

# Code of Corporate Governance

May 2015

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**SURREY**

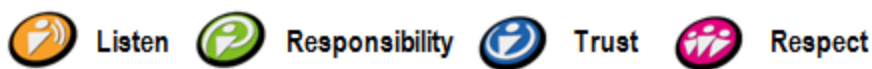
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# COMMITMENT TO GOOD GOVERNANCE

The Corporate Strategy, 'Confident in Surrey's future' sets out the council's overall purpose to ensure Surrey residents remain healthy, safe and confident about their future.

Good corporate governance underpins confidence in public services and should be transparent to all stakeholders. We are committed to demonstrating we have sound corporate governance and this Code of Corporate Governance sets out the way we meet that commitment. This in turn promotes adherence to the council's values that guide the behaviour of all officers and Members:



Corporate governance is the manner through which the council directs and controls its functions and relates to its communities. A robust governance code provides assurance that Surrey is meeting best practice in protecting its assets and serving the community.

The council must review at least annually the effectiveness of its governance arrangements and produce an Annual Governance Statement (AGS), which recognises and records the governance framework and environment. The AGS must be signed by the Chief Executive and the Leader of the Council and be included within the Statement of Accounts, as required by the CIPFA / SOLACE framework, the Statement of Recommended Practice (SORP) 2007 and the Accounts and Audit Regulations (2011). Our AGS is also included within our Annual Report.

The Code of Corporate Governance sets out the mechanisms for monitoring and reviewing the corporate governance arrangements, which enables the council to identify good governance practice and also areas for improvement.



*Our Corporate Strategy, Confident in Surrey's future*

# GOOD GOVERNANCE PRINCIPLES

## Principles of Public Life

The council has made a commitment to ensuring that good governance is in place and that we are serving the local community in accordance with the seven principles of public life as defined by the Nolan Committee in 1994. These principles apply to everyone working in the public services and should be incorporated into all codes of conduct and behaviour to ensure residents and service users receive a high quality service.

The principles are as follows:

### **Selflessness**

Officers and members should act solely in terms of the public interest. They should not act in such a way in which to gain financial or other benefits for themselves, their family or their friends.

### **Integrity**

Officers and members should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

### **Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, officers and members should make choices on merit.

### **Accountability**

Officers and members are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their role.

### **Openness**

Officers and members should be as open as possible about all decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

### **Honesty**

Officers and members have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the people of Surrey.

### **Leadership**

Officers and members should promote and support the principles by leadership and example.

## Core Governance Principles

The council has adopted six core governance principles, which ensure good governance, compliance with the principles of public life and support the achievement of our Corporate Strategy.

<p>We will focus on our purpose and will implement a vision for both Surrey and its local communities to achieve the intended outcomes for the community.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Continuously developing and clearly communicating our purpose and vision;</li> <li>• Ensuring users receive a high quality of service; and</li> <li>• Making best use of resources.</li> </ul>
<p>The council's members and officers will work together to achieve a common purpose with clearly defined functions and roles.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Ensuring there is a constructive working relationship between members and officers;</li> <li>• Ensuring responsibilities of members and officers are carried out to a high standard; and</li> <li>• Having clear relationships between the council, its partners and the public.</li> </ul>
<p>We will promote values and demonstrate good governance by upholding high standards of conduct and behaviour.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Requiring members and officers to maintain high standards of conduct; and</li> <li>• Continuing to ensure that its values are promoted.</li> </ul>
<p>We will take informed and transparent decisions that promote value for money and are subject to effective scrutiny and risk management.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Promoting decision making that is rigorous and transparent;</li> <li>• Having good quality information, advice and support;</li> <li>• Ensuring effective risk and performance management systems are in place; and</li> <li>• Use our legal powers to the full benefit of residents and communities.</li> </ul>
<p>We will seek to develop the capacity and capability of members and officers to be effective.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Aiming to ensure that members and officers have the skills, knowledge, experience and resources they need to perform well in their roles;</li> <li>• Engaging effectively with all sections of the community; and</li> <li>• Making best use of human resources through consulting and involving staff in decision-making.</li> </ul>
<p>We will engage with Borough, District and Parish Councils, residents associations and other stakeholders as appropriate to promote robust public accountability.</p> <p>We will meet this by:</p> <ul style="list-style-type: none"> <li>• Promoting leadership through a robust scrutiny function;</li> <li>• Involving local people, partners, business and other stakeholders in the early development of policy; and</li> <li>• Taking an active and planned approach to dialogue with and accountability to the public.</li> </ul>

## SUPPORTING GOVERNANCE DOCUMENTS

The Code of Corporate Governance contains 32 council policies and processes that are of key importance in maintaining good governance, supporting the achievement of the Corporate Strategy and underpin compliance with the core governance principles. The documents are shown at Annex A.

Responsibility for each governance document ultimately rests with the Chief Executive or one of the strategic directors, aside from statutory functions that fall within the personal responsibility of the Section 151 Officer or the Monitoring Officer. Cabinet Members must also demonstrate ownership within their individual portfolios.

Below those officers and members, the Code of Corporate Governance identifies, where appropriate, those officers who have a material input and control over governance documents. These officers are referred to as Governance Custodians and they are shown in Annex B.

Governance Custodians are responsible for keeping documents up to date and therefore making necessary changes. Any significant changes require approval by members or officers as shown at Annex C. It is the decision of the relevant officer and/or member as to what is classed as significant.

## GOVERNANCE REVIEW

The annual review of governance assesses the level of compliance with each of the core governance principles. A flowchart showing the process is shown at Annex D. The review consists of a number of parts as follows.

### **PART 1 – CUSTODIAN ASSURANCE**

Governance Custodians are required to complete an annual Custodian Assurance Statement. A summary report is presented to the Governance Panel, which makes recommendations on any specific areas to be reviewed as part of the governance compliance work undertaken by Internal Audit (see below).

### **PART 2 – GOVERNANCE COMPLIANCE AND REPORT ON INTERNAL CONTROL**

Following agreement by the Governance Panel on the areas of focus, a number of methods are used by Internal Audit to test governance compliance:

- Relevant audit reviews already undertaken or in progress;
- Use of surveys sent to a sample of staff and members; and
- Assurance mapping.

Key findings from the testing above are presented to the Governance Panel and any significant areas will be included in the AGS.

The Chief Internal Auditor uses information gathered from internal audit reviews carried out as part of the annual audit plan, to report on the adequacy of the overall internal control environment. This report is presented to the Governance Panel and any significant areas will be included in the AGS

### **PART 3 – ASSESSMENT OF THE CORE GOVERNANCE PRINCIPLES**

The Risk and Governance Manager carries out the annual assessment of the core governance principles. The review consists of:

- interviews with key officers,
- reviewing existing procedures,
- assessing existing governance arrangements against best practice, and
- reviewing any assurance mapping undertaken by Internal Audit.

A summary report is then presented to the Governance Panel and any significant findings will be included in the AGS.

### **PART 4 – ADDITIONAL GOVERNANCE INFORMATION**

In order to pull together a full picture of governance across the organisation, the Governance Panel also look at any relevant reports and findings from other inspectorates and groups, along with any self-assessments that the council has completed within the relevant year. Any significant issues are then included in the AGS and the information can include the following:

- External audit reports
- External inspection reports
- Annual review of the effectiveness of the system of internal audit
- Member task group reports and findings

### **PART 5 - AGS**

Taking all the above information into account, the draft AGS is developed and agreed by the Governance Panel. The Chair of the Governance Panel consults with the Statutory Responsibilities Network and the senior leadership team before the AGS is presented to the Audit and Governance Committee and the Cabinet for approval. The AGS is then incorporated into the Statement of Accounts and the Annual Report.

### **PART 6 - MONITORING**

The Governance Panel monitors progress on any improvement actions identified and update reports are presented to senior officers and the Audit and Governance Committee as appropriate.

# ROLES AND RESPONSIBILITIES

All staff and members have a role in ensuring good governance but specific responsibilities are set out below:

ROLE	RESPONSIBILITIES
The Cabinet	<ul style="list-style-type: none"> <li>• Approve the AGS for publication with the Statement of Accounts and the Annual Report</li> <li>• Monitor any governance improvements required, as appropriate</li> </ul>
Portfolio Holders	<ul style="list-style-type: none"> <li>• Demonstrate ownership of individual governance areas</li> <li>• Approve governance policies as appropriate</li> </ul>
Audit & Governance Committee	<ul style="list-style-type: none"> <li>• Review the draft AGS and advise the Cabinet as appropriate</li> <li>• Monitor the effectiveness of the governance arrangements</li> <li>• Monitor compliance with the Code of Corporate Governance</li> <li>• Approve governance policies as appropriate</li> </ul>
Statutory Responsibilities Network	<ul style="list-style-type: none"> <li>• Commission remedial action to address issues as appropriate</li> <li>• Review related reports en route to the Cabinet e.g. AGS</li> </ul>
Governance Panel	<ul style="list-style-type: none"> <li>• Refer to the Terms of Reference – <b>Annex E</b></li> </ul>
Heads of Service and Assistant Directors	<ul style="list-style-type: none"> <li>• Appoint Governance Custodians as required</li> <li>• Promote the delivery of policies within their service</li> <li>• Participate in the governance review and ensure that officers under their charge cooperate within the given timescales</li> <li>• Ensure governance improvements required within their service are acted upon in a timely manner and reported as necessary</li> </ul>
Governance Custodians	<ul style="list-style-type: none"> <li>• Maintain and regularly review governance documents to ensure they reflect legislative changes, best practice and organisational changes</li> <li>• Ensure governance documents are communicated effectively</li> <li>• Operate a standard process of version control on all governance documents</li> <li>• Ensure actions identified through the corporate governance review are acted upon in a timely manner and reported as necessary</li> </ul>
Risk and Governance Manager	<ul style="list-style-type: none"> <li>• Coordinate the corporate governance review</li> <li>• Carry out the annual assessment of core principles</li> <li>• Annually review the Code of Corporate Governance</li> <li>• Ensure provision of Corporate Governance training for staff and members as appropriate</li> </ul>
Internal Audit Team	<ul style="list-style-type: none"> <li>• Conduct the annual review of governance compliance</li> <li>• Provide information on the internal control environment to inform the AGS</li> </ul>

# REVIEWING AND REVISING THE CODE

This Code of Corporate Governance will be reviewed annually to reflect any changes. For any queries or comments on this document please contact:

Cath Edwards, Risk and Governance Manager, Business Services



# GLOSSARY

Annual Governance Statement (AGS)	A statement required by the Accounts and Audit Regulations (England) 2011 explaining how the council has complied with the code of corporate governance. It is signed by the Chief Executive and Leader of the Council and published as part of the annual Statement of Accounts and the Annual Report.
Chartered Institute of Public Finance and Accountancy (CIPFA)	The leading accountancy body for public services.
Constitution of the Council	Sets out how the Council operates, how decisions are made and the procedures that are followed to ensure efficiency, transparency and accountability.
Corporate Governance	How local government bodies ensure that they are doing the right things, in the right way, for the right people, in a timely, inclusive, open, honest and accountable manner.
Custodian Assurance Statement (CAS)	An annual submission from each Governance Custodian providing assurance that each policy is up to date and detailing any work that has been undertaken throughout the year.
Effectiveness review	A requirement of the Accounts and Audit Regulations 2006 for the council to annually conduct a review of the effectiveness of its system of internal audit.
External Audit	An external annual review of the Council's accounts.
Governance Custodian	Officers who have responsibility for ensuring that governance documents are up to date and promoted across the authority.
Governance Panel	Chaired by the Director of Legal and Democratic Services, the panel ensures that the council has a robust appraisal of governance. It advises Statutory Responsibilities Network, Audit & Governance Committee and Cabinet on the adequacy of the governance arrangements.
Internal Audit Team	An independent appraisal function that objectively examines, evaluates and reports on the adequacy of internal control.
Monitoring Officer (Director of Legal and Democratic Services)	The statutory officer in accordance with section 5 of the Local Government and Housing Act 1989 ensuring lawfulness and fairness of decision making.
Section 151 Officer (Director of Finance)	The statutory officer with responsibility for the proper administration of the Council's affairs under section 151 of the Local Government Act 1972.
Society of Local Authority Chief Executives and Senior Managers (SOLACE)	The representative body for senior strategic managers working in local government, promoting effective local government.
Statutory Responsibilities Network (SRN)	Chaired by the Chief Executive, the SRN brings the senior statutory officers together to provide oversight on the council's major statutory responsibilities.

# SUPPORTING GOVERNANCE DOCUMENTS

## Annex A

<b>RESIDENTS</b> <b>Actively involving local people and stakeholders</b>	<b>QUALITY</b> <b>Ensuring a high quality service</b>	
Fairness and Respect Strategy Communication and Engagement Strategy	Customer Promise People Strategy	
<b>VALUE</b> <b>Taking informed and transparent decisions that promote value for money</b>	<b>PEOPLE</b> <b>Maintaining high standards of conduct</b>	
Procurement Standing Orders Cabinet Forward Plan Scheme of Delegation Standing Orders	Capability Change Management Codes of Conduct (officers and Members) Arrangements for dealing with complaints about Members Disciplinary Ending Harassment, Bullying and Discrimination	Grievance Safer Recruitment Member/Officer Protocol
<b>PARTNERSHIPS</b> <b>Having clear relationships</b>	<b>STEWARDSHIP</b> <b>Ensuring effective risk and performance management systems</b>	
Surrey Compact Voluntary, Community and Faith Sector (VCFS) Framework Partnership Framework and Principles: <ul style="list-style-type: none"> <li>• Memorandums of Understanding</li> <li>• Joint Working Arrangements</li> </ul> Partnership Governance Framework	Data Governance IT Security policy Premises Security policy Strategy Against Fraud and Corruption Regulation of Investigatory Powers Act (RIPA) Resilience Policy	Financial Regulations Risk Management Strategy Health and Safety policy Whistleblowing policy

# GOVERNANCE DOCUMENT CUSTODIANS

## Annex B

Document	Custodian
Arrangements for dealing with complaints about Members	Director of Legal and Democratic Services
Cabinet Forward Plan	Cabinet Business Manager
Capability	HR Relationship Manager
Change Management	HR Relationship Manager
Code of Conduct for Members	Director of Legal and Democratic Services
Code of Conduct for Staff	HR Relationship Manager
Communications and Engagement Strategy	Head of Communications
Customer Promise	Head of Customer Services
Data Governance policy	Corporate Information Governance Manager
Disciplinary	HR Relationship Manager
Ending harassment, bullying and discrimination	Equality Inclusion and Wellbeing Manager
Fairness and Respect strategy	Lead Manager, Policy and Strategic Partnerships
Financial Regulations	Director of Finance
Grievance	HR Relationship Manager
Health and Safety policy	Senior Health and Safety Manager
IT Security policy	Head of IMT
Member / Officer Protocol	Director of Legal and Democratic Services
Partnership Framework and Principles	Strategic Director for Business Services
Partnership Governance Framework	Risk and Governance Manager
People Strategy	Head of HR and Organisational Development
Premises Security policy	Workplace Delivery Manager
Procurement Standing Orders	Head of Procurement and Commissioning
Regulation of Investigatory Powers Act (RIPA)	Community Protection Manager
Resilience Policy	Head of Emergency Management
Risk Management Strategy	Risk and Governance Manager
Safer Recruitment	HR Relationship Manager
Scheme of Delegation	Director of Legal and Democratic Services
Standing Orders	Cabinet Business Manager
Strategy against Fraud and Corruption	Chief Internal Auditor
Surrey Compact	Strategic Partnership Manager
VCFS Framework	Strategic Partnership Manager
Whistle blowing policy	HR Relationship Manager

# GOVERNANCE DOCUMENT APPROVAL

## Annex C

### Member approval

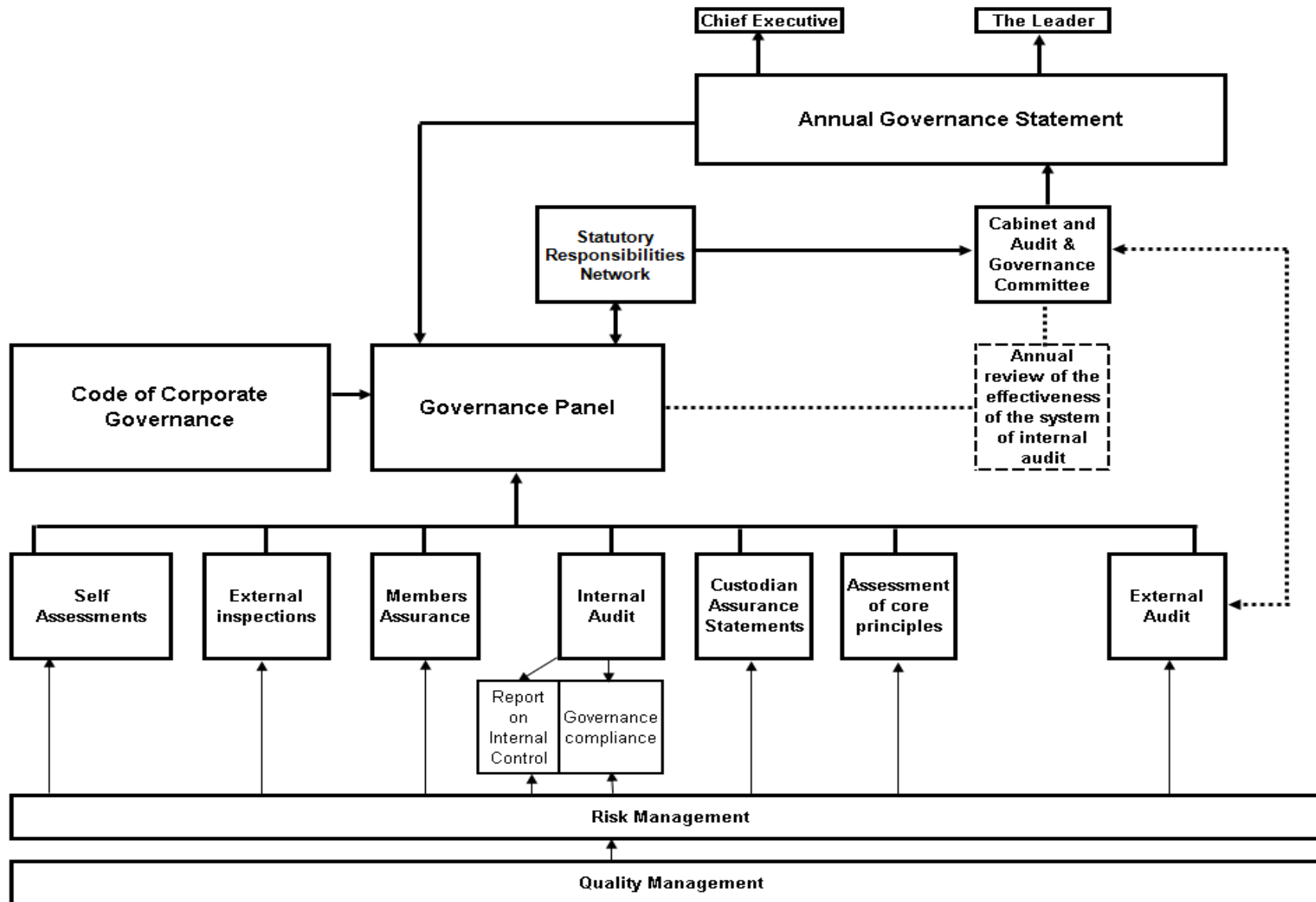
<b>Cabinet</b>	<b>Leader of the Council</b>
Communication and Engagement Strategy	Cabinet Forward Plan
Customer Promise	
Fairness and respect strategy	
Financial Regulations	<b>County Council</b>
Partnership principles	Arrangements for dealing with complaints about Members
Procurement Standing Orders	Code of Conduct – Members
Regulation of Investigatory Powers Act (RIPA)	Member / Officer protocol
Surrey Compact	Scheme of Delegation
	Standing Orders
<b>People, Performance and Development Committee</b>	<b>Audit and Governance Committee</b>
Capability	Risk management strategy
Change Management	Strategy against fraud and corruption
Code of Conduct – Staff	
Disciplinary	
Ending harassment, bullying and discrimination	
Grievance	
People Strategy	
Safer recruitment	
Whistle blowing policy	

### Officer approval

Data governance policy	Information Governance Risk Board
Health and Safety policy	Central Joint Safety Committee
IT Security policy	Head of IMT
Partnership Governance framework	Governance Panel
Premises Security policy	Chief Property Officer
Resilience policy	Head of Emergency Management
VCFS Framework	Chief Executive

# GOVERNANCE REVIEW PROCESS

Annex D



## Scope

The Governance Panel (the panel) ensures that the Council has a robust method of scrutiny and appraisal of Governance. The panel advises Statutory Responsibilities Network<sup>1</sup>, Audit & Governance Committee (A&GC) and Cabinet on the adequacy of the arrangements and proposes areas for improvement through the Annual Governance Statement (AGS).

The panel reviews reports from Internal Audit, Risk & Governance, External Audit and other relevant documents.

## The Role of the Governance Panel

The Governance Panel collectively, is responsible for:

- Annually reviewing the Code of Corporate Governance and approving changes prior to presentation at the A&GC
- Reviewing reports from Internal Audit, Risk & Governance, External Audit and other inspectorates as appropriate
- Reviewing significant changes to governance documents within the Code of Corporate Governance
- Reporting significant governance issues, providing updates and presenting the draft AGS to the SRN and A&GC

## Membership

The following officers form the Governance Panel:

Chair	-	Director of Legal and Democratic Services (Monitoring Officer)
Standing members	-	Director of Finance (Section 151 Officer)
	-	Representative from HR & Organisational Development
	-	Chief Internal Auditor
	-	Representative from Policy and Performance
	-	Risk & Governance Manager
Advisors	-	Governance custodians
	-	Representatives from Internal Audit

<sup>1</sup> Consisting Chief Executive (Chair), statutory officers for: Social Care, Education, Fire, Public Health, Director of Finance, Director of Legal and Democratic Services, Chief Internal Auditor, Director of HR

## Individual Roles and responsibilities

### Chair

- Proactively chair panel meetings, ensure meetings are effective and actions have been completed
- Present panel reports to SRN, A&GC and Cabinet and feed back to the rest of the panel members
- Report back to the panel on key issues from other governance meetings as appropriate, including partnerships

### Panel members

- Proactively participate at panel meetings
- Report back to the panel on key issues from other governance meetings as appropriate, including partnerships

### Risk and Governance Manager

- Lead on the annual review of governance, including the development of the AGS
- Provide reports to the panel on areas of risk and governance, including strategic and significant service risks, annual governance review reports and progress reporting
- Prepare panel reports for SRN, A&GC and Cabinet
- Report key issues from external audit and inspection reports including the Annual Audit Letter and the Annual Governance Report
- Undertake the annual review of the Code of Corporate Governance and recommend changes to the panel

### Chief Internal Auditor

- Provide updates and reports to the panel on internal control and key audit findings

### Governance Custodians

May be required to attend any panel meetings at the request of the Chair

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