

**JOINT GOVERNANCE BOARD**

**17th February 2021**

**PRESENT:**

Kate Jackson, Chief Finance Officer (Chair) [KJ]

Guto Edwards, Head of Finance [GE]

Sian Wyn Jones, Risk and Business Continuity Coordinator [SWJ]

Rachel Barber, Joint Audit Committee Chair [RB]

James Sutton, Assurance Board Chair [JS]

Elan Parry [EP]

Anne Matthews [AM]

Helen Williams [HW]

Ian Davies [ID]

Anita Jones [AJ] (minutes)

**APOLOGIES:**

Claire Hodson, Joint Audit Committee Member [CH]

Stephen Hughes, Chief Executive Officer [SH]

Seb Phillips, Director of Finance and Resources [SP]

Helen Cargill, TIAA [HC]

**238. MINUTES**

The Board reviewed and approved the accuracy of the previous minutes, subject to the below change of name.

RB advised that Claire Hodson’s name was mis-spelt. Please note this is Hodson, not Hodgson.

RB also asked that the previous minutes could reflect that they were approved and not only reviewed.

**239. ACTION LOG**

See action log for updates.

**240.** **INSTIGATE REVIEW OF THE MANUAL OF GOVERNANCE AND ITS CONSITUENT PARTS**

KJ advised we would need to review the manual governance and that although the Code of Governance and CIPFA FM code are relatively new, the other three items have been in place for a couple of years. Colleagues in other force areas have found that they need to update their financial regulations if they are inconsistent with the FM code, for example.

SWJ advised she is happy to pick up ‘1. Code of Corporate Governance’.

***Action 226 – SWJ to review the Code of Governance.***

KJ advised that she and SP have joint ownership of chapter ‘3. Financial regulations’, and that SH is accountable for ‘2. Scheme of Consent’ and ‘4. Standing Orders for Contracts’.

***Action 227 – KJ to work with SP on the Financial Regulations, and with SH & PK re: the Standing Orders and Scheme of Consent***

KJ advised the Scheme of Delegation is not part of this and sits below the Scheme of Consent. The Scheme of Consent is what the PCC delegates to the CC. What the CC delegates within the Force sits below this.

***Action 228 – SWJ, SH and the Finance Team to review.***

We need to get this to Assurance Board in April and possibly May, for review. The completed document can go to JAC in July for assurance as JAC need to know we have appropriate policies in place.

**241**. **INSTIGATE REVIEW OF GOVERNANCE STRUCTURE**

JS advised that this was reviewed last year and we are still working on it. JS feels like this would be something that would be reviewed in the July “look back” for finalisation.

**242. REVIEW FIRST DRAFT OF THE ANNUAL GOVERNANCE STATEMENT**

KJ advised the attachment on the agenda has lots of amendments since last time and that SP and KJ need to get a draft to JAC by next month (March 2021).

RB recommended that we not only refresh the information within it to bring it up to date; we also need to freshen the document to say the same information in a more modern way so as not to miss an opportunity. RB suggested involvement with Force’s Comms Team in order to really showcase the good work that has happened.

JS suggested more detailed around on the Governance Review Actions from this year on here.

RB also suggested that our approach to COVID could be elaborated more in the document.

***Action 229 – SP to provide more details from 1.6 onwards on the AGS for JAC in March.***

**243. JOINT AUDIT COMMITTEE TERMS OF REFERENCE**

RB was pleased that KJ had done work to compare ourselves with others.

There was some discussion about who should approve the document. If it is the CFOs, there is a risk that we might wish to restrict the TOR and JAC won’t be able to challenge us, but if it is JAC, and they want to go further than we feel is reasonable, then there will be pushback from the force and OPCC. Either way, it’s not conducive to effective scrutiny, which is why the current TOR is based so closely on the CIPFA model – it was the middle ground, and entirely defensible to both sides.

It was resolved to put the comparison document on JAC’s G-drive, so they have sight of how our current recommendations and thinking compares to other JACs (not necessary to put on agenda at this time).

RB asked if we could consider any recommendations arising from CIPFA training last year, or whether there is any appetite for the role of our JAC to be broadened beyond the traditional lines outlined in the current TOR. The recommended TOR should be put to the PCC and CC (perhaps at SEB) to decide and the final document to JAC in July for information.

**244. REVIEW OF FM CODE**

GE presented a presentation and asked for it to be added to the JAC agenda in March.

***Action 230 - GE to send the presentation to AJ and to prepare a short report.***

**245. UPDATE ON NWP TERMS OF REFERENCE**

SWJ advised that the document on the agenda labelled NWP Governance Structure refers to actions 218 on the actions log to some extent.

SWJ explained that this was to provide all members an update on finalising the details of the Force Governance Structure in terms of the strategic level boards and the preparation of their Terms of Reference. All have been prepared and have a clear statement for their intended purpose and objectives and contribute to the 7 principles of good governance.

JAC ToR still outstanding.

Strategic Recovery Board has similarities to other boards but the reasoning for this is so that they are able to progress workstreams relating to the recovery from COVID.

Any future amendments to the ToR will be made in consultation with SWJ and will be agreed with SLT to ensure that there are no overlaps, that meetings are not losing focus and that they are contributing to the Force Framework.

The annual review will take place in March each year and come back to this meeting for overview. During this review they will look at the effectiveness of the meeting as well as the ToR.

**246. REVIEW OF INTERNAL AND EXTERNAL AUDIT RECOMMENDATIONS**

**247. REVIEW OF CLIENT BRIEFING NOTES ISSUED BY INTERNAL AUDIT**

AM advised that we have not had any new ones lately although we have had two new fraud alerts. One is still outstanding at the moment which is the Parking Machine Scam.

***Action 231 – AM to liaise with Ian Davies for an update on open alert.***

AM also advised that Office 365 was signed off by Gwent and has now gone over to TiAA. This is expected to come back to us within the next week or so and it may make it to the JAC meeting.

Budgetary control – have addressed the error to its entirety and we are waiting on the redraft of this if it is required.

Creditors Review – We received the final report yesterday.

Fleet Fuel Usage – submitted to TiAA.

Infrastructure review – outstanding. TiAA chasing up with the auditor who undertook the review.

Follow up audit – completed last week.

Property Subject to Charge – taking place 15-17th March.

Eastern Command Unit Audit – EP has started this.

All others due to go ahead as planned.

Revised APM received and circulated yesterday. (16/02/21).

Outstanding recommendations – AM will be contacting all again to have an up to date response for the next meeting.

**248. REVIEW OF RECOMMENDATIONS FROM JOINT AUDIT COMMITTEE**

None to report.

**249. UPDATE FROM ASSURANCE BOARD**

JS asked that the wording on the agenda is changed from “Assurance Board Update” to “Assurance Update” as this goes beyond the work of the board.

***Action 232 – KJ to change the wording as above.***

RB was grateful that the recommendations in Appendix A were sighted in this way and asked if all of the recommendations were in line with the planned dates. JS advised that some of these may be delayed due to the review of second level of committees. RB’s view was that this would be a good news story if we could say that all actions were completed within the timescales.

The completion of these recommendations is to be included in the Annual Governance Statement.

**250. REVIEW FORWARD WORK PLAN**

The Forward Work Plan document was shared for information.

**251. AOB**

RB asked for CH apologies to be recorded as she was having some IT issues. Some of RB’s comments were from CH. CH wanted to send best wishes to all in the group.

RB thanked Claire for attending this forum and for the support she has offered us and asked to pass on her thanks to CH as this was her last meeting and send best wishes to her.

KJ thanked CH and RB for her best wishes and for her being so helpful to us on behalf of the group.

**252. DATE OF NEXT MEETING**

17th June 2021 at 2pm - Online