



## **COMPANIES HOUSE STEERING BOARD TERMS OF REFERENCE**

The role of the Steering Board is to advise the Secretary of State, generally through the Director General of Fair Markets, on the governance of the Agency, in particular its corporate plan, targets and performance. It also provides guidance from a commercial or business standpoint to the Chief Executive and his senior team on the operation and development of the Agency.

### **Objectives & Duties of Steering Board**

- To advise on strategic direction and provide the context for the Development Plan and overall targets, within the framework of the Department of Business, Innovation and Skills (BIS) overall objectives and wider Government objectives and service to business.
- To provide strategic challenge on the Business and corporate plans and endorse the annual report and accounts for submission by the Accounting Officer
- To assess periodic performance reports
- To advise on and monitor performance including the setting of targets, particularly in ensuring fit with departmental and wider government aims and performance against them, as well as providing an independent assessment of the targets and the underlying processes
- To advise on scope and outcomes of Agency reviews
- To advise on major business developments which imply a significant change in the agency's role or activities and on its exposure to and management of risk.

### **Membership**

**Chair** Non Executive Board Member

**Members** Four additional Non Executive Board Members  
Director General of Fair Markets, BIS  
Director of Company Law and Governance, BIS  
Chief Executive and Accounting Officer for Companies House, CH  
Director of Corporate Strategy, CH  
Director of Business Solutions Delivery, CH  
Director of Customer Services and Delivery, CH  
Director of Finance, CH  
Director of Legal Services, CH  
Director of People, Property and Procurement, CH

### **Independent Advisory Sub Committee**

The non executive board members of the Steering Board, together with the Chair, the Director General of Fair Markets, and when appropriate, the Chief Executive, constitute the Independent Advisory Sub Committee. This committee may meet to discuss any matters when it may not be appropriate for the executive members of the Steering Board to be present.

## **Quorum**

The Steering Board will be properly constituted when three or more of the members are in attendance. Of these, there must be an independent member, a representative from BIS and the Chief Executive or, in his absence, an Executive Director of Companies House nominated by the Chief Executive for that purpose.

## **Frequency and location of meetings**

Four Steering Board meetings take place each year. These will generally take place in Cardiff but occasional meetings will be held in Edinburgh, London and Belfast. In addition an annual strategic planning “awayday” is also held during the summer months. Members joining the Steering Board are invited to spend an induction day in Cardiff. Steering Board Members will also be expected to participate in occasional senior interview boards and seminars at the senior level.

## **Term of Office**

The term of office for non executive board members will be for three years.

## **Remuneration**

Remuneration for the chairperson is £9,200 per annum. Remuneration for a non executive board member is £5,520 per annum, for a commitment of approximately 9 days a year, which will be paid in two instalments, at the end of June and December. The post is classed as an “Office Holder” for tax and National Insurance purposes and, as such under Section 19(1) Income and Corporation Taxes Act 1988, the fee is liable to tax under Schedule E and attracts Class 1 National Insurance liability. Companies House will meet reasonable travel costs, on production of receipts.

## **Minutes**

Minutes will be produced for each meeting and will be circulated to members within ten working days of each meeting.

**Companies House**  
**October 2009**