



 <p>Iechyd Cyhoeddus Cymru Public Health Wales</p>	<p><b>Name of Meeting</b> Audit and Corporate Governance Committee</p> <p><b>Date of Meeting</b> 23 March 2026</p> <p><b>Agenda item:</b> 10.1</p>
<p align="center"><b>Audit and Corporate Governance Committee Annual Review of Terms of Reference, Workplan and Committee Effectiveness and Draft Annual Report 2025-26</b></p>	
<p><b>Executive lead:</b></p>	<p>Angela Williams, Interim Executive Director Operations and Finance and Paul Veysey, Board Secretary and Head of Board Business Unit</p>
<p><b>Author:</b></p>	<p>Liz Blayney, Deputy Board Secretary and Deputy Head of Board Business Unit</p>
<p><b>Approval/Scrutiny route:</b></p>	<p>Kate Young, Chair of the Committee' and Committee Executive Leads: Angela Williams, Interim Executive and Director Operations and Finance Paul Veysey, Board Secretary and Head of Board Business Unit</p>

<p><b>Purpose</b></p> <p>The purpose of the Committee Annual Report 2025/26 is to assure the Board that the system of assurance is fit for purpose and operating effectively.</p> <p>The report summarises the key areas of business activity undertaken by the Committee during 2025/26.</p>
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<p><b>Recommendation:</b></p>				
<p>APPROVE <input checked="" type="checkbox"/></p>	<p>CONSIDER <input checked="" type="checkbox"/></p>	<p>RECOMMEND <input checked="" type="checkbox"/></p>	<p>NOTE <input type="checkbox"/></p>	<p>ASSURANCE <input type="checkbox"/></p>
<p><b>The Committee is asked to:</b></p> <p><b>Committee Effectiveness</b></p> <ul style="list-style-type: none"> <li>• <b>Consider</b> the summary of the review of Committee effectiveness.</li> <li>• <b>Note</b> that the Cross Committee Chairs Group will review progress with the implementation of the actions and next steps during 2026/27.</li> </ul>				



- **Recommend** the Committee Effectiveness Review Summary to the Board for assurance that this Committees has an effective system of review and continuous improvements in place.

#### **Committee Workplan for 2026/27**

- **Approve** the Committee Workplan for 2026/27 and **recommend** the plan to the Board in May for assurance that the Committee has the appropriate plan in place for 2026/27 to fulfil its terms of reference.

#### **Committee Terms of Reference Review**

- **Note** that there are no proposed changes to the Audit and Corporate Governance Committee Terms of Reference ([Current version](#) available on the website)
- **Note** that there are no proposed changes to the Standard Committee Terms of Reference and operating procedures ([Current version](#) available on the website).



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## 1. Purpose / situation

Public Health Wales has a range of Board Committees, which have key roles in the system of governance and assurance. The Board has five Board Committees established, whose purpose is to support the Board in the delivery of its role, the points below summarise the role of Committees:

- ❖ The organisation's activities are vast and complex: the Committees support the Board in covering the depth and breadth of the organisation's activities.
- ❖ Committees have a defined role which allows for a higher / deeper degree of scrutiny on behalf of the Board.
- ❖ Committees help ensure that the organisation operates effectively and meets its strategic objectives.
- ❖ Provides the Board with assurance that this is the case, obtaining assurance that systems and controls are working as they were designed to do.

During 2025/26 all five of the standing Board Committees were in operation, chaired by Non-Executive Directors. The Committees have key roles in relation to the system of governance and assurance, decision-making, scrutiny, development discussions, assessment of current risks, and performance monitoring.

### Committee Effectiveness Review

There is a programme in place to ensure Board Committees review the following activity for each Committee. This year the following has taken place:

- ❖ **Committee Effectiveness Questionnaire:**
  - Issued in December 2025 to all Committee members, Members of the Executive Team, regular attendees at Committee meetings.
  - The questions were based primarily on the Audit Committee Handbook (2012) suggested self-assessment questions and National Audit Office good practice guidance and were adapted for the Committees
  - The survey contained a specific questionnaire for each Committee, and some questions that focused on the overall breadth of the Committees.
  - Results of the questionnaire were fed into the workshop as a basis for the discussion.
  
- ❖ **Committee Effectiveness Workshop**
  - A workshop was held in February 2026, with Committee Chairs and the Executive Leads for each of the Committees to discuss the common themes and committee wider learning from the survey results.



- A summary of the themes from this Workshop is included in the **Committee Effectiveness Summary** attached.

#### ❖ **Feedback session at the end of each meeting**

- This year we have developed the use of a Board/Committee Effectiveness form to seek feedback at each meeting.

A summary of the process, key themes and outcomes is provided at **Appendix 1**.

The Cross Committee Chairs Group will review ongoing implementation of the outcomes of this review.

Relevant learning from the overall review of effectiveness will be fed into the Board performance review in 2026/27: a summary of the Committees' considerations and outcomes of this review will be reported to the Board in quarter 1 of 2026/27 as part of the wider Board effectiveness review.

### **Committee Work Plan 2026/27**

In February 2026, we held a series of Work planning sessions with the Committee Members and Executive Leads. This session provided an opportunity to explore with Committee Members and Executives the key areas of focus for next year, and to consider any improvements which could be made to the approach for 2026/27.

The discussions at these meetings were used to inform the development of the Draft Workplan for 2026/27.

The Draft Workplan is attached at **Appendix 2** for approval, and to recommend to the Board in May for assurance.

### **Committee Terms of Reference**

Following on from the Effectiveness Review, and the work planning sessions, the Committee's Terms of Reference have been reviewed to reflect any amendments required that have arisen as part of the discussion.

The Committee's Terms of reference were last approved by the Board in May 2025. The Terms of Reference should be reviewed at least annually to ensure compliance with Standing orders.

The current versions of the Committee Terms of Reference are included below:

- [Audit and Corporate Governance Committee](#)
- [Standard Terms of Reference](#)



As part of the review of Committee effectiveness this year, the Committee Terms of Reference have been reviewed, and cross referenced to the Workplans.

No changes are proposed this year to recommend to BET or Board. This is subject to any amendments proposed to the Standing Orders following that review, that may impact on the Committee TORs.

The current Committee Structure comprises the Covid-19 Public Inquiry Preparedness Subgroup, which will be subject to review after the Senedd elections in May 2026. Subsequently, BET will need to determine whether to recommend to the Board that this subgroup be discontinued at that time.

## 2. Recommendation:

### The Committee is asked to:

#### Committee Effectiveness

- **Consider** the summary of the review of Committee effectiveness.
- **Note** that the Cross Committee Chairs Group will review progress with the implementation of the actions and next steps during 2026/27.
- **Recommend** the Committee Effectiveness Review Summary to the Board for assurance that this Committees has an effective system of review and continuous improvements in place.

#### Committee Workplan for 2026/27

- **Approve** the Committee Workplan for 2026/27 and **recommend** the plan to the Board in May for assurance that the Committee has the appropriate plan in place for 2026/27 to fulfil its terms of reference.

#### Committee Terms of Reference Review

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