

Board of Governance of the Comptroller and Auditor General

MEETING

held in person on 24 October 2024 at 10:00

MINUTES

Present	Grace Nesbitt	Chair
	Russel Griggs (via MS Teams)	Senior Independent Member
	Rob Tinlin	Independent Member
	Peter Pichler	Independent Member
	Lynn Pamment	Comptroller and Auditor General
In attendance	Andrea White	Finance and Governance Affiliate (for Items 01 to 17 and 19)
	Helen Thompson	Deputy Comptroller and Auditor General (for Items 01 to 17 and 19)
	Rozena Pedley	Communications Officer (for Item 14)
Apologies for absence	None	

24/42 Item 01: Declarations of interests

The Board received a report from the Finance and Governance Affiliate highlighting that there was only change to the register since the last meeting, that is Rob Tinlin has taken up an appointment as the Chair of the Cumberland Council Improvement Board.

Peter Pichler highlighted that he was now both a Trustee and Treasurer of Jersey Hospice Care and that the Register of interests should be updated.

The Board:

- **noted the report**
- **requested that the Register of Interests be updated for Peter Pichler**
- **agreed that items 18 on the agenda should be discussed in camera, without the presence of the Finance and Governance Affiliate and the Deputy Comptroller and Auditor General.**

24/43 Item 02: Chair's update

The Chair:

- reported that she had been asked to step in as a panel member for the recruitment of the Independent Member of the Board in place of the States Greffier as she was now unable to make the interview date
- during the interviews, one candidate had asked why the C&AG Board meetings were not held in public. Following a discussion the Board agreed that:
 - it was the norm in Jersey for oversight boards not to be held in public
 - much of the detailed information that comes to the Board is confidential in nature
 - the minutes of the CAG Board are published on the Jersey Audit Office (JAO) website
 - information on the role and work of the C&AG and JAO is published in the Annual Report and Transparency Report
 - the audit plan and results from the detailed work of the C&AG and JAO is published on the JAO website
 - it is within the Public Accounts Committee purview to hold a public hearing on the work of the C&AG and JAO if it so wished
 - should a member of the public request to attend, the request would be considered on a case by case basis; to date no such requests have been received
 - holding meetings in public as a matter of course would result in an additional cost and administrative burden with little or no additional benefit to the public.

The Board noted the Chair's update.

24/44 Item 03: Minutes of the meeting held on 24 July 2024

The Board received and adopted the minutes of the meeting of the Board held on 24 July 2024.

24/45 Item 04: Risk register

The Board received a report on the risk register highlighting:

- an overview of the residual risks in the risk register in the form of a heatmap
- key changes to the register since July 2024
- residual risks with an amber or red rating following mitigating controls together with further actions identified mitigate the risks
- details of the arrangements to evaluate and manage risks going forward.

The Board made the following observations:

- noted the outcome of a workshop session held on 24 October 2024 on the individual risks relevant to the operation of the Board
- it is not considered necessary to review the whole risk register at each meeting
- future reports should focus on exceptional movement in risk and risks outside of risk appetite
- the new Chair is likely to have his own views on risk and early liaison should be undertaken to discuss the risk register with him.

The Board:

- noted the changes made to the risk register since the last meeting
- requested that management note its observations on the risk register; and
- requested that the Board of Governance risks be updated.

24/46 Item 05: Annual strategic review

The Board received a report on proposed changes the Board's Strategic Framework to reflect the changes to the scheduled activities which now incorporates the Board's annual review of:

- Jersey Audit Office Strategy
- Transparency Report

The Board noted that it had reviewed the results of its 2023 Annual self-assessment of Board performance in some depth at a workshop held for this purpose on 23 October 2024. The Board made the following observations:

- the wording of the questionnaire needs to reflect the performance of the Board rather than the performance of the office
- the questionnaire should centre around the information the Board needs to assure itself about the effectiveness of the expenditure, the JAO work plan and key risks
- link to the Board's statutory duties under The Comptroller and Auditor General (Board Of Governance) (Jersey) Order 2015

The Board received an update on outstanding actions arising from the evaluation of individual Board member performance, undertaken by the Chair in January 2024. It considered the nature of the evaluation to be undertaken in 2025 and suggested:

- that the individual member self-assessment questions be revised to consider the contribution of individual Board members
- the evaluation be undertaken by the current Chair prior to her departure in March 2025.

The Board:

- **noted the report**
- **approved the changes to the Strategic Framework**
- **requested that the annual self- assessment of Board performance be updated to reflect its observations**
- **requested that the annual self- assessment of individual board member performance be updated to reflect its observations**
- **agreed that the current Chair should carry out the 2025 review individual Board member performance prior to her departure in March 2025.**

24/47 Item 06: Annual review of Standing Orders, Code of Conduct and Relationship Code

The Board received a report highlighting:

- that no changes have been made to either the Comptroller and Auditor General (Jersey) Law 2014 or the Comptroller and Auditor General (Board of Governance) (Jersey) Order 2015, consequently no changes were required to its Standing Orders or the Relationship Code
- the consolidated changes made to the Board Code of Conduct following its consideration of the Code at its meeting on 24 July 2024

The Board:

- discussed where the arrangements for the C&AG's appraisal should be reflected in its work plan
- discussed the purpose of and links between the Standing Orders and the Relationship Code
- noted that all Board members have completed and returned their Code of Conduct declarations for 2024.

The Board:

- **noted the report**
- **requested that Standing Orders be cross-referenced to the Relationship Code where relevant**
- **requested that the C&AG appraisal be reflected in the Relationship Code**
- **approved the changes to the Board Code of Conduct**

24/48 Item 07: Succession planning for the Board of Governance

Board received a report setting out the requirement to annually review its succession plan, which was last reviewed on 24 October 2023. The Board noted:

- the appointment of Peter Pichler as an additional independent board member for a 5 year term commencing 16 April 2024
- the re-appointment of Rob Tinlin as an additional independent board member for a further term of 5 years commencing 26 March 2025
- that a recruitment exercise is underway to replace the current Chair and Senior Independent Member of the Board who come to the end of their terms of appointment in March 2025

The Board discussed the need to appoint a new Senior Independent member of the Board and concluded:

It would be appropriate for this Board to make the appointment to enable:

- appropriate knowledge transfer and continuity
- the new senior independent member to inform the current Chair's individual Board member performance review
- the longest serving and experience member to be allocated to the post

During its discussions, the Board reflected on:

- the need for a final meeting of the current Board
- the nature and timing of the Board papers

The Board:

- **noted the report**
- **appointed Rob Tinlin as the new Senior Independent Member of the Board**
- **noted the Board role descriptors for Board members were reviewed as part of the current recruitment process**
- **confirmed that currently no changes were required to the success plan**
- **agreed a final meeting of the Board should take place on 02 December 2024**
- **new format of board papers to be presented to its meeting on 02 December 2024**
- **the timing of 2025 Board meetings to be discussed with the new Board Chair**

24/49 Item 08: Update on the new C&AG Law

The Board received an update report setting out the progress to bring the proposed changes to the C&AG Law into Law.

The C&AG highlighted the outcomes of recent meetings with the Treasurer and the Minister for Treasury and Resources noting that currently, the proposed changes to the C&AG Law have been included in the current legislative programme.

The Board noted the report.

24/50 Item 09: Update on Board member recruitment

The Board received a report on the current recruitment of a new Chair and Independent Member of the Board noting that that the panels have been successful in identifying candidates to appoint. The next step will be for propositions to be lodged with the States Assembly for approval.

The Board noted the report.

24/51 Item 10: Matters arising

The Board received and noted a report from the Finance and Governance Affiliate.

24/52 Item 11: Audit quality framework

The Board received a report from the Deputy Comptroller and Auditor General (DC&AG) detailing:

- procurement and appointment of auditors of financial statements
- audit quality monitoring activity; and
- stakeholder survey action plan.

The Board discussed and noted the report.

24/53 Item 12: Comptroller and Auditor General's update report

The Board received a report from the Comptroller and Auditor General focussing on progress to date against the JAO Strategy 2024-2027, including activities relating to the following strategic aims:

- high performing audit organisation
- supporting effective scrutiny and accountability
- making a difference; and
- building a better organisation

The Board noted the report.

24/54 Item 13: Comptroller and Auditor General's report on stakeholder engagement

The C&AG updated the Board on Stakeholder Engagement since the last Board meeting which included updates in the States of Jersey and stakeholder events.

The Board discussed and noted the report.

The Communications Officer joined the meeting for Item 14

24/55 Item 14: External communications

The Board received a report from the Communications Officer covering:

- autumn / summer outputs
- media coverage
- themes and events; and
- JAO website statistics

The Board noted the presentation and noted the good attendance of the first sustainability event hosted by the C&AG held on 14 October 2024.

The Communications Officer left the meeting

24/56 Climate-related risks and opportunities for the Office of the Comptroller and Auditor General

The Board received a report from the C&AG providing an update on activities undertaken in respect of climate-related risks and opportunities. The report included:

- Jersey's Carbon Neutral Roadmap
- Climate related risks and opportunities for the JAO
- Jersey Audit Office Climate Strategy and Carbon Neutral Roadmap
- Adopting appropriate metrics

The Board discussed and noted the report and were content with the JAO approach to managing climate change risks.

24/57 Item 16: Jersey Audit Office policies

The Board received a progress report from the Deputy C&AG on the review and development of JAO policies. The Board noted the updated policies on:

- Annual Report and Accounts
- CAG as Accountable Officer
- Expenditure and Procurement
- Government Plan and Budgeting
- Internal Audit
- Corporate social responsibility strategy
- Equality, diversity and inclusion statement
- Safeguarding

The Board noted the report and the work to develop policies further.

24/58 Item 17: Finance update

The Board received a report from the Finance and Governance Affiliate detailing:

- performance against budget for the 8 months to August 2024
- 2024 budget review and forecast; and
- project budgets and outturn for 2024 work programme.

The Board discussed and noted the report.

Andrea White and Helen Thompson left the meeting for item 18

24/59 Item 18: Update on Jersey Audit Office operating model

The Board received and discussed an update report on the Jersey Audit Office operating model.

The Board noted the report.

Andrea White and Helen Thompson rejoined the meeting

24/60 Gifts and hospitality register

The Board noted there had been no entries in the register since the last meeting on 24 July 2024.

24/61 Item 19: Forward look

The Board received a report from the Finance and Governance Affiliate comprising of a forward look of Board business for 2025.

The Board noted the report and that the new Chair would be consulted on the timing of the Board meetings for 2025.

24/62 Dates of future meetings

The Board noted the date of the next meeting on Monday 02 December 2025 via MS Teams.

The meeting closed at 13:00