

Applicants information pack for the  
position of Non-Executive Directors  
on the Board of the  
**Scottish National Investment Bank**

**Closing date for applications: Friday, 24 July 2020**



## Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

Cabinet Secretary for Finance, Fair  
Work and Culture  
Fiona Hyslop MSP



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23 June 2020

Thank you for your interest in becoming part of this new bank. It is my pleasure to start the process to appoint Non-Executive Directors of the Board for the new Scottish National Investment Bank. We are looking for applicants who will bring active, dynamic and creative leadership to the Bank Board, who will work effectively with partners, stakeholders and the Scottish Government to deliver the Bank's ambitions with impact and ensure it delivers its investments in a way that facilitates sustainable and inclusive growth across Scotland.

By aligning its aims and objectives with Scotland's Economic Strategy, the Bank has the potential to transform and grow Scotland's economy, tackling the unique challenges Scotland faces by becoming a cornerstone institution in Scotland's financial landscape. The leadership and vision provided by the Board will be key to delivering this ambition.

Establishing the Scottish National Investment Bank is a major Scottish Government priority. We believe that the Bank can be a transformative institution that delivers economic, social and environmental benefits for the people of Scotland for decades to come.

The Scottish Government has a purpose of creating a more successful country with opportunities for all of Scotland to flourish through increased wellbeing, and sustainable and inclusive economic growth. Our national performance framework sets out the range of outcomes through which this will be achieved and I believe the Bank can make a substantial contribution against this purpose. In particular the Bank has a crucial role in facilitating Scotland's transition to net-zero.

The Board will be a key part in this, bringing to the Bank a range of skills, knowledge and experience to stand it in good stead as it opens its doors later this year.

I hope the information in this pack provides you with a clear understanding of the skills, knowledge and experience that members of the Board will possess to meet the needs of this new organisation and I encourage you to apply if you consider you meet the requirements.

I would like to extend my thanks to you for your interest in this crucial role, one which will help us make our ambition a reality.

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Scottish National Investment Bank**

If you require further information please contact the Scottish National Investment Bank Team by email at [workforSNIB@gov.scot](mailto:workforSNIB@gov.scot).

Kind regards  
Fiona Hyslop

**FIONA HYSLOP**

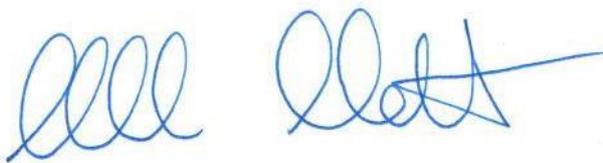
23 June 2020

Dear applicant

As Chair-designate of the Scottish National Investment Bank it is with both excitement and enthusiasm that I write this introduction to the information pack for applicants for Non-Executive appointments to the Bank's Board. This is an important time as we seek to create a Bank ready to invest in the Scottish economy before the end of 2020. Given the damage the Covid-19 pandemic has caused to our economy it is doubly important that the Bank is up and running as soon as possible. Much good work is being done to prepare us for launch and we have recruited as our CEO Eilidh Mactaggart a very experienced investment leader. She and her team are working hard to create a diverse and inclusive organisation that can successfully meet the challenge in tackling our missions.

The Board of the Bank will play an important role in providing challenge and assurance but also support and guidance to the Bank as it moves forward from start up through launch to fully operational. We can be a unique investment business that delivers positive financial returns and makes a real difference to Scotland through social and environmental impacts that directly address our mission challenges. This document provides a detailed introduction to the Board roles for which Ministers are appointing and the process being used.

If you believe you have the skills, knowledge, experience and enthusiasm to contribute to our Board we look forward to receiving your application.

A handwritten signature in blue ink, consisting of two distinct parts. The first part is a cursive 'W' followed by 'illie', and the second part is a more stylized 'Watt' with a long horizontal stroke extending to the right.

**Willie Watt**  
Chair, Scottish National Investment Bank

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# Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

## About the Scottish National Investment Bank

In the Programme for Government in 2018, the First Minister announced plans to establish a Scottish National Investment Bank. This was followed with plans to introduce legislation to underpin the Bank which saw a Scottish National Investment Bank Bill being introduced to the Scottish Parliament in February 2019.

The Scottish National Investment Bank Act ('the Act') received Royal Assent in February 2020, paving the way to establish the Bank as a public limited company and public body accountable to Scottish Ministers who own and set its strategic missions. The Act sets out how the Bank should operate in order to meet missions which will be set by Scottish Ministers as the sole shareholder. In response to these missions the Bank is required to develop an Investment Strategy which will help create and shape future markets, spark innovation and tackle socio-economic challenges in Scotland. Additionally, the Bank will have a key role to play in Scotland's emerging economy post Covid-19.

The Bank is being established as a mission-oriented and patient capital investor, with the ambition and vision to address Scotland's economic priorities in a sustainable, inclusive and ethical way. Scottish Ministers will set these missions following a Parliamentary consultation in the Autumn.

To date, a group of specific Scottish societal challenges which require innovation and investment over several decades to ensure success have been identified and will be reflected in these missions. These missions will not specify the solutions or the types of businesses which the Bank should invest in, but instead set the outcomes required.

The missions remain subject to finalisation, but as it stands are:

- Achieving a just transition to net-zero carbon emissions by 2045: Invest in rebalancing our economy towards leadership in sustainable technology, services and industries.
- Extending equality of opportunity through improving places by 2040: Invest in the built environment and regeneration to reduce disadvantage and improve opportunities and outcomes for people and communities.
- Harnessing innovation to enable our people to flourish by 2040: Invest in innovation and industries of the future for a healthier, more productive and prosperous population.

The Scottish Government has committed to providing £2 billion over 10 years to capitalise the Bank; this will make a material difference to the supply of capital to the Scottish economy.

### Further Information

More information about the Bank can be found at [www.gov.scot/policies/economic-growth/scottish-national-investment-bank/](http://www.gov.scot/policies/economic-growth/scottish-national-investment-bank/)

# Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

## The Board

The Board will initially comprise of the Chair and up to eight Non-Executive Directors as well as the Chief Executive and Chief Finance Officer.

## About the Board roles

These are Ministerial appointments made by the Cabinet Secretary for Economy, Fair Work and Culture and will be made under the Ethical Standards Commissioner's *Code of Practice for Ministerial Appointments to Public Bodies in Scotland*.

## Role Descriptions

Scottish Ministers are seeking to appoint up to eight Non-Executive Directors who will play a key role in the governance and setting up of the Scottish National Investment Bank and will oversee its establishment. The Scottish Government's vision for the Bank is that it be a cornerstone financial institution within Scotland's economic architecture and is seeking to appoint a diverse, balanced Board with the skills, knowledge and experience to achieve this.

The long-term success and the strategy of SNIB is the collective responsibility of the Board. Matters reserved for the Board include the strategic direction of the business, significant investments, policies, terms of reference of all committees, risk appetite, determining and remuneration policy and appropriate levels of remuneration for the executive directors, and its committees including Audit, Risk, Remuneration, and Investment/ Valuations.

## General Non-Executive Directors

As a member of the Board, you will:

- contribute to setting, monitoring and challenging the strategic direction of the Bank, by assisting in developing key strategic objectives, overseeing the achievement of those objectives and challenging the on-going appropriateness of those objectives;
- contribute to open and honest debate at Board meetings and provide constructive challenge to the executive decisions, adding diversity of thought and industry experience to the Board;
- promote the long-term success of the Bank and ensure the accountability of the Bank, scrutinising the performance of management in meeting agreed goals and objectives and monitoring the reporting of performance;
- uphold high standards of integrity and probity and support the Chair and Executive Directors by seeking to instil the appropriate culture, values and behaviours in the boardroom and beyond;
- commit sufficient time and resource to fulfil all functional responsibilities and continually develop personal capabilities to do so;
- provide effective oversight of the Bank's activities;
- provide constructive challenge of Executive performance;
- review the development of the Bank's strategy;
- review the development of the Company's culture, values and standards and ensuring that the Bank's obligations to its stakeholders are understood and met;
- attend and provide input and challenge to the Board and Committee meetings and discussions;

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- take part in collective Board and Committee decisions, including voting;
- scrutinise the performance of management and agreed goals and objectives, and monitor the reporting of performance;
- safeguard the integrity of financial information and ensure that financial controls and systems of risk management are robust and defensible;
- ensure that the Board operates in line with accepted good practice in corporate governance;
- promote a board culture of openness, inclusion and debate;
- develop a constructive working relationship with the Chair, Executive and Non-Executive Directors;
- provide support and guidance in areas of particular expertise and knowledge;
- contribute to discussions and be prepared to constructively critique the business strategy, risk appetite, Board executives' performance and successful use of resources as necessary.

### **Audit Committee Chair**

Audit Committee Chair specific responsibilities include to:

- ensure that the Bank does everything required of it by law and regulation including the preparation of accounts which give a true and fair view of the state of affairs of the Bank at the end of each financial year;
- ensure that management maintain a system of internal control and management information and analysis, which provides assurance of effective and efficient operations, internal financial control, compliance with law and regulation and a sound basis for informed decision making and performance valuation;
- satisfy self and the board on the integrity of financial information and that the financial controls and systems of risk managements are robust and defensible;
- constructively challenge and help develop proposals on strategy. Ensure that management strikes an appropriate balance between promoting long-term outcomes and delivering commercial objectives;
- scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance. Ensure that individual business decisions conform to agreed strategies and policies;
- support and oversee the external and internal audit functions of the Bank.

### **Risk Committee Chair**

Risk Committee Chair specific responsibilities include to:

- review the enterprise and investment risk strategies and policies, communicating conclusions to the Board;
- be a custodian of the Bank's risk appetite, limits, and risk control procedures;
- ensure that management information is accurate, and that controls and systems of risk management are robust, defensible and effective with governance structures in line with current best practice;
- help to assess complex risk areas such as cybersecurity, data privacy, third-party, conduct risks;
- ensure that all reports, products and services, pricing, are compliant with relevant regulations on risks, consistent with the bank's strategy;

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- ensure that effective governance structures and risk management disciplines are robust and in line with current best practice.

### **Remuneration Committee Chair**

Remuneration Committee Chair specific responsibilities include to:

- review the remuneration and any long term incentives of senior Executive personnel to ensure they properly reflect their contribution to the success of the business and advising on the overall remuneration strategy for staff;
- with the support of the Company Secretary, ensure the Remuneration Committee is acting within its powers and terms of reference;
- provide support and direction to Committee members to ensure their contribution is relevant and effective;
- bring fresh insights around staff engagement, values and culture, recruitment and retention and wider workforce development;
- consider succession planning needs at Board level and support the SG public appointments process.

### **Investment/ Valuations Committee Member:**

- the role of the Committee will be to consider and approve as appropriate decisions in relation to individual transactions proposed by the Bank's Investment Team;
- the Committee will consider and review the Bank's investment strategy within the parameters of the funding and risk appetite approach adopted by the Board and report to the Board;
- oversee the bank's approach to responsible and ethical investment;
- contribute to discussions and be prepared to challenge the investment strategy, performance, risk appetite and use of resources as necessary;
- offer strategic challenge and support to the Chief Executive and Investment team;
- the Chair will apply their own investment expertise and communicate ideas and conclusions to Board members who are financially highly literate, but who have varying levels of investment sophistication. They will be able to communicate ideas and conclusions clearly and without jargon.

### **Senior Independent Director (SID)**

- the role is to agree the company's goals and objectives, oversee performance, provide supportive and constructive challenge to the executive team, and to ensure that appropriate and robust risk management controls are in place;
- the SID should also serve as an intermediary for the other directors when necessary and be available to shareholders if they have concerns which contact through the normal channels of chair, chief executive or other executive directors has failed to resolve;
- receive any concerns relating to conflicts of interest and seek an appropriate solution. This could include seeking external advice, review or mediation;
- assist Board members to challenge and contribute effectively to the work of the Board and Committees;
- take the initiative with the Chair if it seems that a Board or Committee is not functioning effectively;

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- assist the Chair and Chief Executive (as appropriate), to take the lead on behalf of the Board in helping to resolve any major business issues;
- lead on any investigations at the request of the Chair;
- receive and lead on dealing with issues of whistleblowing and confidential reporting;
- attend meetings with the Scottish Government shareholder and major stakeholders to obtain a balanced understanding of their issues and concerns, particularly if they felt that the usual channels of communication through the Chair or Chief Executive have failed to resolve an issue;
- act as an ambassador for SNIB, deputising for the Chair as required, maintaining excellent relationships with the shareholder, customers, and stakeholders that you come into contact with.

### **Assessment**

Dates for key stages of this selection process are set out below on page 6. Due to the current and changing restrictions on social contact arising from the Covid-19 pandemic, these dates are provisional only and may need to be altered as the process moves forward.

It is anticipated that interviews will be face-to-face, however we will continue to review this as the guidance on physical distancing and meetings develops. If it is not possible to meet, other arrangements will be considered which may include conducting the interviews by video link.. The selection panel will be as flexible as is possible to ensure that no candidates are disadvantaged by any alternative arrangements. Candidates should let the selection panel know if they have any concerns or restrictions about interviews not being carried out face to face.

Applicants will be advised of changes as soon as possible and information will be updated on the Appointed for Scotland website [www.gov.scot/collections/public-appointments/](http://www.gov.scot/collections/public-appointments/). If you have any questions or concerns about this please contact the Public Appointments Team on Freephone 0300 244 1898 or email [public.appointments@gov.scot](mailto:public.appointments@gov.scot).

### **Remuneration**

Non-Executive Directors will receive up to £21,250 per annum. Those appointed Chairs of Committees and the Senior Independent Director will receive an additional £4,250 per annum.

Reasonable expenses incurred in carrying out the duties of the appointment, including travel and subsistence costs and dependant carer and childcare expenses, will be reimbursed.

The appointments are non-pensionable.

### **Time commitment**

Non-Executive Directors will be expected to devote up to 25 days per year to the role although further time may be required in the first year of appointment. This can be discussed with the Chair if appointed and will be reviewed at the end of the first year. Those appointed Chairs of Committee and the Senior Independent Director will commit to a further five days per year to the role.

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## Length of Term

The lengths of the terms of the appointments will be different and dependent on the role the Non-Executive Director is appointed to on the Board. No term will run for more than five years in the first round of appointments.

Any appointments by Ministers, and subsequent reappointments, will not extend beyond a combined maximum of eight years as set out in the Ethical Standards Commissioner's *Code of Practice for Ministerial Appointments to Public Bodies in Scotland*.

Reappointment is not automatic and is subject to performance and the individual continuing to satisfy the requirements of the person specification at that time. Board Members will be supported and appraised by the Chair on an ongoing basis, with the Chair being appraised by a Scottish Government official. The Chair will conduct an annual appraisal of each Member.

## Location of meetings

It is anticipated that the Board meetings will be held primarily in central Edinburgh, however, from time to time, meetings may also be held in other parts of Scotland.

## Key dates

What happens	When
Date appointment publicised	23 June 2020
Closing date for completed applications	24 July 2020
Date of shortlisting meeting to select applicants for next stage	w/b 3 August 2020
Date outcome of shortlisting meeting will be relayed to applicants	w/b 10 August 2020
Dates for the interview stage (two stages)	w/b 17 August to 21 September 2020
Date by which applicants will be informed of the Minister's decision	30 September 2020
Appointment date from	1 October 2020

Throughout the process we will follow the Scottish Government guidance on physical-distancing, therefore, these dates are provisional. Should these change applicants will be advised as soon as possible. The selection panel will be as flexible as is possible to ensure that no candidates are disadvantaged by any alternative arrangements.

## The Selection Panel

The selection panel will comprise:

- Willie Watt, Chair-designate, Scottish National Investment Bank (Chair of the panel);
- Liz Ditchburn, Director General Economy, Scottish Government;
- Shonaig Macpherson, Chair of the Robertson Trust and President of the Scottish Council for Development and Industry (SCDI); and
- Matt Drynan, Public Appointments Adviser, Ethical Standards Commissioner.

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To make sure that the process is transparent and that each appointment is made on merit, the selection panel members will declare if they know anyone who has applied for these appointments. Applicants are also be asked to indicate if they know any of the selection panel members.

Where an applicant and selection panel member have a close relationship, the selection panel Chair will refer this to the Ethical Standards Commissioner who can decide if the selection panel member should be involved in the assessment of the applicant concerned and may ask the selection panel member to take no further part in the appointment round.

To discuss this in confidence please contact the Public Appointments team on Freephone 0300 244 1898 or by emailing [public.appointments@gov.scot](mailto:public.appointments@gov.scot).

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### Person Specification

The person specification sets out the essential criteria for these positions and indicate how and at which stage in the process each of the criteria will be tested. Successful candidates should meet all of the following three essential criteria for all Board roles:

Essential Criteria	What does this mean?	Where we will test it?
<p><b>Strategy</b></p> <p>1. The ability to and experience of developing and implementing strategic business plans.</p>	<ul style="list-style-type: none"> <li>• experience in successfully formulating and implementing strategy at a senior level within an organisation;</li> <li>• the ability to take account of developments in a sector and be aware of the social, economic, and political implications and their impact on the Bank’s strategic plan;</li> <li>• the ability to monitor and evaluate developments which may affect the Bank and the ability to meet its objectives.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>
<p><b>Governance</b></p> <p>2. Experience as a leader in an organisation with a record of achievement throughout their career.</p>	<ul style="list-style-type: none"> <li>• a track record in ensuring effective governance at senior executive or non-executive level;</li> <li>• the ability to successfully challenge the views of others within a senior management or board setting;</li> <li>• experience of initiating and managing organisational and cultural change in an ethics based organisation.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>
<p><b>Risk and Performance Evaluation</b></p> <p>3. Experience of working within a risk management framework.</p>	<ul style="list-style-type: none"> <li>• knowledge and experience of risk management frameworks, internal controls and corporate governance;</li> <li>• experience of monitoring and evaluating</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview</p>

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	macroeconomic and other stress tests on a portfolio or business plan; <ul style="list-style-type: none"> <li>• knowledge and experience of performance management at organisational level.</li> </ul>	if shortlisted.
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Those interested in one of the specific Board roles should also demonstrate evidence of one or more of the following skills. This is to fill positions as Chairs of the Audit, Risk, and Remuneration Committees, a Member of the Investment/Valuation Committee, the role of Senior Independent Director, and to bring Scottish and International economic development experience to the Board.

Skills Criteria for Required Roles	What does this mean?	Where we will test it?
<b>Audit Committee Chair</b>  1. A working knowledge and experience of financial performance management and reporting in a regulated financial services environment.	<ul style="list-style-type: none"> <li>• a career in accountancy or significant financial management experience;</li> <li>• knowledge and proficiency in accounting standards – UK GAAP and IFRS;</li> <li>• experience as a Non-Executive Director and Audit Committee Member or a serving CFO or partner in a professional accountancy practice or a relevant but not conflicted business;</li> <li>• a successful track record in financial performance management and reporting.</li> </ul>	Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.
<b>Risk Committee Chair</b>  2. A working knowledge and experience of risk management gained in a regulated financial services environment.	<ul style="list-style-type: none"> <li>• knowledge and understanding of current approaches to risk management within either the banking or investment sectors and the associated regulatory environments;</li> <li>• experience and successful application of risk management frameworks, internal controls and corporate governance.</li> </ul>	Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.

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<p><b>Remuneration Committee Chair</b></p> <p>3. Experience of designing or operating executive compensation schemes within a financial services sector regulatory framework.</p>	<ul style="list-style-type: none"> <li>• a record of HR leadership at a senior executive or consultancy level in an investment/asset management/financial institution, or a similar role with significant employee engagement;</li> <li>• experience as an executive or non-executive director on the remuneration committee of a relevant financial services institution.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>
<p><b>Senior Independent Director</b></p> <p>4. Previous board experience at Chair or Non-Executive Director Level, with an understanding of the Government economic policy landscape and how the public sector operates, and direct experience of working and engaging with Government.</p>	<ul style="list-style-type: none"> <li>• in depth understanding of the operation of boards within a complex environment with a range of stakeholders and the ability to manage with confidence, presence and impact and an appreciation of the political context within which the bank will operate;</li> <li>• the ability to be a sounding board for the Chair and serve as an intermediary for the other directors and shareholders;</li> <li>• knowledge and experience of engagement with Government and the Public Sector;</li> <li>• experience of stakeholder engagement in the formulation and delivery of Economic Policy.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>
<p><b>Investment/Valuation Committee Member</b></p> <p>5. Experience in an investment or banking context of Investment and Valuations.</p>	<ul style="list-style-type: none"> <li>• the ability to review the valuation policies of the Bank in the context of its Missions and recommend changes if required;</li> <li>• the ability to determine and recommend valuations to be placed on investment</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>

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	<p>assets for the purposes of financial reporting and financial statements;</p> <ul style="list-style-type: none"> <li>• experience of reviewing and making decisions on Executive recommendations in relation to specific investments, divestments or valuations;</li> <li>• knowledge and understanding of sustainability and impact investing in an international context.</li> </ul>	
<p><b>Economic Development - Scotland</b></p> <p>6. Knowledge of the business and economic environment in Scotland including an understanding of the challenges experienced in accessing investment.</p>	<ul style="list-style-type: none"> <li>• experience of infrastructure, venture or private equity finance in contributing to the growth of Scotland’s economy in the context of the Bank, Scottish Government and the wider public sector;</li> <li>• experience or knowledge of the issues facing workers and businesses in Scotland;</li> <li>• knowledge of mission driven investment relevant to at least one of the Bank’s Missions;</li> <li>• understanding of the role of public investment in delivering economic growth;</li> <li>• knowledge and understanding of fair work and sustainability and how this should be applied to the development of the Scottish economy;</li> <li>• the ability to translate knowledge and understanding of the economy to the Scottish context;</li> <li>• knowledge of the interrelationship between the provision of finance and business growth in a Scottish context.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>

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<p><b>Economic Development – UK and International</b></p> <p>7. Knowledge of the business and economic environment in an international context or markets outwith Scotland.</p>	<ul style="list-style-type: none"> <li>• experience of infrastructure, venture or private equity investment outside Scotland;</li> <li>• knowledge and understanding of relevant business groups and the wider international economic development ecosystem;</li> <li>• experience of renewable or low carbon investing would be desirable;</li> <li>• an understanding of the role of development banks and public investment in delivering economic growth and the ability to transfer this knowledge;</li> <li>• knowledge and understanding of the challenges experienced in accessing investment;</li> <li>• knowledge and understanding of sustainability and impact investing in an international context.</li> </ul>	<p>Applicants will be asked to demonstrate evidence in the form of a tailored career history. This will be tested further at interview if shortlisted.</p>
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# Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

## Application Process

### How to apply

To apply, please send:

- A tailored career history of not more than 1000 words, detailing roles and experience relevant to this appointment and include details of two referees; one a personal referee and one a professional reference.
- A letter, of not more than 1000 words, providing evidence which clearly demonstrates how you meet the essential criteria and, where appropriate, skills for required roles as described on pages 8-12 of this pack; and
- A completed form with personal information.

You must demonstrate clearly the evidence required to show how you meet the essential criteria as the content of the letter will be the evidence that determines whether or not you will be shortlisted for the interview stage.

The tailored career history and letter containing the evidence requested must be accompanied by the form which contains your personal details, declaration and equalities monitoring information. The form is available to download at [www.appointed-for-scotland.org/](http://www.appointed-for-scotland.org/).

When completed, the tailored career history, letter and form should be emailed to [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot). The tailored career history and letter will not be considered if it is not accompanied by the completed form.

A candidate who sees their contribution as a general Board member would be welcome to apply on the basis of the Essential criteria alone.

We are working with the search agency Odgers Berndston during this appointment process to help us reach a wide and diverse range of applicants. They will do this through a range of networks providing information about the role and directing potential applicants to the Appointed for Scotland website at [www.appointed-for-scotland.org/](http://www.appointed-for-scotland.org/). They will not be involved in decisions relating to shortlisting and interviewing of candidates, these remain the responsibility of the selection panel and Scottish Ministers

### Closing Date

The tailored career history, letter and form should arrive no later than Friday, 24 July 2020. Please note that evidence submitted after this date will not be considered.

### Declaration

You are asked to complete the section which provides details of any other involvement in public life or potential conflicts of interest, which will be explored further with you at interview or checked as part of the final assessment. If you are unsure whether you have a conflict of interest and would like to discuss this, please contact please contact the Scottish National Investment Bank Team by email at [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot).

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## Diversity Monitoring Form

To help us collect information about diversity we ask you to fill in a Public Appointments Monitoring Form. The form is very important and helps to determine public policy in how we embed a culture of equality and diversity, ensuring that everyone is treated fairly, without discrimination because of age, disability, gender reassignment, marriage or civil partnership status, pregnancy and maternity, race, religion or belief, sex, or sexual orientation.

All questions are optional and you are not obliged to answer any but the more information you supply, the more effective our policy development will be. To ensure fairness in the appointments process, the information collected in the monitoring form is not shared with the selection panel that assesses the applications. We do not use the information to assess whether you need any reasonable adjustments.

All information supplied will be non-attributable, completely anonymous and will be treated in the strictest confidence, in line with the principles GDPR Articles 6(1) (c) and (e), which are the lawful bases for processing, and GDPR Article 9 (2) (b) so we can comply with a legal obligation which is the condition for processing.

## Gender Representation on Public Boards (Scotland) Act 2018

In cases where the candidates who meet the criteria for selection are assessed as being of equal merit, either against all of the criteria for selection or having relatively equal strengths and weaknesses against an equal proportion of the criteria for selection, then the appointing Minister must take positive action and select a woman candidate from the choice of candidates offered - when the circumstances dictate that this is required to meet the gender representation objective set out in the Act.

The appointing Minister may alternatively select for appointment the person(s) who has (have) another protected characteristic on the basis of that characteristic. It is anticipated that such decisions will be based on the overall composition of the board. Where applicable you have been asked to provide information in the application pack on those characteristics that the appointing Minister may, when candidates are equally meritorious, take into account when making an appointment decision.

## Nationality/Disqualification

There is no bar on non-British nationals applying for and being appointed to the board of Non-Departmental Public Bodies. However, you must be legally entitled to work in the UK.

By virtue of the Scottish Parliament (Disqualification) Order 2007, you are ineligible to apply if you are:

- a member of the Scottish Parliament;
- a member of the House of Commons;
- a member of the European Parliament.

If you have previously held such office and wish to apply, one year must have elapsed from the day on which this office was last held.

Additionally, if you have ever been declared bankrupt, subject of adverse findings by the Financial Conduct Authority (FCA) or other regulators in any former role, or have been

## Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

disqualified as a company director, you may not be eligible to apply. To discuss this in confidence please contact the Scottish National Investment Bank Team by email at [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot).

### Feedback

Applicants who are not shortlisted will be advised of the outcome of their applications in writing. Subject to the number of applicants, feedback may be available on request to those who did not reach interview.

### The Assessment Process

The assessment will happen in three stages:

- The selection panel will assess the evidence in your letter against the criteria being tested, in conjunction with the information provided in your tailored career history. Applicants who most closely demonstrate these requirements will be invited to interview with the selection panel.
- At interview the selection panel will ask you questions to allow you the opportunity to demonstrate that you have the skills, knowledge and experience required for these roles. There will also be an exercise where you will be asked to prepare a short verbal response to a question you will be given in advance of your interview.
- The candidates who most closely demonstrate the skills required for the role, will be invited to a further, shorter, interview with the selection panel.

Interviews are planned to be face-to-face, however, due to current guidance on physical distancing this may not be possible. If it is not possible to meet, other arrangements will be considered which may include conducting the interviews by video link or something similar. The selection panel will be as flexible as is possible to ensure that no candidates are disadvantaged by any alternative arrangements. Applicants will be advised of any changes as soon as possible.

All candidates invited to interview will also be subject to a background check. Any issues found during the check will be discussed with you at interview.

### Recommended Candidates

For candidates being recommended for appointment, the selection panel will provide the appointing Minister with a summary of the evidence gathered during the process. The Minister can choose to meet those applicants prior to making a decision.

### Expenses for attending interviews

If you are invited for interview you can claim reasonable expenses incurred. This includes dependent carer or child care expenses. We expect the most efficient and economic means of travel to be used, a copy of our travel and subsistence policy can be provided on request, we ask that you provide us with receipts in support of all claims. For further advice please contact Scottish National Investment Bank Team by email at [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot).

# Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

## Valuing diversity

The Scottish Ministers are committed to diversity and equality and value very highly the benefits of having different points of view and experiences on our Boards. Accordingly, it is hoped to receive applications from a wide range of talented people irrespective of their religion or belief, gender, age, gender identity, disability, sexual orientation, ethnic origin, political belief, relationship status or caring responsibilities.

The Scottish Ministers particularly welcome applications from groups currently under-represented on the Boards of Scotland's public bodies, such as women, disabled people, ethnic minorities and people aged under 50.

Accessibility to public appointments is a fundamental requirement and the public appointments process promotes, demonstrates and upholds equality of opportunity and treatment of all applicants. The Scottish Government will always give consideration to disability-related reasonable adjustments that an applicant might request to enable them to meet the person specification and participate fully in the selection process. If you require any of the application pack documentation in an alternative format, please contact the Scottish National Investment Bank Team by email at [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot).

## Disability adjustments

If shortlisted for the final stage and you have a disability and require an adjustment to be made, you should contact the Scottish National Investment Bank Team by email at [WorkforSNIB@gov.scot](mailto:WorkforSNIB@gov.scot) who will make reasonable adjustments to enable you to attend or take part in the interview.

The dates for the interviews are detailed in the timetable on page 6 of this application pack.

## What happens if you are appointed?

Should you be appointed, some of the information that you have provided will be made public in an announcement about your appointment. This will include:

- your name;
- a brief summary of the skills, knowledge and experience you bring to the role;
- how long you have been appointed for;
- any remuneration associated with the appointment;
- details of all other public appointments you hold and any related remuneration you receive for them;
- details of any political activity declared by you; and
- a statement that the appointment is regulated by the Ethical Standards Commissioner.

## Training and support

Your induction will include (but not be restricted to) the following:

- your role and responsibilities;
- role of the body and arrangements for Board meetings;
- organisational structure;
- internal and external communication in relation to SNIB business;

## Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

- role of, and relationship with, the SNIB sponsor team and Minister;
- budget and financial information;
- briefing on the Act and SNIB missions; and
- arrangements for remuneration and expenses.

Non-Executive Directors will be supported and appraised by the Chair of the Board on an ongoing basis, with the Chair being appraised by a Scottish Government official. The Chair will conduct an annual appraisal of each Non-Executive Director.

The Scottish Government's generic guide on the duties of board members of public bodies "*On Board*" will be made available to you. You can also download it from [www.scotland.gov.uk/Topics/Government/public-bodies/On-Board](http://www.scotland.gov.uk/Topics/Government/public-bodies/On-Board). This guide is intended to help you in fulfilling your duties throughout the period of your appointment.

### Fit and Proper Person Tests

Scottish Ministers and the public must feel confident that people to be appointed to the Boards of public bodies are fit and proper persons to take up these positions. In the context of public appointments a Fit and Proper Person is an individual who is suitable for appointment because they meet the requirements of the role, and their past or present activities (and/or behaviours) mean that they are suitable to be appointed.

The fit and proper person test is an on-going process with checks built into different stages of the appointment round. These are designed to collect the necessary information and evidence. For these appointments, the checks in place for the fit and proper person tests are:

#### Verification of relevant information provided by the applicant:

- We will test the evidence you provide in your letter in relation to the skills, knowledge and experience required for the position, and further probe your evidence at interview if you're invited.
- If applicants provide information in support of meeting any of the criteria which details roles or qualifications held which is material to the selection panel's decision making, this information may be checked as part of the final assessment.

#### Ensuring that the applicant's conduct to date has been compatible with the public appointment in question:

- We will confirm that you understand: the work of the body, the nature of the appointment and that you're not aware of having committed any offence, or performed any act, that's incompatible with the position that you're applying for. We will do this using the declaration statement on the application form.

#### Determining that the applicant's appointment is not barred by reference to the constitution of the body concerned by way of, for example, criminal offences or other relevant matters:

- Information on disqualifications is provided in this pack material and you are asked to review this prior to submitting your application. We will confirm that you are not disqualified from taking up the role using the declaration statement on the application form.
- By submitting your completed application you're declaring that the information provided is, to the best of your knowledge and belief, true and complete.

## Appointment of Non-Executive Directors of the Board of the Scottish National Investment Bank

### Confirmation that the applicant has no inappropriate or unmanageable conflicts of interest incompatible with their appointment:

- You're asked in your application to complete questions about potential conflicts of interest.
- If you're invited for interview, further assessment will be through questioning that you understand what is meant by a conflict of interest. We'll ask you to confirm that, to the best of your knowledge, you don't have any conflicts of interest that are incompatible/unmanageable. We'll ask for additional information if you've declared a conflict of interest in your initial application.
- As part of the Commissioner's Code, you'll also be asked at the application stage to declare if you've had any political activity in the past five years.

### Ensuring that the applicant agrees to apply the Principles of Public Life in Scotland and be bound by the members' code of conduct:

- In carrying out their public service role, individual Board members will be expected to comply with the Scottish Government Model Code of Conduct and rules adopted by bodies [www.gov.scot/publications/model-code-conduct](http://www.gov.scot/publications/model-code-conduct).
- Confirmation that you have read the Model Code of Conduct, that you understand it and agree to be bound by it in the event that you are appointed forms part of the declaration statement of the application form. By virtue of submitting the completed form you are declaring that the information provided is, to the best of your knowledge and belief, true and complete.
- Applicants are expected to embrace the nine Principles of Public Life in Scotland. These are included in this pack at page 20. If invited to the final assessment stage, you will be asked to confirm your understanding of, and agreement to, applying these Principles.

### Establishing that the individual is able to meet the time commitment required:

- The time commitment involved for the role is given on page 5. If you're invited to interview you'll be asked whether you can meet this commitment.

## Feedback

Feedback will be provided, on request, to those invited to interview. It will be based on:

- the assessment of your merit in relation to the skills, knowledge and experience required by the person specification; and
- the outcome of the fit and proper person test where appropriate (see the section entitled "Fit and Proper Person Tests").

## Effect on existing benefits you may receive currently

Taking up a remunerated public appointment may affect any benefits you receive. This will depend on your individual circumstances so you should ask advice from the office that pays your benefit. Information can be found at [www.gov.uk/browse/benefits](http://www.gov.uk/browse/benefits).

## Lobbying

Appointees should be aware of the terms of the Lobbying (Scotland) Act 2016 as these may apply to their communications with MSP's, Scottish Ministers, Special Advisers and the Permanent Secretary who are covered by the terms of the Act. Applicants are expected to

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familiarise themselves with their obligations under the Act. For more information see [www.lobbying.scot/](http://www.lobbying.scot/).

### **Complaints**

Please note that there is no appeal process.

These appointments are regulated by the Ethical Standards Commissioner. If you have concerns with the way in which this appointment round was conducted, please contact the Scottish Government Public Appointments Team on Freephone 0300 244 1898 or email at [publicappointmentcomplaints@scotland.gsi.gov.uk](mailto:publicappointmentcomplaints@scotland.gsi.gov.uk). Alternatively, details of the complaint's procedure, can be found on the Appointed for Scotland website at [www.appointed-for-scotland.org/Complaints/](http://www.appointed-for-scotland.org/Complaints/).

The Commissioner's leaflet is included at the end of this pack and provides more information on his regulatory role in relation to public appointments and about taking unresolved complaints further.

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### The Principles of Public Life in Scotland

Duty You have a duty to uphold the law and act in accordance with the law and the public trust placed in you. You have a duty to act in the interests of the public body of which you are a member and in accordance with the core tasks of that body.

Selflessness You have a duty to take decisions solely in terms of public interest. You must not act in order to gain financial or other material benefit for yourself, family or friends.

Integrity You must not place yourself under any financial, or other, obligation to any individual or organisation that might reasonably be thought to influence you in the performance of your duties.

Objectivity You must make decisions solely on merit when carrying out public business including making appointments, awarding contracts or recommending individuals for rewards and benefits.

Accountability and Stewardship You are accountable for your decisions and actions to the public. You have a duty to consider issues on their merits, taking account of the views of others and must ensure that the public body uses its resources prudently and in accordance with the law.

Openness You have a duty to be as open as possible about your decisions and actions, giving reasons for your decisions and restricting information only when the wider public interest clearly demands.

Honesty You have a duty to act honestly. You must declare any private interests relating to your public duties and take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership You have a duty to promote and support these principles by leadership and example, to maintain and strengthen the public's trust and confidence in the integrity of the public body and its members in conducting public business.

Respect You must respect fellow members of your public body and employees of the body and the role they play, treating them with courtesy at all times. Similarly you must respect members of the public when performing duties as a member of your public body.

# Ethical Standards Commissioner

## Who We Are

This leaflet is about the work of the Ethical Standards Commissioner, as it relates to public appointments, and the Commissioner's office. The Commissioner regulates appointments to the boards of many of Scotland's public bodies. The Commissioner is wholly independent of the Scottish Parliament and the Scottish Government.

## What We Do

Every one of us living in Scotland benefits from the essential services provided by our public bodies. Their boards play a vital role in guiding and shaping these services. Our job is to oversee appointments to these boards to help ensure that the people who serve on them are appointed on merit, using methods that are fair and open. That oversight is usually provided by one of the Commissioner's Public Appointments Advisers. Whilst we regulate the process used to make appointments, it is run by civil servants on behalf of the Scottish Ministers. Our website has a list of the bodies that we regulate and also has useful information on applying for a public appointment.

This leaflet is sent to everyone who applies for a regulated public appointment in Scotland so that they know that the process is regulated and what to do if things go wrong.

## Making a complaint about a public appointment

Anyone who believes that an appointment has not been made appropriately or who has concerns about the appointment process itself can make a complaint.

If you have a complaint about a public appointment you first have to complain to the Scottish Government and give its officials a chance to respond. If you are unhappy with the Scottish Government's response to your complaint you can then ask the Commissioner to investigate the matter for you.

If you are in any doubt about whether we can deal with your complaint, or if you want advice before raising a formal complaint, please contact us using the details provided below. You can read in more detail about the way in which we deal with complaints by downloading our complaints leaflet from our website. We can send you the leaflet in another format if you would prefer.

Our website also tells you what to do if you want to make a complaint.

**Ethical Standards Commissioner**  
Thistle House  
91 Haymarket Terrace  
Edinburgh  
EH12 5HE

**E: [appointments@ethicalstandards.org.uk](mailto:appointments@ethicalstandards.org.uk)**  
**T: 0300 011 0550**

# Public Appointments



Please contact us to find out more about this and other public appointments.

Public Appointments  
Scottish Government  
Area 3F (North)  
Victoria Quay  
Edinburgh  
EH6 6QQ

[www.appointed-for-scotland.org](http://www.appointed-for-scotland.org)  
[pa\\_applications\\_mailbox@gov.scot](mailto:pa_applications_mailbox@gov.scot)  
Freephone: 0300 244 1898

