For decision

Title: Review of Board Committee terms of reference

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Purpose

This paper seeks Board approval of revised committee terms of reference following a review of committee governance arrangements, to ensure that the terms of reference remain current and reflect the Board's requirements, and to confirm the ongoing status and operation of the Governance Committee.

Recommendations

The Board is asked to:

a) Approve the revised committee terms of reference set out in Annex 1 to this paper.

Background and strategic context

1. As part of ongoing governance improvement activity, an internal audit recommendation highlighted the benefit of the Board reviewing and approving Committee Terms of Reference on an annual basis. The proposed revisions provide an opportunity to implement this recommendation and updating committee responsibilities where appropriate.

2. The proposals set out in this paper support the Authority's commitment to effective governance, transparency and continuous improvement in decision-making arrangements.
    a) Ensuring Board Committee structures remain proportionate, effective and aligned to current organisational requirements.
    b) Supporting clear accountability and assurance arrangements through appropriately defined Committee responsibilities and reporting mechanisms.

c) Strengthening good governance practice through annual Board review and approval of Committee Terms of Reference, ensuring committee remits remain current, effective and aligned with organisational priorities.

Committee terms of reference

3. The Governance committee continues to fulfil an important role within the Board's governance framework, particularly in relation to Board effectiveness, committee structure, member development and senior appointment processes. However, the volume of business requiring consideration by the Committee no longer necessitates a regular meeting cycle.

4. The proposed revisions therefore retain the Governance Committee as a standing committee while providing that meetings will be convened only when matters arise requiring consideration within the committee's remit.

Key proposed changes

a) Governance committee retained as standing committee.
b) Governance Committee meeting frequency amended to "as required".
c) Strategic communications oversight transferred to the Performance committee.
d) Annual review of committee terms of reference formalised.
e) Minor updates on consistency changes across committee remits.

Statement of frequency of meetings

Committee	Current operation frequency
Audit and Risk committee	Typically, quarterly
Performance committee	Typically, quarterly
Resources committee	Typically, quarterly
Governance committee	When required

Next steps

Subject to Board approval, the revised terms of reference will take immediate effect and will be reviewed annually thereafter.

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