

TDC Corporate Governance Board

Terms of Reference

1. Background

The governance framework comprises the systems and processes, culture and values by which the Council directs and controls its activities and how it leads, engages with and accounts to the community it serves. It enables the Council to monitor the achievement of its strategic objectives and to consider whether those objectives have led to the delivery of appropriate, cost-effective services.

The Council's Governance Framework addresses how the Council is controlled and managed, both strategically and operationally, and how it will deliver its services. The Framework recognises that the Council's business focuses on its corporate priorities and seeks to facilitate delivery to our local communities of the goals set out in the Corporate Plan. The structures and processes, risk management and other internal control systems, such as standards of conduct, form part of this Framework, which is about managing the barriers to achieving the Council's objectives.

Delivering Good Governance in Local Government: Framework, published by CIPFA in association with Solace in 2007, set the standard for local authority governance in the UK. CIPFA and Solace reviewed the Framework in 2015 to ensure it remains 'fit for purpose' and published a revised edition in spring 2016.

The latest guidance issued by the Chartered Institute of Public Finance and Accountancy (CIPFA) and the Society of Local Authority Chief Executives (SOLACE) is entitled [**"Delivering Good Governance in Local Government \(2016\)".**](#)

The guidance defines the seven core principles, each supported by sub-principles that should underpin the governance framework of a local authority.

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

2. Purpose

The purpose of the TDC Corporate Governance Board is to keep under review the governance arrangements and related procedures of the Council to ensure best practice so that the highest standards are maintained with the overall objective to ensure that:

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

3. Scope

To aid the development of good governance at TDC the Governance Board will:

Corporate Governance

- Consider the Council's overarching arrangements for governance and agreeing necessary actions to ensure compliance with best practice;
- Undertake an annual review of the Council's overarching corporate governance framework
- Devise and maintain an accessible Local Code of Corporate Governance
- Lead on the creation of the Annual Governance Statement, which assesses the effectiveness of the Council's governance framework
- Oversee the production of and adherence to the calendar of dates for submitting, publishing and distributing timely plans, strategies and reports to the CMT and to council committees
- Review any proposed changes to the constitution and any reports for the Constitutional Review Working Party
- To review other matters relating to the Council's decision-making processes
- Review the Officer and Member Codes of Conduct
- To monitor trend information regarding Code of Conduct complaints and to review the annual report of the Standards Committee.
- Promote understanding of declarations of interests amongst staff and members
- Promote understanding of the gift and hospitality registers for officers and members
- Consider governance training needs for councillors and officers.
- Review any governance / financial issue referred to it by management, officers, the auditors, regulators or any other relevant stakeholder ;

- Commission work from internal and external audit

Internal Audit and the Control Environment

- Review the Internal Audit Plan and monitor performance
- Consider the annual internal audit report and opinion of the East Kent Audit Partnership
- Consider the quarterly internal audit report to the Governance and Audit committee and ensure appropriate management comments are provided where required
- Consider the detailed findings and recommendations of all internal audit reports where a 'limited' or 'no' assurance opinion has been provided
- Consider summaries of 'substantial' or 'reasonable' assurance opinion internal audit reports, with the objective of identifying best practices that can be applied elsewhere across the organisation
- Monitor the progress of the implementation of internal audit recommendations
- Consider a report from internal audit on agreed recommendations not implemented within a reasonable timescale

External Audit

- Consider the external auditor's annual letter, relevant reports and the report to those charged with governance
- Consider specific reports as agreed with the external auditor;
- Consider other material work, findings and recommendations of the external auditors

Risk Management

- Monitor the effective development and operation of risk management and governance in the Council
- Consider live Risk Management issues and the management action required to respond to them
- On a quarterly basis consider the corporate risks registers being represented to the Governance and Audit committee
- Annually consider the council's Risk Management Strategy

Finance and Procurement

- Review proposed changes to the financial standing orders

- Oversee the development of the Procurement strategy and corresponding contract standing orders
- Oversee the application of the Council's governance arrangements for partnership activities where the council is the accountable body and/or employer
- Review the council's statements of account

Fraud and Corruption

- Ensure Anti-Bribery, Whistleblowing, Anti-fraud and Corruption and the External Funding Protocol are up-to-date, compliant with relevant legislation and are fit for purpose
- Ensure whistleblowing policy is in place and protect individuals raising concerns and that the policy has been made available to members of the public, employees, partners and contractors

Complaints

- Oversee complaint handling data and ensure lessons are learned throughout the organisation

Information Governance

- Consider issues pertaining to reports to or from the Information Commissioner's Office
- Consider an annual report with compliance with FOI and GDPR compliance and promote lessons are learned throughout the organisation

Covert Surveillance

- To receive an annual report on the use of surveillance under the Regulation of Investigatory Powers Act (2000)

Project Management

- To receive regular monitoring reports on the use and effectiveness of the council's Project Management Framework.

4. Board Membership

The Corporate Governance Group will consist of the following officers of the council:

- Chief Executive - Chair
- Director of Corporate Services and Section 151 Officer
- Head of Legal and Monitoring Officer
- Director of Place
- Director of Environment
- Head of Finance
- Committee Services Manager and Deputy Monitoring Officer
- Head of Internal Audit (East Kent Audit Partnership)

Heads of Service and/or appropriate representatives will attend Corporate Governance Group board meetings when items they are responsible for are discussed.

5. Meeting Frequency

The Governance Board will meet on a broad four to six weekly basis, with meetings scheduled in manner to align with the board's annual work plan and the following committee meeting timetables:

- Governance and Audit Committee
- Standards Committee

Version Control

Version 0.3

Comment on changes - Inclusion of Project Management Framework review and also Covert Surveillance

Approval Date 07 May 2024

Review Date 25 Feb 2025