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| Performance & Resources Committee | |
| Date of Meeting | Wednesday 18 December 2019 |
| Paper Title | Annual Review of Committee Terms of Reference |
| Agenda Item | 14 |
| Paper Number | PRC2-L |
| Responsible Officer | Penny Davis, Board Secretary |
| Status | Disclosable |
| Action | For Decision |

1. Report Purpose
   1. To reflect on the Committee’s Terms of Reference and agree any proposed changes for consideration by the GCRB Board.
2. Recommendations
   1. The Committee is invited to consider its terms of reference and identify and agree any changes to its terms of reference it wishes to recommend to the Board.
3. Terms of reference
   1. The Committee’s current terms of reference are attached as an annex to this paper.
   2. It was agreed by the Board at its meeting on 29 October, 2018 that each committee should consider delegations to it during its annual review process and make any recommendations to the Board at the January meeting.
   3. The Committee is therefore asked to consider its terms of reference and identify any changes to its terms of reference it wishes to recommend to the Board**.**
   4. The Committee may wish to consider amending the wording of the terms to a) preserve a non-executive majority in decision-making and b) ensure that meetings may only be called with the consent of the Committee Chair. The proposed changes are marked in bold on the attached terms of reference.
   5. The Committee may also wish to consider whether its remit should more explicitly refer to its potential to make a difference to how effectively GCRB delivers against its strategic aims. For example, a paragraph along the following lines could be added under *Projects*:

*To seek and promote opportunities for GCRB to enhance its effectiveness in achieving its Regional Outcome Agreement and strategic aims through regional and collaborative initiatives.*

1. Risk Analysis
   1. Effective evaluation procedures help to mitigate *GCRB Risk 012: The capacity and capability of the Board is inadequate and standards of governance fall below the level required*, and *GCRB Risk 013: There is a breach of legislation/guidance/code of practice and this results in a failure of governance.*
2. Legal Implications
   1. There are no specific legal implications associated with this paper.
3. Resource Implications
   1. There are no resource implications associated with this paper.
4. Strategic Implications
   1. There are no specific implications for the Regional Outcome Agreement or Strategic Plan associated with this paper.