

**Constitution and timetable of meetings 2024/2025**

**1. Aim**

1.1 To ensure that the Council’s Constitution is accurate, decision making by officers is clear, transparent and lawful and an agreed timetable of meetings for the 2024/25 municipal year is made available.

**2. Summary**

2.1 In accordance with the Councils duty and requirements of Article 13 of the Constitution, a review of the Constitution is undertaken annually to ensure appropriateness for the forthcoming municipal year.

2.2 Amendments to officer delegations are proposed to reflect organisational changes. Further proposals include updating the terms of reference for Audit Committee and amending the health and Wellbeing Board’s membership along with updating dates within the flag flying protocol (**Appendix 1**).

2.3 The proposed timetable of meetings for the municipal year 2024/2025 is submitted to Annual Council to comply with the Councils Rules of Procedure and provides the pattern for the organisation and transaction of business at member level (**Appendix 2**).

**3. Recommendations**

2.1 That the amendments to the following parts of the Constitution as detailed in **Appendix 1**, be approved:

(a) Part 3 – Responsibility for functions:

3.2 (6)	-	Audit Committee role and remit
3.2 (7)	-	Health and Wellbeing Board membership
3.5	-	Scheme of delegations to officers

(b) Part 5 – Codes and Protocols

5.19 - Flag Flying Protocol

2.2 That the timetable of meetings for the municipal year 2024/2025 as set out in **Appendix 2** of the report be approved.

## **4. Report detail – know**

### **4.1 Part 3 – Responsibility for functions**

#### **Part 3.2 (6) – Audit Committee**

To update the terms of reference which have been reviewed against the updated CIPFA Position Statement and supporting guidance.

#### **Part 3.2 (7) – Health and Wellbeing Board**

To update the membership of the Health and Wellbeing Board.

#### **Part 3.5 – Scheme of delegations to officers**

The delegations to officers under the Constitution are reviewed on a regular basis to reflect changes in legislation, structural and organisational changes within the Council. Due to recent organisational changes, delegations in respect of the following will be moved:-

- Customer function from Children’s Services to Resources & Transformation.
- Corporate Landlord function from Resources & Transformation to Economy, Environment & Communities.
- Communications, Marketing & Brand, Policy & Strategy and Business Insights functions from Adult Social Care (Hub) to Resources & Transformation.

### **4.2 Part 5 - Codes and Protocols**

#### **Part 5.19 – Flag Flying Protocol**

Designated dates for flying the Union Flag in 2024 to be updated.

The changes detailed in paragraph 4 are detailed in **appendix 1**.

## **5. Financial information**

5.1 There are no direct financial implications arising from this report.

## **6. Reducing Inequalities**

6.1 It is imperative that the Councils decision making structures and processes are lawful, clear and transparent. This ensures that powers are used responsibly and reasonably to give confidence to the entire borough that decision making is fair and beyond reproach.

## 7. Decide

- 7.1 Members could decide not to approve the proposed changes but must have regard to the need for the constitution to be clear, open and transparent for lawful decision making.

## 8. Respond

- 8.1 If approved, the proposed amendments will be incorporated into the Constitution and published on the Councils Committee Management Information Website available to members and officers and the public.

## 9. Review

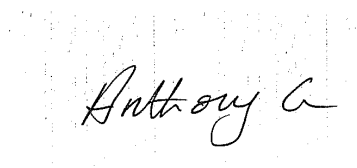
- 9.1 There will be an ongoing requirement to keep the Constitution up to date and officer delegations under review to ensure that the Council acts within the law.

## Background papers

None

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Director of Governance  
21st May 2024

<b>Part 3 – Responsibility for functions</b>	
<p><b>Part 3.2 (6) – Audit Committee</b></p> <p>Updated terms of reference (amends underlined and struck through).</p>	<p><b>AUDIT COMMITTEE</b></p> <p><b>Membership</b></p> <p>7 Members of the authority as determined by the Council with a maximum of 3 independent members (non-voting) appointed by the Council.</p> <p><b>Substitutes</b></p> <p>Substitute members may be nominated to the Committee in accordance with paragraph 4 of the Council procedure rules (Part 4).</p> <p><b>Chairman and Vice-Chairman</b></p> <p>The Chairman and Vice-Chairman will be appointed at the Annual Council meeting for the municipal year.</p> <p><b>Quorum</b></p> <p>The quorum of the Committee shall be one third of the membership, subject to a minimum of two.</p> <p><b>Meetings</b></p> <p>The Committee will meet five times per year and will usually meet at the Council House, Walsall at 6.00 p.m.</p>

## **Access to information**

The Committee will comply with the Access to Information Rules set out in Part 4 of the Constitution.

## **Purpose**

To act as the Council's Audit Committee, the purpose of which is to provide independent assurance to members of the adequacy of the risk management framework and internal control environment. To provide an independent review of governance, risk management and control frameworks, which include the council's arrangements for performance management and oversee the financial reporting and annual governance processes. To oversee internal audit and external audit, helping to ensure efficient and effective assurance arrangements are in place.

## **Delegations**

To exercise the following powers and functions of the Council:

## **Governance, risk and control**

- (1) To review the Council's corporate governance arrangements against a good governance framework, the Local Code of Governance and consider annual governance reports and assurances, including those for significant partnerships or collaborations.
- (2) To review and approve the annual governance statement (AGS) prior to approval and consider whether it properly reflects the risk environment and supporting assurances, taking into account internal audit's opinion on the overall adequacy and effectiveness of the Council's framework of governance, risk management and control; and to consider whether the annual evaluation for the AGS, fairly concludes that governance arrangements are fit for purpose, supporting the achievement of the authority's objectives.

- (3) To consider the Council's arrangements to secure value for money and review assurances and assessments on the effectiveness of these arrangements.
- (4) To consider the Council's framework of assurance and ensure that it adequately addresses the risks and priorities of the Council.
- (5) To monitor the effective development and operation of risk management in the Council.
- (6) To monitor progress in addressing risk related issues reported to the committee.
- (7) To consider reports on the effectiveness of internal controls and monitor the implementation of agreed actions.
- (8) To review the assessment of fraud risks and potential harm to the Council from fraud and corruption.
- (9) To monitor the counter fraud strategy, actions and resources.
- (10) To consider reports on the effectiveness of financial management arrangements, including compliance with CIPFA's Financial Management Code.

#### **Internal Audit**

- (11) To approve the internal audit charter.
- (12) To review proposals made in relation to the appointment of external providers of internal audit services and to make recommendations.
- (13) To commission work from internal audit.
- (14) To approve the risk-based internal audit plan, including internal audit's resource requirements, the approach to using other sources of assurance and any work required to place reliance upon those other sources.

- (15) To approve significant interim changes to the risk-based internal audit planning resource requirements.
- (16) To make appropriate enquiries of both management and the head of internal audit to determine if there are any inappropriate scope or resource limitations.
- (17) To consider reports from the head of internal audit on internal audit's performance during the year, including the performance of external providers of internal audit services. These include:
- a. Updates on the work of internal audit including key findings, issues of concern and action in hand as a result of internal audit work.
  - b. Regular reports on the results of the Quality Assurance and Improvement Programme.
  - c. Reports on instances where the internal audit function does not conform to the Public Sector Internal Audit Standards and Local Government Application Note, considering whether the non-conformance is significant enough that it must be included in the Annual Governance Statement.
- (18) To consider the Head of Internal Audit's annual report:
- a. The statement of the level of conformance with the Public Sector Internal Audit Standards and Local Government Application Note on the results the Quality Assurance and Improvement Programme that supports the statement.
  - b. The opinion on the overall adequacy and effectiveness of the Council's framework of governance, risk management and control together with a summary of the work supporting the opinion.
- (19) To consider summaries on specific internal audit reports as requested.
- (20) To receive reports outlining the action taken where the head of internal auditor has concluded that management has accepted the level of risk that may be unacceptable to the authority or there are concerns about progress with the implementation of agreed actions.

(21) To contribute to the Quality Assurance and Improvement Programme and in particular, to the external quality assessment of the internal audit that takes place at least once every five years.

(22) To consider a report on the effectiveness of internal audit to support the Annual Governance Statement, where required to do so by the Accounts and Audit Regulations.

(23) To support the development of effective communication with the Head of Internal Audit, provide free and unfettered access to the audit committee chair, including the opportunity for a private meeting with the committee.

#### **External audit**

(24) To consider the external auditors annual letter, relevant reports, and the report to those charged with governance and their implications for governance, risk management or control.

(25) To consider specific reports as agreed with the external auditor.

(26) To comment on the scope and depth of external audit work to ensure it gives value for money.

(27) To commission work from external audit.

(28) To support the independence of external audit through consideration of the external auditor's annual assessment of its independence and review of any issues raised by Public Sector Audit Appointments (PSAA).

(29) To advise and recommend on the effectiveness of relationships between external and internal audit and other inspection agencies or relevant bodies.

(30) To provide free and unfettered access to the audit committee chair for the auditors, including the opportunity for a private meeting with the committee.



### **Financial reporting**

- (31) To monitor the arrangements and preparations for financial reporting to ensure that statutory requirements and professional standards can be met.
- (32) To review and approve the annual statement of accounts. Specifically to consider whether appropriate accounting policies have been followed and whether the key risk concerns arising from financial statements from the audit that need to be brought to the attention of the Council.
- (33) To consider the external auditor's report to those charged with governance on issues arising from the audit of the accounts.

### **Accountability arrangements**

- (34) To report to those charged with governance of the committee's findings, conclusions and recommendations concerning the adequacy and effectiveness of the governance, risk management and internal control frameworks; financial reporting arrangements, and internal and external audit functions.
- (35) To report to full Council on a regular basis the committee's performance in relation to the terms of reference and effectiveness of the committee in meeting its purpose.
- (36) To publish an annual report on the work of the committee, including a conclusion on the compliance with the CIPFA Position Statement.

**Part 3.2 (7) – Health and Wellbeing Board**

Updated membership

- Chairman – to be a nominee of the controlling administration
- 1 elected member not from the controlling administration
- Cabinet portfolio holder for Adult Social Care
- Cabinet portfolio holder for Children’s Services
- Cabinet portfolio holder for Public Health
- Executive Director Adult Social Care
- Executive Director Children’s Services
- Director of Public Health
- 3 representatives of the NHS Black Country Integrated Care Board\*
- 1 representative of the Black Country Healthcare NHS Foundation Trust
- 1 representative of the Walsall Healthcare NHS Trust
- 1 representative of Healthwatch Walsall
- 1 representative of the Housing sector/Housing Board
- 1 representative of WM Fire Service
- 1 representative of WM Police
- 1 representative of Walsall College
- 1 representative of the Voluntary, Community and Social Enterprise (VCSE) sector nominated through the Councils associated infrastructure arrangements
- 1 representative of NHS England to be invited to join the Board for the purpose of participating in the preparation of the Joint Strategic Needs Assessment and the Joint Local Health and Wellbeing Strategy at the appropriate time.

\*Vice-Chairman to be the Clinical Commissioning Lead for the NHS Black Country Integrated Care Board

**3.5 – Scheme of delegations to officers**

To note that the functions have transferred.

- Customer function from Children’s Services to Resources & Transformation.
- Corporate Landlord function from Resources & Transformation to Economy, Environment & Communities.

	<ul style="list-style-type: none"> <li>• Communications, Marketing &amp; Brand, Policy &amp; Strategy and Business Insights functions from Adult Social Care (Hub) to Resources &amp; Transformation.</li> </ul>
<b>Part 5 – Codes and Protocols</b>	
<b>5.19 – Flag Flying Protocol</b>	<ul style="list-style-type: none"> <li>• <b>1 March:</b> St David’s Day (in Wales)</li> <li>• <b>11 March:</b> Commonwealth Day (second Monday in March)</li> <li>• <b>17 March:</b> St Patrick’s Day (in Northern Ireland)</li> <li>• <b>9 April:</b> His Majesty The King’s Wedding Anniversary</li> <li>• <b>23 April:</b> St George’s Day (in England)</li> <li>• <b>6 May:</b> Coronation Day</li> <li>• <b>15 June:</b> Official Birthday of His Majesty The King</li> <li>• <b>21 June:</b> Birthday of HRH The Prince of Wales</li> <li>• <b>17 July:</b> Birthday of Her Majesty The Queen</li> <li>• <b>8 September:</b> His Majesty The King’s Accession</li> <li>• <b>10 November:</b> Remembrance Day (second Sunday in November)</li> <li>• <b>14 November:</b> Birthday of His Majesty The King</li> <li>• <b>30 November:</b> St Andrew’s Day (in Scotland)</li> </ul>

