

COUNCIL OF ASSEMBLY REMIT
(as amended by the General Assembly 2014)

Introduction

1. The Council of Assembly's main function is to support the Councils and Committees of the Church in seeking to inspire the people of Scotland and beyond with the Good News of Jesus Christ through enthusiastic, worshipping, witnessing, nurturing and serving communities.
2. The Council helps the General Assembly determine strategy for the Church of Scotland, ensures that the strategic priorities, policies and decisions of the Assembly are implemented effectively and efficiently and supports, resources and nurtures the people of the Church in their work of mission, witness, worship and service.
3. The Council of Assembly is a standing committee of the General Assembly to which it is directly accountable and to which it reports annually. The General Assembly appointed members of the Council and the Conveners of the six major Councils are designated as the Charity Trustees of the Unincorporated Councils and Committees of the Church of Scotland (Scottish Charity Number SCO11353). The Trustees have 'general control and management of the administration' of the Unincorporated Councils and Committees.
4. The Council has been given authority by the General Assembly to take necessary administrative decisions between General Assemblies and to co-ordinate, monitor and evaluate the work done by the Councils, Committees and central administrative offices of the Church. The General Assembly has also authorised it to attend to the general interests of the Church in matters which are not covered by the remit of any other Agency.
5. The Senior Management Team exists to support the co-ordinating and decision-making work of the Council of Assembly and to ensure the efficient implementation of the decisions of it and the General Assembly. The Senior Management Team is accountable to the Council of Assembly and its minutes are submitted to the Council for information.
6. The Council has committed to displaying in its work and in the behaviour of its members and staff:
 - confidence in God
 - trust in each other
 - servant leadership
 - collaborative working
 - enthusiasm.
7. The Council, while exercising a supervisory role, nonetheless commits to working cooperatively and inclusively with Councils, Committees, Presbyteries, Kirk Sessions and all others in the Church, consulting widely where possible. Having regard to the international, evangelical and catholic nature of the Church, the Council of Assembly is committed to working with other churches, at home and overseas, and to encouraging all Agencies to work ecumenically where possible.

REMIT

Strategy

1. To encourage vision among the members and the Councils and Committees of the Church.
2. To monitor, evaluate and co-ordinate the work of the Agencies of the General Assembly, within the context of policy determined by the Assembly, encouraging the achievement of objectives and the wise use of resources.
3. To oversee the implementation of the Strategic Framework as from time to time agreed by the General Assembly.
4. To advise the General Assembly on the relative priority of work being undertaken by its various Agencies.
5. To keep under review the central administration of the Church, with particular regard to resolving issues of duplication of resources.

6. To advise the General Assembly on matters of reorganisation and structural change, including adjustments to the membership and remits of relevant Agencies of the General Assembly.
7. To advise and work with the Panel on Review and Reform on its priorities and also on the resourcing and implementation of policy decisions arising from its work.
8. To deal with urgent issues arising between meetings of the General Assembly, provided that (a) these do not fall within the jurisdiction of the Commission of Assembly or of any Presbytery or Kirk Session, (b) they are not of a legislative or judicial nature and (c) any action taken in terms of this clause shall be reported to the next General Assembly.
9. To attend to the general interests of the Church in matters which are not covered by the remit of any other Agency.

Governance

10. To exercise the supervisory function required by the Church's Designated Religious Charity status.
11. To ensure adherence to an approved Code of Conduct by the Charity Trustees of the Unincorporated Councils and Committees and to encourage and supervise compliance with such a Code of all other members of Councils and Committees.
12. To advise, support and oversee compliance by Councils, Committees and Presbyteries in the proper discharge of their duties and responsibilities under charity and accounting legislation.

Finance and Stewardship

13. To oversee the management of the finances of the Unincorporated Councils and Committees, ensuring that Church resources are used wisely and effectively and in accordance with the policies, priorities and strategic objectives of the General Assembly.
14. To set appropriate standards of financial management for the Unincorporated Councils and Committees and to oversee compliance.
15. To supervise and assist Presbyteries and congregations in adhering to financial standards required by charity law and by Regulations of the General Assembly and to oversee compliance.
16. To oversee the provision of financial services for the Councils and Committees, Statutory Corporations and other Agencies of the General Assembly.
17. To determine policy in relation to the teaching and promotion of Christian stewardship throughout the Church.
18. To provide support to Presbyteries and congregations in the promotion of stewardship with a view to generating sufficient income to resource the worship, mission, nurture and service of the Church.
19. To determine policy in relation to Ministries and Mission Contributions from congregations, subject to the approval of Regulations by the General Assembly and to determine with Presbyteries the Ministries and Mission Contributions required annually from congregations.
20. To determine annually the stipend rate, having regard to the recommendation of the Ministries Council, the determination to be made by the voting members of the Council of Assembly with the exception of those members in receipt of either a salary or stipend from the Parish Ministries Fund.
21. To determine the types and rates of expenses which may be claimed by members serving on Councils, Committees and Statutory Corporations.
22. To bring recommendations to the General Assembly concerning the total amount of the Church's Co-ordinated Budget for the Parish Ministries Fund and the Mission and Renewal Fund for the following financial year, and to determine the allocation of the budget for the Mission and Renewal Fund among the relevant Agencies of the General Assembly and Ecumenical Bodies.
23. To prepare and present to the General Assembly an indicative Rolling Budget and outline Financial Plan for the following five years.
24. To receive and distribute unrestricted legacies and donations among the Agencies of the General Assembly with power to specify the use to which these funds are to be applied.
25. To reallocate following upon consultation with the Agency or Agencies affected unrestricted funds held by or on behalf of any of the Agencies of the General Assembly to another Agency or Agencies with power to specify the use to which the same are to be applied.

26. To prepare, approve and submit annually to the General Assembly the audited Annual Report and Financial Statements of the Unincorporated Councils and Committees of the General Assembly.

Property and Contracts

27. To facilitate strategic property planning across the Unincorporated Councils and Committees to ensure that the best use is made of the property portfolio.
28. To consider and decide on proposals from Agencies of the General Assembly to purchase heritable property or any other asset (except investments) valued in excess of £50,000 or lease any heritable property where the annual rental is greater than £25,000 per annum. No Agency except those referred to in section 31 of this document shall purchase or lease such property without prior approval from the Council of Assembly.
29. To consider and decide on proposals from Agencies of the General Assembly, except for those referred to in section 31 of this document, to sell or lease for a period in excess of five years or otherwise dispose of any heritable property, or sell or otherwise dispose of any asset (except investments) valued above £50,000, held by or on behalf of that Agency. The Council of Assembly shall have power to allocate all or part of the sale or lease proceeds to another Agency or Agencies in terms of sections 22 and 25 of this document.
30. To consider and decide on proposals from Agencies of the General Assembly to enter into an agreement or contract for receipt of goods or services (with the exception of contracts of employment or those relating to property transactions) with a total actual or potential financial commitment in excess of £50,000. No Agency shall proceed to enter into such an agreement or contract without prior approval from the Council.
31. To assume ownership of the Church Offices at 117–123 George Street, Edinburgh title to which shall be held by the Church of Scotland General Trustees for behoof of the Council.
32. To be responsible for the proper maintenance and insurance of the Church Offices at 117-123 George Street.
33. To be responsible for policy matters relating to Health and Safety within the Church Offices.
34. For the avoidance of doubt, sections 28, 29 and 30 shall not apply to the Church of Scotland General Trustees and the Church of Scotland Housing and Loan Fund for Retired Ministers and Widows and Widowers of Ministers both of which may deal with heritable property and other assets without the approval of the Council.

Staffing and Management

35. To receive reports from, offer guidance and issue instructions to Agencies of the General Assembly as required from time to time on matters of management, resourcing, organisation, governance and administration.
36. To determine staffing and resourcing requirements of Agencies of the General Assembly, including inter-Departmental sharing or transfer of staff, in accordance with policies drawn up by the Council of Assembly in line with priorities approved by the General Assembly, it being declared that the term “staffing” shall not include those directly employed by the Ministries Council, the Social Care Council and the World Mission Council.
37. To consult with the relative Councils and Agencies in their appointment of Council Secretaries to the Church and Society, Ministries, Mission and Discipleship, Social Care and World Mission Councils, to appoint the Ecumenical Officer, the Head of Stewardship, the Head of Communications and the Head of Human Resources and Information Technology and to nominate individuals to the General Assembly for appointment to the offices of Principal Clerk of the General Assembly, Depute Clerk of the General Assembly, Secretary to the Council of Assembly, General Treasurer of the Church and Solicitor of the Church.
38. To act as one of the employing agencies of the Church and to assume and exercise the whole rights, functions and responsibilities of the Central Services Committee in that regard.
39. To have responsibility for determining the terms and conditions of the staff for which it is the employing agency.
40. To have responsibility for policy matters relating to Data Protection within the Church Offices and with respect to the General Assembly Councils based elsewhere.

41. To oversee the delivery of central services to departments within the Church Offices, to Councils of the General Assembly and, where appropriate, to the Statutory Corporations, Presbyteries and Congregations namely:-
- (i) Those facilities directly managed by the Facilities Manager;
 - (ii) Information Technology (including the provision of support services to Presbytery Clerks);
 - (iii) Human Resources;
 - (iv) Legal Services (as delivered by the Law Department and subject to such oversight not infringing principles of “client/solicitor” confidentiality);
 - (v) Property Services.

Communication

42. To oversee the development and implementation of the General Assembly’s Communication Strategy across the Church.
43. To oversee and manage any major reputational opportunities and risks for the Church, working with other Agencies as appropriate.
44. To oversee effective communication with members and courts of the Church, encouraging good practice.

For the purposes only of this remit, the term “Agencies” shall mean the following bodies being Standing Committees of the General Assembly, namely:

The following Councils: Church and Society, Ministries, Mission and Discipleship, Social Care, World Mission.

The following Committees: Assembly Arrangements, Chaplains to Her Majesty’s Forces, Ecumenical Relations, Legal Questions, Panel on Review and Reform, Safeguarding, Theological Forum.

MEMBERSHIP

The Council shall comprise the following:

1. Convener, Vice-Convener and ten members appointed by the General Assembly on the Report of the Nomination Committee.
2. The Conveners of the Councils namely Church and Society, Ministries, Mission and Discipleship, Social Care and World Mission together with the Convener of the Panel on Review and Reform.
3. The Secretaries of the following Councils namely Church and Society, Ministries, Mission and Discipleship, Social Care and World Mission, all with a right to speak on matters affecting the interest of their Council, but not to vote or make a motion.
4. The Principal Clerk, the General Treasurer and the Solicitor of the Church without a right to vote or make a motion.
5. The Secretary to the Council of Assembly without a right to vote or make a motion.
6. Other officials, as required by the Council, to be in attendance from time to time without a right to vote or make a motion.

POWERS AND FRAMEWORK (TRUSTEESHIP)

1. The General Assembly of 2011 approved a Strategic Framework (appendix 1) to be used to help identify priorities and to assist with the process of budgeting and resource allocation. The framework identifies the context in which we work and sets out core strategic priorities for the Church of Scotland, in particular for its Councils and Committees. It also set out the core values. The Framework makes it clear both what the Church’s Councils and Committees should be doing and how they should be doing it. The Council of Assembly uses the Framework to help it monitor and evaluate progress and commends it to other Councils and Committees and to the wider Church.
2. The General Assembly of 2010 appointed the voting members of the Council of Assembly to act as charity trustees for the Unincorporated Councils and Committees of the General Assembly (the Church of Scotland, Scottish Charity Number SC011353). ‘Charity trustees’ means the persons having the general control and management of the administration of a charity. A charity

trustee must act in the interests of the charity and must, in particular, seek in good faith to ensure that the charity acts in a manner which is consistent with its purposes. All trustees must act with the care and diligence that it is reasonable to expect of a person who is managing the affairs of another person. The Conveners of Church and Society Council, Ministries Council, Mission and Discipleship Council, Social Care Council, World Mission Council and the Panel on Review and Reform, are voting members of the Council and therefore charity trustees. Their first duty is to the interests of the Church of Scotland as a whole and not to their individual Councils.

3. The General Assembly decided that all trustees should:

- possess an understanding of the life and culture of the Church of Scotland; and
- be committed to developing and implementing the vision and mission of the General Assembly; and
- possess an understanding of Scotland's contemporary culture.

In addition, the Assembly requires that the Council has the following specific areas of expertise among its trustees:

- communication
- finance
- governance
- law (civil and church)
- management
- strategic planning
- theology
- training.

4. The Assembly recommended that trustees in receipt of a salary or stipend from the Church ought not to be in a majority and the Nomination Committee takes account of this as it seeks to fill vacancies. The Council maintains a register of trustees' interests; this helps ensure public confidence and also acts as a protection for individual trustees should there ever be allegations of impropriety. A Code of Conduct is in place (appendix 6). It sets out the key principles of trusteeship, advises on confidentiality and declaration of interests, provides a framework for expenses and contains provision for dealing with breaches of the Code.
5. Regular opportunities are given for voting members of the Council of Assembly to meet alone as charity trustees. This applies, for example, when significant staffing matters are under consideration.
6. Trustees may be personally liable in law for the actions of the Unincorporated Councils and Committees. The Council of Assembly, aided by the Audit Committee, has established a framework of realistic and robust risk assessments for all areas of Council and Committee work, across the Church. This helps trustees exercise their duties under charity law and would also help to protect them against unexpected liabilities.
7. The Council has drawn up a Scheme of Delegation (appendix 4). This details the extent of and limits to the decision-making powers of the Council of Assembly, its groups and sub-committees, other Councils and Committees and senior staff. The Scheme is based on the formal remit of the Council of Assembly but sets out more clearly how those broad powers operate in practice.