

**JOINT GOVERNANCE BOARD**

**26 August 2021**

**PRESENT:**

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

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

Seb Phillips, Director of Finance and Resources [SP]

Rachel Barber, Joint Audit Committee Chair [RB]

James Sutton, Assurance Board Chair [JS]

Helen Williams, Finance Control Accountant [HW]

Phil Kenyon, Force Solicitor [PK]

Jonathan Maddock, TIAA (JM)

Anita Jones [AJ] (minutes)

**APOLOGIES:**

Stephen Hughes, Chief Executive

Sarah Davies, JAC Lead on Ethics & Governance

Sian Beck, T/Ch Supt

Guto Edwards, Head of Finance

Anne Matthews, Finance & Budget Officer

**266. MINUTES**

The Board reviewed and approved the accuracy of the previous minutes. KJ required further clarification on agenda item 259 with regards to IT issues. SP clarified that this was that the Client Briefing Notes generally have a theme around cyber security, which is the same as the fraud alerts.

**267. ACTION LOG**

See action log for updates.

**268.** **GOVERNANCE EFFICIENCY & EFFECTIVENESS REVIEW**

JS advised that we were doing this internally separate to this meeting and that we are happy it covers a lot of the ground. A number of things were picked up that we probably need to take forward, and on this basis confirmed that we are happy with this and submitted for the board’s views. SWJ advised that we see this as quite a positive outcome and that we can take assurance from the fact that we do have effective and efficient arrangement in place and the report clearly evidences this. The report as part of the research didn’t highlight any major issues, there were still some issues around the decision making element but that stems back to the actual understanding of what the process is. This has been highlighted as one of the recommendations to do more engagement with SMT’s around what the structure is and how it works so that there is a clear understanding around the structure and what the decision making routes are. SWJ advised that much of what was picked up as part of the review relates to the administration side of the processes so ensuring that governance and engaging and reinforcing the importance of it and reminding others that this is a continual cycle.

RB asked if every group gave a response to SWJ. We had the statistics as to whether they supported of had seen a difference with regards to the new governance structure but it was not clear to RB whether SWJ had a response from every group or every element of the structure. SWJ advised that the initially circulated a survey to everybody but there was a poor response so then SWJ engaged with individuals directly but with the school holiday period found this quite difficult to capture although it was a very small minority that wasn’t captured. SWJ is confident with the feedback.

RB asked if we were concerned with the areas that we didn’t get a response from?

SWJ advised that she is not concerned and that people are happy to come forward with any issues. Having had this opportunity, we have realised that we need to have more engagement with SMT’s.

RB asked if SWJ was surprised that from the old governance structure to the new, were we surprised that it was just over 50% that had seen a difference?

SWJ advised that she is not surprised but that this reverts back to the fact that we need more engagement and that some people may not take much notice to it and don’t see it as part of their day to day role. This is something we need to work on.

JS advised that some individuals were happy with the old governance structure. There is an assumption that everybody was unhappy with the structure and therefore would expect a big difference with the new one and thinks there is a separate group of people who didn’t have an issue and this could possibly influence the results of these types of questions.

RB asked for clarity on Chairs when they are appointed to any part of the governance structure and queried if these were appointed by rank or on people’s skill set on the particular issues that the governance structure is trying to address?

SWJ advised that this was one issue that was picked up that we do sometimes have a tendency to use a rank structure and that this is natural for a Police Force to use this and that this is something we need to communicate with SMT’s so that they look at the bigger picture if this rather than reverting straight to rank.

RB queried if we should continually review TofR. RB wanted clarification that this was what we wanted people to do. RB explained the reason she raised this is that if the TofR were to capture the task groups that may be set up, she wonders if the actions and the minutes is the best place to that rather than the TofR. RB advised that for her, the TofR should be static for a year.

SWJ advised that when matters arise of significant interest to different boards, and we would like to move away from having numerous boards discussing the same thing. SWJ advises that if people are reviewing this standing agenda items that they make sure that the TofR are updated then and not at the end of the 12month review period to ensure that there isn’t mission creep within meetings and to ensure there is not duplication.

RB queries why we are referring to SharePoint as the recording system rather than 365 as that is the system we are moving towards.

SWJ advised that SharePoint is an app within Office 365.

RB said that this is an excellent report but noticed that there were no timescales to those actions and if some thought could be given to this, and asked if we are identifying anything as a result of this review as it should be added to the risk register.

SWJ advised that there is nothing that she thinks that should be added to the risk register and the plan was now if the board accepted the report, was to create an action plan with those recommendations and then agree on time scales for them.

**269. Statement of Accounts 2020/21**

SP advised that in terms of the Statement of Accounts, Audit field work has now been fully completed and the general feedback from Audit Wales and from the team is that the audit has gone well with the foundation of that being a good set of draft accounts. Michelle the audit manager is part way through her audit files as there are no real issues of significance that have come out of that review so far with the other half of the file still to complete which will then go to the audit director.

**270. Changes in the Governance Structure – Commissioning / Decommissioning of meetings**

SWJ and JS advised there is nothing to report as there have been no changes in the last quarter.

**271. Review of internal and external audit recommendations**

SP advised that AM has done the work and prepared the reports which have been circulated in the papers. We have had 4 reports since the last JGB and of them 4, 1 was substantial, one was reasonable and two were limited. No recommendations on the substantial audit, 5 recommendations on the reasonable audit and 25 recommendations on the two limited audit.

Urgent recommendation number 20 which is the H&S review that is to make sure that we have clearer accountability around our RIDDOR’s which is intended for implementation at the end of this month.

RB – with regards that anything that came out of JAC that this committee should consider. One of the areas which was raised at JAC was the audit plan for the remainder of the year and there were some challenges for the board to consider. RB is seeking clarification on if we were to undertake this review that it would come to this board before the next JAC?

SP advises that logically it would make sense to do this.

**272. Review of Client Briefing notes / Fraud alerts issued by internal audit**

SP advised that AM is in the process of circulating, following up and pursuing the client briefing notes and the fraud alerts through to closure. Only had one client briefing note since the last meeting which was around cyber device security guidance. Only had one on the fraud alert also which has been issued since the last meeting which was a scam for COVID vaccine passports. In terms of these, the updates sit in the reports and are being routinely circulated on to Fy Llais in terms of the fraud alerts. Everything else is closed on the logs and SP thinks we are where we would want to be.

RB was seeking clarification on when we say we have circulated this using the system, are we assured that this is enough action and how do we assure ourselves that people have read it?

SP advised that you could argue that some could merit further circulation and where there is a genuine issue of significance, mainly around the areas if information and security, the CIO (Chief Information Officer) would take a view on them case by case. There will be occasions where there will be a circular email or some additional steps and guidance circulated.

**Action 272 – SP & AM to look into the Fy Llais platform and look at if we are assured that the steps we are taking with regards to ensuring the correct action, and that individuals have read the notices on Fy Llais.**

**273. Assurance Update (to include update form Governance project).**

JS advised that there is still policy work coming through, and a large piece of work around custody. SWJ will engage with the individuals who own these policies.

JS also advised that all of the actions from the governance review are now all closed.

JS – We are going to review the business continuity on a monthly basis from the middle of September with Katherine.

**274. Forward Work Plan**

KJ advised that she needs to add the T&F tracking that we need to get early sight of the JAC minutes so that we know if we need to put anything on the agenda, and to confirm with SWJ about putting effectiveness on the agenda just once or twice a year rather than all of the time.

SWJ – Asked KJ if the regular agenda item on Governance Project should be removed from the agenda as all of the actions have now closed.

KJ advised that this can be removed and that this should be in the assurance update now.

SP advised that PK took a paper to SLT around ET lessons learned, which may be of consideration of this board to have oversight of those lessons learned and the progress.

**Action 274 – Review and update Forward Work Plan**

RB asked that because we have taken the governance review project off and we have undertaken an annual review which will appear on our schedule going forward in a years’ time. RB wondered what the groups thoughts were on reporting the governance structure of a case study of a key decision which has been made within the organisation. This is to ensure that the organisation has followed the appropriate governance procedures in order to make a decision.

The board agreed with bringing this as an agenda item.

**275 - AOB**

Nothing further was raised.