must be present for the meeting to be quorate.</p>
3.	Responsibilities
	<p>The principle responsibilities of the Board required to ensure the overall stewardship of the Commission are:</p> <ul style="list-style-type: none"> • The Board must ensure that there are long-term goals and a strategic planning process in place within the framework set by the First and Deputy First Ministers and The Executive Office. The Chief Executive formulates the organisation’s strategy, policies and proposed actions and

	<p>presents them to the Board for approval. The Board brings objectivity and judgement to the process and ultimately approves, on an annual basis, the strategic and operational plans which take into account, among other things, the opportunities and risk for the Commission.</p> <ul style="list-style-type: none"> • The Board shall focus on the difference the Commission is making in the outside environment. • The Board must establish values and standards of the Commission and ensures that it adopts and complies with established codes of practice. • The Board must identify and have an understanding of the principle risks associated with the Commission’s business and must ensure that appropriate systems are in place which effectively monitor and manage those risks. • The Board must ensure that the necessary internal controls and management systems are in place that effectively monitor the Commission’s operations and ensure compliance with applicable laws, regulations and policies. • The Board must ensure that processes are in place to enable it to monitor and measure Management’s, and in particular the Chief Executive’s, performance in achieving the Commission’s stated objectives. These processes should include appropriate training and succession planning of management. • The Board shall satisfy itself as to the business and profession integrity of the Chief Executive and that he/she creates a culture of integrity throughout the Commission. • The Board shall ensure that there is a process in place to evaluate the effectiveness of the Board and the Audit and Risk Assurance Committee on a periodic basis.
<p>4.</p>	<p>Decisions</p>
	<p>Matters that will be dealt with by the Board include the following:</p> <ul style="list-style-type: none"> • Corporate governance arrangements • Corporate/operational planning • Operational strategies, policies and plans • Annual report and accounts, including governance statement • Performance monitoring • Corporate risk register • Corporate projects <p>To support the Board it is the responsibility of the Chief Executive to provide the Board with comprehensive advice.</p>

5.	Information Requirements
	<p>Main categories of information to be considered at Board meetings:</p> <ul style="list-style-type: none"> • Draft corporate and operational plans • Progress against corporate and operational plans milestones and metrics • Performance against key efficiency metrics • Progress and status of major projects • Risk management • Financial management, including use of resources compare to budgets • Internal and external audit reports and other assurance/compliance reviews • Updates on Freedom of Information and Subject Access request, fraud, whistleblowing, complaints, etc <p>The above matters shall be scheduled in an annual programme prepared and maintained by the corporate secretariat.</p>
6.	Meetings
	<p>The Board should normally meet on a quarterly basis. The Chair may convene additional meetings as necessary.</p> <p>If appropriate, a meeting may be conducted by conference/video call.</p> <p>In the event of extenuating circumstances preventing the Chief Executive from participating in any Board meeting, the Head of Finance and Corporate Affairs will deputise.</p> <p>The Board may ask any other officials of the Commission to attend to assist with its discussions on any particular matter.</p>
7.	Secretariat Support
	<p>The Corporate Services Manager (the Secretariat) will provide support to the Board, with the Executive Personal Assistant providing support when necessary.</p> <p>For each meeting of the Board, the Secretariat will agree an agenda with the Chair, with input from the Chief Executive. This will be informed by the annual forward work programme produced by the secretariat and agree by the Board.</p> <p>The Chair will have the final say in the decisions about what business will be taken at any particular meeting.</p>

	For each meeting, agendas and papers should normally be disseminated at least five clear working days in advance. The business conducted at meetings and actions required are recorded in minutes prepared by the Secretariat. The draft Board minutes are circulated within a week of the meeting to the member and agreed at the next meeting of the Board.
8.	Conflicts of Interest and Conduct
	The Board member will show leadership by promoting agreed values and standards. He/She will advise of any external interests that may conflict with duties and responsibilities in accordance with the Commission's Code of Conduct arrangements.
9.	Reporting and Communications
	Following the meeting the secretariat will prepare a briefing paper which will be communicated to all staff. Minutes of all meetings will be made available on the Commission website. The Board will inform the Audit and Risk Assurance Committee on an ongoing basis of matters relevant to their remit. Significant issues such as risk escalation will be reported promptly.
10	Review
	These Terms of Reference will be reviewed every three years and approved by the Board.
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