

*For discussion*

**Annual review of key governance documents**

Agenda: 13  
**HEFCW/16/97**

Disclosable

**10/11/2016**

---

**1 Issue**

1.1 Council is invited to carry out its annual review of key governance documents.

**2 Corporate Planning Implications / Rationale for paper**

2.1 This annual review exercise is one of the ways in which the Council ensures that it is demonstrating best practice in governance. It includes a review of each of the Council's key corporate governance documents, and also a report on the documents sealed during the year using the Council's official seal.

**3 Recommendations**

3.1 The Council is invited to:

- i. review its key corporate governance documents, and agree proposed amendments to the Scheme of Delegation (Annex A);
- ii. note the annual report on the application of the Council's official seal.

**4 Timing for decisions**

4.1 There are no particular timing implications for any of the proposals in the paper.

**5 Council members' interests**

5.1 No conflicts of interests have been declared in advance of the meeting.

**6 Further information**

6.1 Contact Dale Hall (029 2085 9665; [dale.hall@hefcw.ac.uk](mailto:dale.hall@hefcw.ac.uk))

## 7 Review of corporate governance documents

7.1 The Council's key governance documents are available on the Extranet at: Home > Council members ([http://intranet/extranet/council\\_members/council\\_members.aspx](http://intranet/extranet/council_members/council_members.aspx)).

### 7.2 *Scheme of Delegation*

At its meeting in November 2015 the Council agreed a number of amendments to its Scheme of Delegation to reflect new responsibilities under the Transitional Statement of Intervention, and also the new Memorandum of Assurance and Accountability (Circular [W15/32HE](#)). It was noted at the time that the Scheme of Delegation would need to be reviewed again once the Full Statement of Intervention had been produced, and this document was published on 25 October 2016 (Circular [W16/37HE](#)). For consistency with the Statement of Intervention, the Scheme of Delegation has been further revised to clarify those matters in respect of interventions which are reserved solely for the Council (paragraph 7 of 'The Council' section of the Scheme), and those decisions which are delegated to the Chief Executive (paragraph 17 of 'The Chief Executive' section of the Scheme). The revised Scheme gives authority to the Chief Executive for all decisions in respect of interventions - with the exception of those relating to injunctions (i.e. legal action) - including the refusal or withdrawal of Fee and Access Plans. This will ensure that, as necessary, HEFCW is able to act with sufficient haste as and when serious issues arise. In practice, the Chief Executive would always seek to keep the Council fully informed in any actual situation which required HEFCW to take intervening action.

### ***Council is invited to agree the proposed revisions to its Scheme of Delegation at Annex A***

### 7.3 *Standing Orders for the Conduct of Council Business*

The Council agreed revisions to its Standing Orders at its meeting in July 2016, with the addition references to the sustainable development principle of the Well-being of Future Generations (Wales) Act 2015. There are no further amendments to the Standing Orders proposed at this time.

### 7.4 *Code of Practice for Members of HEFCW*

The Council approved a revised Code of Practice at its meeting on 10 May 2013. No further changes to the Code are proposed at this time.

### 7.5 *Committee Standing Orders*

The Council agreed revisions to the Committee Standing Orders at its meeting in July 2016, with the addition references to the sustainable development principle of the Well-being of Future Generations (Wales) Act 2015. There are no further amendments to the Committee Standing Orders proposed at this time.

### 7.6 *Financial Regulations*

Following the annual review of the Financial Regulations by the Head of Corporate Services, the Audit and Risk Assurance Committee agreed at its last meeting on 20 October that no further changes were required to be made to the document this year.

## **8 Annual report on application of the Council's official seal**

- 8.1 Standing Order 10.5 requires an annual report to Council on the documents sealed during the year using the Council's official seal. Since the Council last received this equivalent report at its meeting in November 2015, and up to 1 November 2016, no documents have required application of the Council seal.

## **9 Council self-assessment review 2015**

- 9.1 The Council normally conducts a detailed self-assessment review of its governance processes once every three years. The outcomes of the most recent such review was considered by the Council at its Workshop on 7 May 2015, and that self-assessment exercise raised no major concerns.

## **10 Financial implications**

- 10.1 There are no immediate financial implications arising from the issues or recommendations set out in this paper.

## **11 Communications implications**

- 11.1 The approved revised corporate governance documents will be posted on the Extranet and website.

## **12 Diversity and Equal Opportunities implications**

- 12.1 This paper has no implications for age, disability, marital/civil partnership, maternity/pregnancy, race, religion or belief, sex, sexual orientation, any other protected characteristic or Welsh Language.

## **13 Risk Assessment**

<b>Risk</b>	<b>Action to address risk</b>
Council's corporate governance arrangements not documented, monitored or further developed to reflect recognised best practice.	Council has agreed: Code of Practice for Members; Standing Orders; Scheme of Delegation; Committee Standing Orders; Financial Regulations; and individual remits for each of its committees. These documents are reviewed annually.
Council not following recognised best practice by conducting regular reviews of its governance arrangements and effectiveness.	The Council ensures that it is following best practice in a number of ways: - Written corporate governance procedures on the operation of Council business and the conduct of Council members (see above)

Risk	Action to address risk
	<ul style="list-style-type: none"> <li>- Regular self-assessment effectiveness reviews, and reviews of the Council's committee structure.</li>   <li>- Annual one-to-one review discussions between the Chair and each Council member, and a formal review at the end of each member's term of office submitted to the Welsh Government.</li>   <li>- An externally commissioned Stakeholder Survey every three or four years.</li> </ul>