

*For discussion*

**Annual review of key governance documents**

Agenda: 12  
**HEFCW/17/84**

Disclosable

**16/11/2017**

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**1 Issue**

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

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

2.1 As part of its governance effectiveness arrangements, the Council reviews annually each of its key corporate governance documents and also receives 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;
- 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*  
The Council approved revisions to its Scheme of Delegation at its meetings in November 2016 and March 2017. The revisions were made to achieve consistency with the Statement of Intervention and to remove from the list of delegations reserved for the Council references to fee grant payments. No further amendments to the Scheme of Delegation are proposed at this time.
- 7.3 *Standing Orders for the Conduct of Council Business*  
The Council revised its Standing Orders at its meeting in July 2016 to include reference to the sustainable development principle in the Well-being of Future Generations (Wales) Act 2015. No further amendments to the Standing Orders proposed at this time, though the list of Council Committees at paragraph 11.1 of the Standing Orders will need to be appended to include the Regulation Committee once established.
- 7.4 *Code of Practice for Members of HEFCW*  
The HEFCW Code is based on the Cabinet Office's *Code of Conduct for Board Members of Public Bodies*. No further amendments to the HEFCW Code are proposed at this time, however it is intended to bring the Code to a future Council meeting for review vis-à-vis new *Terms and Conditions for Appointment to HEFCW* that are currently being developed by the Welsh Government.
- 7.5 *Committee Standing Orders*  
The Council agreed revisions to the Committee Standing Orders at its meeting in July 2016, which added reference to the sustainable development principle in the Well-being of Future Generations (Wales) Act 2015. No further amendments to the Committee Standing Orders are proposed at this time.
- 7.6 *Financial Regulations*  
The Financial Regulations are due to be reviewed by the Audit and Risk Assurance Committee at its next meeting on 6 December. Any proposed changes will be brought to the Council's meeting in January 2018 for approval.

## **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 2016, and up to 7 November 2017, no documents have required application of the Council seal.

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

- 9.1 The Council has agreed to conduct detailed self-assessment effectiveness reviews of its governance processes once every three years. The outcome of the last such review was considered by Council at its Workshop in May 2015. The Council is next due to conduct a self-assessment effectiveness review exercise in 2018.

## 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 When any of the Council's corporate governance documents are reviewed and revised, updated versions are posted to 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

Risk	Action to address risk
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: <ul style="list-style-type: none"><li>• Written corporate governance procedures on the operation of Council business and the conduct of Council members;</li><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>