

1. Purpose

The Board is responsible for agreeing the FCO Services strategic agenda, setting corporate policy and monitoring performance at corporate level. The Board has no executive powers, but should provide support, advice and constructive challenge to the Chief Executive and his executive team.

2. Role of the Board

In line with Government best practice the responsibility of the Board includes the following areas: strategic clarity; commercial sense; talent management; and performance monitoring. The Board must support the Chief Executive in embedding the organisation's values (including its commitment to diversity) and maximising its performance. In so doing, the Board will advise the Chief Executive on the management and systems required, to ensure effective governance and control. This will involve:

- Agreeing FCO Services' strategic aims and objectives;
- Agreeing the broad allocation of financial and human resources;
- The establishment and embedding of standards and values;
- Maintaining a transparent system of prudent and effective controls;
- The assessment and management of risk;
- Oversight of the process of change and performance, encouraging innovation, and where appropriate enterprise, to enhance FCO Services' capacity to deliver.
- Oversight of key relationships, including with the Foreign and Commonwealth Office; and
- Ensuring FCO Services works to the terms of the formal documents which set out its role.

The Board will receive regular reports from FCO Services on:

- Financial and management performance;
- Progress in relation to performance targets;
- The identification and management of risk; and
- Health & Safety.

3. Role and behaviour of Board members

- Members of the Board, whether executive or Non-Executive Directors, are appointed in order to support the CEO and his team, while providing constructive and effective challenge. The executives on the Board will, inevitably, need on occasion to explain and justify actions in or proposals from their Directorates. But this does not diminish their responsibility to provide their objective assessment of

proposals being considered by the Board. Participation will be in person or, if necessary, by telephone or video link.

- Members of the Board must at all times adhere to the ethical standards expected of public office as set out by the 'Nolan principles'.

3. Membership

The membership will consist of:

- The Chair – Non-Executive Director;
- A minimum of a further two Non-Executive Directors (one acting as Chair of the Audit and Risk Assurance Committee);
- Chief Executive, FCO Services;
- The Executive Directors, FCO Services.

Quorum

To maintain challenge and insight each meeting must have a minimum of 6 attendees, comprised of at least two executive directors and two Non-Executive Directors.

The Board will usually meet:

- 6 times each year.

In order to fulfil its role the Board will have access to funding sufficient to:

- meet remuneration and expenses of members;
- meet the training needs of members; and
- commission specialist external advice if required.

Requests for funding should be made to the Board Secretary.

List of current members of the Board:

- Sir Simon Gass, Chair of FCO Services Board and Non- Executive Director
- Danny Payne, Chief Executive Officer
- Claire Shepherd, Chief Operating Officer
- Yvonne Laird, Chief Finance Officer
- Rob Eason, Managing Director, Global Digital Technology
- Joy Hutcheon, Non- Executive Director
- Bill McCluggage, Non- Executive Director
- Stephen Hawker, Non- Executive Director
- Philip Barton, Non- Executive Director
- Ann Tourle, Non- Executive Director
- Richard Gunning, Non-Executive Director

Interests

Members of the Board are required to register those interests and activities which could be interpreted as a conflict of interest. The Board Secretary will maintain the Register of Director's Interests. If a Director's circumstances change s/he must contact the Board Secretary immediately so that the register can be updated. Directors must declare a conflict of interest at meetings if a matter on which a Director has an interest is to be discussed.

4. Sub-Committees

The Board can establish sub-Committees for specified purposes which must operate in ways consistent with corporate best practice and HM Treasury and Cabinet Office guidance. There are currently two sub committees, which have their own published terms of reference, the Audit & Risk Assurance Committee and the FCO Services Executive Board.

Each year the FCO Services Board will review its own performance. In line with best practice, the evaluation will be carried out by an independent, external reviewer at least once every three years

The Secretariat will be provided by FCO Services.

Last agreed January 2017.