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|  <p> GIG CYMRU NHS WALES </p> <p> Iechyd Cyhoeddus Cymru Public Health Wales </p> | | <p> Name of Meeting Audit and Corporate Governance Committee </p> <p> Date of Meeting 8 May 2025 </p> <p> Agenda item: 8.4 </p> |
| <p>Committee Review 2024/25 and Forward Plan 2025/26</p> | | |
| <p>Executive lead:</p> | <p>Paul Veysey, Board Secretary and Head of Board Business Unit</p> | |
| <p>Author:</p> | <p>Liz Blayney, Deputy Board Secretary and Deputy Head of Board Business Unit</p> | |
| <p>Approval/Scrutiny route:</p> | <p>Paul Veysey, Board Secretary and Head of Board Business Unit</p> | |

Purpose

The purpose of this report is to summarise the asks of the Committee in relation to

- Committee Workplan for 2025/26
- Committee Terms of Reference
- Committee Effectiveness Review

During February and March 2025, The Committees have undertaken a review of its effectiveness. This has informed the development of the Committee Workplan for 2025/26 and a review of any changes needed to the Committee Terms of Reference.

This report summarises the process undertaken, and presents the final drafts of these documents for the Committees review and recommendation to the Board in May.

Committee Members, Committee Chairs and Executive Leads have been involved in the development of these documents.

| Recommendation: | | | | |
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| APPROVE <input checked="" type="checkbox"/> | CONSIDER <input type="checkbox"/> | RECOMMEND <input checked="" type="checkbox"/> | NOTE <input type="checkbox"/> | ASSURANCE <input type="checkbox"/> |
| The Committee is asked to: | | | | |
| Committee Workplan for 2025/26 | | | | |
| <ul style="list-style-type: none"> • Approve the Committee Workplan for 2025/26, and recommend the plan to the Board in May for assurance that the Committee is has the appropriate plan in place for 2025/26 to fulfil its terms of reference. | | | | |
| Committee Terms of Reference Review | | | | |
| <ul style="list-style-type: none"> • Consider the proposed changes, and recommend the proposed revised version of the Committees Terms of Reference to the Board for approval in May 2025. • Note that there are no proposed changes to the Standard Committee Terms of Reference and operating procedures (Current version available on the website) | | | | |
| Committee Effectiveness | | | | |
| <ul style="list-style-type: none"> • 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 2025/26. • Recommend the Committee Effectiveness Review Summary to the Board for assurance that the Committees have an effective system of review and continuous improvements in place. | | | | |

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 2024/25 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 January 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 2025, 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 2025/26: a summary of the Committees' considerations and outcomes of this review will be reported to the Board in quarter 1 of 2025 as part of the wider Board effectiveness review.



Committee Work Plan 2025/26

In March 2025, 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 2025/26.

The discussions at these meetings were used to inform the development of the Draft Workplan for 2025/26.

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 Committees 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 2024. The Terms of Reference should be reviewed at least annually to ensure compliance with Standing orders.

The following amendments are proposed for All Committees:

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| NHS Executive | NHS Executive – <i>QSIC, ACGC and PODC</i> have had a standard sentence added to reflect the NHSE assurance schedule in place and the reporting to Committees on this. <ul style="list-style-type: none"> ○ <i>“Seek assurance on the on the relevant governance compliance areas, within the remit of the Committee, as outlined in the NHS Executive Assurance Schedule.”</i> |
| Titles | Titles updated for all to reflect recent change to titles for Execs / attendees (all Committees) |

The following amendments are proposed for the Audit and Corporate Governance Committee:

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| System of Performance | Addition of a sentence for the Committee to seek assurance on the system of performance. |
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| | This was raised as part of the ACGC work planning session, and at the Cross Committee Chairs Group. The proposal was that this would be a report once a year that outlines what the system for performance is (similar to the annual risk system report), not to review the performance of the organisation, but for assurance on the system in place. This has been added to the draft workplan as well for September. |
| NHS Executive | Amendment to the wording for the NHSE assurance (remove duty of Quality as now reported separately inline with the assurance schedule. |

The proposed revised Terms of Reference are attached at **Appendix 3** (with proposed amendments as tracked changes) for a recommendation to the Board for approval in May.

There are no proposed changes to the Standard Committee Terms of Reference and Operating Procedures. ([Current version](#) available on the website)

2. Recommendation:

The Committee is asked to:

Committee Workplan for 2025/26

- **Approve** the Committee Workplan for 2025/26, and **recommend** the plan to the Board in May for assurance that the Committee is has the appropriate plan in place for 2025/26 to fulfil its terms of reference.

Committee Terms of Reference Review

- **Consider** the proposed changes, and **recommend** the proposed revised version of the Committees Terms of Reference to the Board for approval in May 2025.
- **Note** that there are no proposed changes to the Standard Committee Terms of Reference and operating procedures ([Current version](#) available on the website)

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 2025/26.



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