

HUNTINGDONSHIRE DISTRICT COUNCIL

Title/Subject Matter:	Code of Corporate Governance
Meeting/Date:	Corporate Governance Committee - 20 July 2016
Executive Portfolio:	Strategic Resources: Councillor J A Gray (Deputy Executive Leader)
Report by:	Internal Audit and Risk Manager
Ward(s) affected:	All Wards

Executive Summary:

The Code of Corporate Governance (CoCG) describes the way in which the Council carries out its functions through its Members, and employees and the way it undertakes its work, so ensuring that it establishes and maintains public confidence. It is a key document that supports the preparation of the Annual Governance Statement.

Council first adopted a CoCG in September 2003. This has been amended on a number of occasions to take account of updates to 'proper practice'. A new 'proper practice' document - *Delivering Good Governance in Local Government: Framework* – was published in April. This Framework is recognised as 'proper practice' by both the Accounts and Audit Regulations 2015 and the national Code of Practice on Local Authority Accounting in the United Kingdom 2016. A new Code of Corporate Governance is required to meet the Framework and ensure that the Council acts in accordance with 'proper practice'.

The Framework defines seven principles that should underpin the Council's overall governance structure alongside a number of sub-principles that expand each area. The overall aim of the Framework is to ensure that

- resources are directed in accordance with agreed policy and according to priorities
- there is sound and inclusive decision making
- there is clear accountability for the use of those resources in order to achieve desired outcomes for service users and communities.

An amended CoCG that takes account of the Framework is attached at Appendix 1 to the report. The CoCG will become effective from the date of its adoption by the Council and apply to the preparation of the AGS for the financial year 2016/17 onwards

Recommendation:

It is recommended that the Committee recommend to Council the adoption of a new Code of Corporate Governance as contained in Appendix 1.

1. PURPOSE OF THE REPORT

- 1.1 To update the Committee on national changes to 'proper practice' with regard to corporate governance and propose to Council the adoption of a new Code of Corporate Governance (CoCG).

2. BACKGROUND

- 2.1 The CoCG sets out and describes that way in which the Council carries out its functions and the processes in place that aim to ensure that resources are directed in accordance with agreed policy and according to priorities, that there is sound and inclusive decision making and that there is clear accountability for the use of those resources in order to achieve desired outcomes for service users and communities.
- 2.2 In July 2001, the Chartered Institute of Public Finance & Accountancy (CIPFA) and the Society of Local Authority Chief Executives (SOLACE) produced, with the support of the then Department of Transport, Local Government & the Regions, a corporate governance framework. The Council adopted this framework in September 2003 when it approved its first CoCG. The CIPFA/SOLACE framework has been updated in 2007, 2010 and 2012 and the CoCG has been updated to reflect these changes.

3. ANALYSIS

- 3.1 A new framework - "Delivering good governance in Local Government : Framework 2016" (Framework), has been issued by CIPFA/SOLACE. The Framework sets out seven governance principles and details the approach that should be taken to preparing the Annual Governance Statement (AGS). Both the Accounts and Audit Regulations 2015 and the national Code of Practice on Local Authority Accounting in the United Kingdom 2016 require that the Framework be adopted as 'proper practice'.
- 3.2 There are seven core Principles in the Framework
 1. Behaving with integrity, demonstrating strong commitment to ethical values, and respecting the rule of law.
 2. Ensuring openness and comprehensive stakeholder engagement.
 3. Defining outcomes in terms of sustainable economic, social, and environmental benefits.
 4. Determining the interventions necessary to optimise the achievement of the intended outcomes.
 5. Developing the entity's capacity, including the capability of its leadership and the individuals within it.
 6. Managing risks and performance through robust internal control and strong public financial management.
 7. Implementing good practices in transparency, reporting, and audit to deliver effective accountability.

Each Principle is supported by further sub-principles.

- 3.3 Attached at Appendix 1 is a draft Code of Corporate Governance. Appendix 2 seeks to interpret both the Principles and sub-principles to the specific structural and operational requirements of the Council.

- 3.4 In preparing the AGS an annual review is undertaken of the CoCG arrangements. This considers both overall compliance and if any potential changes are required to keep the CoCG up-to-date. Whilst the annual review process is to remain, oversight of on-going compliance is to be improved through the involvement of Officer led Corporate Governance Boards.
- 3.5 In November 2013 the Managing Director introduced six Officer led Governance Groups in response to specific concerns raised by the External Auditor about 'cultural issues' and compliance with agreed procedures. The responsibilities of these Governance Groups has recently been reviewed. Six new Corporate Governance Boards have been formed:

<i>Our People</i>	<i>Programmes & Projects</i>	<i>Finance & Procurement</i>
<i>Customer Experience</i>	<i>Information Management</i>	<i>Health & Safety</i>

Each Board is to be given responsibility for oversight of specific elements of the CoCG. Reporting through to Corporate Management Team (CMT), the Governance Boards will be able to raise any issues of concern they may have so allowing CMT to take appropriate corrective action. It is expected that this on-going oversight will also have the benefit of reducing the time spent on undertaking the annual review so allowing the AGS in future years to be prepared by the end of June.

4. KEY IMPACTS

- 4.1 A mapping exercise is underway to identify changes between the Framework and the current Code of Corporate Governance and allocate sub-principle areas to the Governance Boards. It is anticipated that this exercise will be completed prior to the 27 July Council meeting at which the CoCG will be recommended for adoption.
- 4.2 The mapping exercise has shown that whilst the wording of both the Principles and sub-principles has altered from the current Code of Corporate Governance the overall aims remain largely unchanged. Principles 4 and 7 are both new.

Within Principle 4 (which deals with interventions) there is the expectation that decision makers (both Members and Officers) will receive objective and rigorous analysis of a variety of options indicating how intended outcomes would be achieved; and that we should obtain and consider customer feedback and internal/external stakeholders views about service delivery options/decisions. It is considered that both of these expectations are already met, but further work will be undertaken by the Governance Boards to confirm the degree of compliance.

It is also considered that the sub-principles within Principle 7 (which deals with transparency, reporting and accountability) are also being met overall. Again, the Governance Boards will be tasked with confirming the degree of compliance.

- 4.3 Whilst the Council is not obliged to comply with 'proper practice' it is expected to do so. The Council has always amended its CoCG in line with 'proper practice' updates. It is seen by its peers to have best practices in certain corporate governance areas. Indeed the guidance published alongside the Framework includes an extract from a previous years AGS as an example of good practice.

5. TIMETABLE FOR IMPLEMENTATION

- 5.1 The CoCG will apply from the date of adoption by the Council and apply to the preparation of the AGS for the financial year 2016/17 onwards.

6. LINK TO THE CORPORATE PLAN, STRATEGIC PRIORITIES AND / OR CORPORATE OBJECTIVES

- 6.1 Good corporate governance arrangements underpin delivery of all aspects of the Corporate Plan.

7. REASONS FOR THE RECOMMENDED DECISIONS

- 7.1 Adopting a new CoCG that meets the requirements of the Framework will ensure that the latest 'proper practice' obligations are met.

8. LIST OF APPENDICES INCLUDED

Appendix 1 – 2016 Code of Corporate Governance

Appendix 2 – 2016 Code of Corporate Governance: Interpretation

BACKGROUND PAPERS

CIPFA/SOLACE publications:

1. Delivering good governance in Local Government : Framework 2016
2. Delivering good governance in Local Government : Guidance Notes for English Authorities 2016 Edition

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**Huntingdonshire District Council
2016 Code of Corporate Governance**

Core Principles

Acting in the public interest requires a commitment to and effective arrangements for:

- 1 Behaving with integrity, demonstrating strong commitment to ethical values, and respecting the rule of law.
- 2 Ensuring openness and comprehensive stakeholder engagement.

In addition to the overarching requirements for acting in the public interest in principles 1 and 2, achieving good governance also requires effective arrangements for:

- 3 Defining outcomes in terms of sustainable economic, social, and environmental benefits.
- 4 Determining the interventions necessary to optimise the achievement of the intended outcomes.
- 5 Developing the entity's capacity, including the capability of its leadership and the individuals within it.
- 6 Managing risks and performance through robust internal control and strong public financial management.
- 7 Implementing good practices in transparency, reporting, and audit to deliver effective accountability.

2016 Code of Corporate Governance : Interpretation

Core Principles

Sub-principles (*Behaviours and actions that demonstrate governance in practice are illustrated in the bullet points and included for information.*)

Acting in the public interest requires a commitment to and effective arrangements for:

1. Behaving with integrity, demonstrating strong commitment to ethical values, and respecting the rule of law.

The Council is accountable not only for how much it spends, but also for how it used the resources under its stewardship. This includes accountability for outputs, both positive and negative, and for the outcomes they have achieved. In addition, we have an overarching responsibility to serve the public interest in adhering to the requirements of legislation and government policies. It is essential that, as a whole, we can demonstrate the appropriateness of all our actions and have mechanisms in place to encourage and enforce adherence to ethical values and to respect the rule of law.

Behaving with integrity:

- *Ensuring members and officers behave with integrity and lead a culture where acting in the public interest is visibly and consistently demonstrated thereby protecting the Council's reputation.*
- *Ensuring members take the lead in establishing specific standard operating principles or values [building on the Seven Principles for Public Life] for the Council and its staff and that they are communicated and understood.*
- *Leading by example and using these standard operating principles or values as a framework for decision making and other actions.*
- *Demonstrating, communicating and embedding the standard operating principles or values through appropriate policies and processes which are reviewed on a regular basis to ensure that they are operating effectively.*

Demonstrating strong commitment to ethical values:

- *Seeking to establish, monitor and maintain the Council's ethical standards and performance.*
- *Underpinning behaviour with ethical values and ensuring they permeate all aspects of the Council's culture and operation.*
- *Developing and maintaining robust policies and procedures which place emphasis on agreed ethical values.*
- *Ensuring that external providers of services are required to act with integrity and in compliance with the same ethical standards expected of the Council.*

Respecting the rule of the law:

- *Ensuring members and staff demonstrate a strong commitment to the rule of the law as well as adhering to relevant laws and regulations.*
- *Creating the conditions to ensure that the statutory officers, other key post holders and members are able to fulfil their responsibilities in accordance with legislative and regulatory requirements.*
- *Striving to optimise the use of the full powers available for the benefit of citizens, communities and other stakeholders.*
- *Dealing with breaches of legal and regulatory provisions effectively.*

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2. Ensuring openness and comprehensive stakeholder engagement.

Local government is run for the public good. The Council should ensure openness in its activities. Clear, trusted channels of communication and consultation should be used to engage effectively with all groups of stakeholders, such as individual citizens and service users, as well as institutional stakeholders.

- *Ensuring corruption and misuse of power are dealt with effectively.*

Openness:

- *Ensuring an open culture through demonstrating, documenting and communicating the Council's commitment to openness.*
- *Making decisions that are open about actions, plans, resource use, forecasts, outputs and outcomes. The presumption is for openness. If that is not the case, a justification for the reasoning for keeping a decision confidential should be provided.*
- *Providing clear reasoning and evidence for decisions in both public records and explanations to stakeholders and being explicit about the criteria, rationale and considerations used. In due course, ensuring that the impact and consequences of those decisions are clear.*
- *Using formal and informal consultation and engagement to determine the most appropriate and effective interventions/ courses of action.*

Engaging comprehensively with institutional stakeholders:

- *Effectively engaging with institutional stakeholders to ensure that the purpose, objectives and intended outcomes for each stakeholder relationship are clear so that outcomes are achieved successfully and sustainably.*
- *Developing formal and informal partnerships to allow for resources to be used more efficiently and outcomes achieved more effectively.*
- *Ensuring that partnerships are based on trust*
 - *a shared commitment to change*
 - *a culture that promotes and accepts challenge among partners;**and that the added value of partnership working is explicit.*

Engaging stakeholders effectively, including individual citizens and service users:

- *Establishing a clear policy on the type of issues that the Council will meaningfully consult with or involve individual citizens, service users and other stakeholders to ensure that service (or other) provision is contributing towards the achievement of intended outcomes.*
- *Ensuring that communication methods are effective and that members and officers are clear about their roles with regard to community engagement.*
- *Encouraging, collecting and evaluating the views*

Core Principles

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and experiences of communities, citizens, service users and organisations of different backgrounds including reference to future needs.

- *Implementing effective feedback mechanisms in order to demonstrate how their views have been taken into account.*
- *Balancing feedback from more active stakeholder groups with other stakeholder groups to ensure inclusivity.*
- *Taking account of the interests of future generations of tax payers and service users.*

In addition to the overarching requirements for acting in the public interest in principles 1 and 2, achieving good governance also requires effective arrangements for:

3. Defining outcomes in terms of sustainable economic, social, and environmental benefits.

The long-term nature and impact of many of the Council's responsibilities mean that it should define and plan outcomes and that these should be sustainable. Decisions should further the Authority's purpose, contribute to intended benefits and outcomes, and remain within the limits of authority and resources. Input from all groups of stakeholders, including citizens, service users, and institutional stakeholders, is vital to the success of this process and in balancing competing demands when determining priorities for the finite resources available.

Defining outcomes:

- *Having a clear vision which is an agreed formal statement of the Council's purpose and intended outcomes containing appropriate performance indicators, which provides the basis for the organisation's overall strategy, planning and other decisions.*
- *Specifying the intended impact on, or changes for, stakeholders including citizens and service users. It could be immediately or over the course of a year or longer.*
- *Delivering defined outcomes on a sustainable basis within the resources that will be available.*
- *Identifying and managing risks to the achievement of outcomes.*
- *Managing service user's expectations effectively with regard to determining priorities and making the best use of the resources available.*

Sustainable economic, social and environmental benefits:

- *Considering and balancing the combined economic, social and environmental impact of policies, plans and decisions when taking decisions about service provision.*
- *Taking a longer-term view with regard to decision making, taking account of risk and acting transparently where there are potential conflicts between intended outcomes and short-term factors such as the political cycle or financial constraints.*
- *Determining the wider public interest associated with balancing conflicting interests between achieving the various economic, social and environmental benefits, through consultation where possible, in order to ensure appropriate trade-offs.*

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4. Determining the interventions necessary to optimise the achievement of the intended outcomes.

The Council achieves its intended outcomes by providing a mixture of legal, regulatory, and practical interventions. Determining the right mix of these courses of action is a critically important strategic choice that the Council has to make to ensure intended outcomes are achieved. It needs robust decision-making mechanisms to ensure that defined outcomes can be achieved in a way that provides the best trade-off between the various types of resource inputs while still enabling effective and efficient operations. Decisions made need to be reviewed continually to ensure that achievement of outcomes is optimised.

- *Ensuring fair access to services.*

Determining interventions:

- *Ensuring decision makers receive objective and rigorous analysis of a variety of options indicating how intended outcomes would be achieved and including the risks associated with those options. Therefore ensuring best value is achieved however services are provided.*
- *Considering feedback from citizens and service users when making decisions about service improvements or where services are no longer required in order to prioritise competing demands within limited resources available including people, skills, land and assets and bearing in mind future impacts.*

Planning interventions:

- *Establishing and implementing robust planning and control cycles that cover strategic and operational plans, priorities and targets.*
- *Engaging with internal and external stakeholders in determining how services and other courses of action should be planned and delivered.*
- *Considering and monitoring risks facing each partner when working collaboratively including shared risks.*
- *Ensuring arrangements are flexible and agile so that the mechanisms for delivering outputs can be adapted to changing circumstances.*
- *Establishing appropriate key performance indicators as part of the planning process in order to identify how the performance of services and projects is to be measured.*
- *Ensuring capacity exists to generate the information required to review service quality regularly.*
- *Preparing budgets in accordance with organisational objectives, strategies and the medium term financial plan.*
- *Informing medium and long term resource planning by drawing up realistic estimates of revenue and capital expenditure aimed at developing a sustainable funding strategy.*

Optimising achievement of intended outcomes:

- *Ensuring the medium term financial strategy integrates and balances service priorities, affordability and other resource constraints.*
- *Ensuring the budgeting process is all-inclusive,*

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taking into account the full cost of operations over the medium and longer term.

- *Ensuring the medium term financial strategy sets the context for ongoing decisions on significant delivery issues or responses to changes in the external environment that may arise during the budgetary period in order for outcomes to be achieved while optimising resource usage.*
- *Ensuring the achievement of 'social value' through service planning and commissioning. The Public Services (Social Value) Act 2012 states that this is "the additional benefit to the community...over and above the direct purchasing of goods, services and outcomes".*

5. Developing the Council's capacity, including the capability of its leadership and the individuals within it.

The Council needs appropriate structures and leadership, as well as people with the right skills, appropriate qualifications and mind-set, to operate efficiently and effectively and achieve their intended outcomes within the specified periods. It must ensure that it has both the capacity to fulfil its own mandate and to make certain that there are policies in place to guarantee that its management has the operational capacity for the organisation as a whole. Because both individuals and the operating environment will change over time, there will be a continuous need to develop capacity as well as the skills and experience of the leadership and of individual staff members. Leadership is strengthened by the participation of people with many different types of backgrounds, reflecting the structure and diversity of communities.

Developing the entity's capacity:

- *Reviewing operations, performance use of assets on a regular basis to ensure their continuing effectiveness.*
- *Improving resource use through appropriate application of techniques such as benchmarking and other options in order to determine how the authority's resources are allocated so that outcomes are achieved effectively and efficiently.*
- *Recognising the benefits of partnerships and collaborative working where added value can be achieved.*
- *Developing and maintaining an effective workforce plan to enhance the strategic allocation of resources.*

Developing the capability of the leadership and other individuals:

- *Developing protocols to ensure that elected and appointed leaders negotiate with each other regarding their respective roles early on in the relationship and that a shared understanding of roles and objectives is maintained.*
- *Publishing a statement that specifies the types of decisions that are delegated and those reserved for collective decision making.*
- *Ensuring the leader and the managing director have clearly defined and distinctive leadership roles within a structure whereby the managing director leads in implementing strategy and managing the delivery of services and other outputs set by members and each provides a check and a balance for each other's authority.*
- *Developing the capabilities of members and senior management to achieve effective shared leadership and to enable the Council to respond successfully to changing legal and policy*

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demands as well as economic, political and environmental changes and risks by:

- *Ensuring members and staff have access to appropriate induction tailored to their role and that ongoing training and development matching individual and organisational requirements is available and encouraged.*
- *Ensuring members and officers have the appropriate skills, knowledge, resources and support to fulfil their roles and responsibilities and ensuring that they are able to update their knowledge on a continuing basis.*
- *Ensuring personal, organisational and system-wide development through shared learning, including lessons learnt from governance weaknesses both internal and external.*
- *Ensuring that there are structures in place to encourage public participation.*
- *Taking steps to consider the leadership's own effectiveness and ensuring leaders are open to constructive feedback from peer review and inspections.*
- *Holding staff to account through regular performance reviews which take account of training or development needs.*
- *Ensuring arrangements are in place to maintain the health and wellbeing of the workforce and support individuals in maintaining their own physical and mental wellbeing.*

6. Managing risks and performance through robust internal control and strong public financial management.

The Council needs to ensure that the governance structures it has implemented can sustain an effective performance management system that facilitates effective and efficient delivery of planned services. Risk management and internal control are important and integral parts of a performance management system and crucial to the achievement of outcomes. Risk should be considered and addressed as part of all decision making activities.

A strong system of financial management is essential for the implementation of policies and the

Managing risk:

- *Recognising that risk management is an integral part of all activities and must be considered in all aspects of decision making.*
- *Implementing robust and integrated risk management arrangements and ensuring that they are working effectively.*
- *Ensuring that responsibilities for managing individual risks are clearly allocated.*

Managing performance:

- *Monitoring service delivery effectively including planning, specification, execution and independent post implementation review.*
- *Making decisions based on relevant, clear objective analysis and advice pointing out the implications and risks inherent in the organisation's financial, social and environmental position and outlook.*
- *Ensuring an effective scrutiny or oversight function is in place which encourages constructive challenge and debate on policies*

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achievement of intended outcomes, as it will enforce financial discipline, strategic allocation of resources, efficient service delivery, and accountability.

It is also essential that a culture and structure for scrutiny is in place as a key part of accountable decision making, policy making and review. A positive working culture that accepts, promotes and encourages constructive challenge is critical to successful scrutiny and successful delivery. Importantly, this culture does not happen automatically, it requires repeated public commitment from those in authority.

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and objectives before, during and after decisions are made thereby enhancing performance.

- *Providing members and senior management with regular reports on service delivery plans and on progress towards outcome achievement.*
- *Ensuring there is consistency between specification stages (such as budgets) and post implementation reporting (e.g. financial statements).*

Robust internal control:

- *Aligning the risk management strategy and policies on internal control with achieving the objectives.*
- *Evaluating and monitoring the authority's risk management and internal control on a regular basis.*
- *Ensuring effective counter fraud and anti-corruption arrangements are in place.*
- *Ensuring additional assurance on the overall adequacy and effectiveness of the framework of governance, risk management and control is provided by the internal auditor.*
- *Ensuring an audit committee or equivalent group or function which is independent of the executive and accountable to the governing body:*
 - *Provides a further source of effective assurance regarding arrangements for managing risk and maintaining an effective control environment.*
 - *That its recommendations are listened to and acted upon.*

Managing data:

- *Ensuring effective arrangements are in place for the safe collection, storage, and use and sharing of data, including processes to safeguard personal data.*
- *Ensuring effective arrangements are in place and operating effectively when sharing data with other bodies.*
- *Reviewing and auditing regularly the quality and accuracy of data used in decision making and performance monitoring.*

Strong public financial management:

- *Ensuring financial management supports both long term achievement of outcomes and short-term financial and operational performance.*
- *Ensuring well-developed financial management is integrated at all levels of planning and control, including management of financial risks and controls.*

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7. Implementing good practices in transparency, reporting, and audit to deliver effective accountability.

Accountability is about ensuring that those making decisions and delivering services are answerable for them. Effective accountability is concerned not only with reporting on actions completed, but also ensuring that stakeholders are able to understand and respond as the organisation plans and carries out its activities in a transparent manner. Both external and internal audit contribute to effective accountability.

Implementing good practice in transparency:

- *Writing and communicating reports for the public and other stakeholders in an understandable style appropriate to the intended audience and ensuring that they are easy to access and interrogate.*
- *Striking a balance between providing the right amount of information to satisfy transparency demands and enhance public scrutiny while not being too onerous to provide and for users to understand.*

Implementing good practices in reporting:

- *Reporting at least annually on performance, value for money and the stewardship of its resources.*
- *Ensuring members and senior management own the results.*
- *Ensuring robust arrangements for assessing the extent to which the principles contained in the Framework have been applied and publishing the results on this assessment including an action plan for improvement and evidence to demonstrate good governance (annual governance statement).*
- *Ensuring that the Framework is applied to jointly managed or shared service organisations as appropriate.*
- *Ensuring the performance information that accompanies the financial statements is prepared on a consistent and timely basis and the statements allow for comparison with other similar organisations.*

Assurance and effective accountability:

- *Ensuring that recommendations for corrective action made by external audit are acted upon.*
- *Ensuring an effective internal audit service with direct access to members is in place which provides assurance with regard to governance arrangements and recommendations are acted upon.*
- *Welcoming peer challenge, reviews and inspections from regulatory bodies and implementing recommendations.*
- *Gaining assurance on risks associated with delivering services through third parties and that this is evidenced in the annual governance statement.*
- *Ensuring that when working in partnership, arrangements for accountability are clear and that the need for wider public accountability has been recognised and met.*

End.