

**CODE OF CORPORATE GOVERNANCE AND ANNUAL GOVERNANCE
STATEMENT
WDA/07/23**

Recommendation

That:

1. Members note the findings of the Annual Corporate Governance Assessment and approve the Improvement Action Plan for 2023/24;
2. Members approve the Code of Corporate Governance; and
3. Members approve the Annual Governance Statement and the Statement be signed by the Authority's representatives for inclusion in the Statement of Accounts 2022/23.
4. Members note the review undertaken of the recruitment process for the new Chief Executive and ratify the decision made to appoint the Chief Executive.

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Report of the Chief Executive

1. Purpose of the Report

- 1.1 To inform Members of the findings of the Annual Governance Assessment and the Improvement Action Plan for 2023/24. Members are also asked to approve the Annual Governance Statement for inclusion in the Statement of Accounts 2022/23 and to ratify the decision made to appoint the new Chief Executive.

2. Background

- 2.1 The Authority has a Code of Corporate Governance in place, and the latest version was approved at a meeting of the Authority held on 22nd April 2022. This code is based on a framework recommended by CIPFA/SOLACE which defines standards of good corporate governance.
- 2.2 A Primary Assurance Group (PAG) has been established and is responsible for the continuing assessment and review of the Authority's corporate governance arrangements in line with the above code. The group consists of the Authority's Statutory Officers in consultation with the Chief Executive.
- 2.3 As part of the continuing assessment PAG undertake periodic reviews of the previous year's Improvement Action Plan to ensure progress is being made. A final progress report on the 2022/23 Improvement Action Plan is attached at Appendix 2.
- 2.4 PAG has also undertaken its annual assessment of internal control and governance arrangements for 2023/24, the findings of which are presented in this report.
- 2.5 On the basis of the findings of both reviews, the Annual Governance Statement for 2022/23 is attached at Appendix 1 for Members' approval and inclusion in the Statement of Accounts 2022/23 to be published later this year.

3. Annual Assessment and Review

- 3.1 The Primary Assurance Group has undertaken its annual review which included:
- a review of the Code of Corporate Governance
 - a review of the progress made in relation to the improvement plan agreed during last year's review;
 - the annual assessment of the Authority's compliance with the Code of Corporate Governance and the identification of improvements to strengthen arrangements in the forward year.
- 3.2 As part of the annual assessment, the Primary Assurance Group (PAG) reviewed the work undertaken to deliver last year's Improvement Action Plan. The majority of actions have been completed and those which are still ongoing have been carried forward to 2023/24.
- 3.3 For Members' information, the Improvement Action Plan for 2022/23 has been updated to indicate progress made in the year and is attached at Appendix 2.
- 3.4 This year's assessment noted the work undertaken during 2022/23 to strengthen the Authority's internal control and identified new areas for improvement. A copy of the Improvement Action Plan for 2023/24 is attached at Appendix 3 and a full copy of the annual assessment is attached at Appendix 4.
- 3.5 Key areas for focus identified during the assessment included:
- MRWA Develop the Authority's approach to the planning of future waste management services, in preparation for the procurement of the replacement services currently delivered under the existing Waste Management & Recycling Contract.
 - MRWA Chief Executive to lead in conjunction with the Chief Executive of Wirral BC, on the LCR Strategic Waste Management Partnership to develop a new Zero Waste 2040 Strategy for the LCR
 - To develop a new MRWA Zero Waste Strategy 2040

- To continue to develop and implement the actions of the Authority's Climate Action Plan

4. Quality Assurance

- 4.1 The Authority's Internal Auditors periodically review Corporate Governance arrangements to ensure that the systems in place operate effectively.

5. Statements of Assurance

- 5.1 As part of the annual assessment, the Primary Assurance Group require Statements of Assurance from key officers and organisations to confirm they are maintaining robust internal control systems on which the Authority must rely in preparing its accounts.

- 5.2 The following statements have been received from, and considered by the Primary Assurance Group:

- The Authority's Chief Executive;
- St Helens MBC as provider of key services including finance and auditing; and
- Mersey Waste Holdings Limited as an organisation included in the Authority's Group Accounts.

- 5.3 Copies of the statements are attached at Appendix 6, 7 and 8 for Members' information.

6. Annual Governance Statement

- 6.1 Regulation 6 of the Accounts and Audit Regulations 2015 requires authorities to prepare and approve an annual governance statement.

- 6.2 The CIPFA/SOLACE Framework defines the form and content of the governance statement to meet the requirements of the above regulations. The format of the statement was updated by CIPFA/SOLACE in 2016 and the proposed statement attached at Appendix 1 is based on this.

- 6.3 The guidance states that 'A good governance statement should be an open and honest assessment of the organisation's performance across all

of its activities, with a clear statement of the action being taken or required to address areas of concern.’

- 6.4 The Annual Governance Statement drafted by the Primary Assurance Group reports that one significant governance issue has been identified and Members are asked to approve the Statement and agree that it be signed by the Authority’s representatives as indicated.
- 6.5 As a part of the governance review a procedural issue has been identified in respect of the arrangements for the appointment of the new Chief Executive.
- 6.1 As part of the appointments process a Member panel was established that consisted of the Chairperson, deputy Chairperson and an opposition Member. Their decision led to the appointment of the new Chief Executive who commenced employment in the new year.
- 6.2 The Authority has reviewed this process and it has established that the appointment process should have either included a sub-committee of the Authority with formally delegated authority over the appointment or for the decision on appointment to be made by the Authority itself. This would have been a more constitutionally correct exercise of the Authority’s responsibilities than came from a Member panel and from informing all Members of the outcome.
- 6.3 The Authority proposes to address this weakness by asking Members to formally ratify the appointment of the new Chief Executive and by extending the delegated Authority of the Disciplinary and Investigation subcommittee at the Annual General Meeting in June 2023.

7. Risk Implications

- 7.1 The review of corporate governance and internal control arrangements is a statutory requirement and failure to undertake an effective review may lead to weaknesses in the direction and control of the Authority’s functions.
- 7.2 The following key risks have been identified:

Identified Risk	Likelihood Rating	Consequence Rating	Risk Value	Mitigation
Weaknesses in internal control mechanisms are not identified.	1	4	4	Annual Assessment

Failure to deliver continuous improvement.	2	3	6	Improvement Plan identified and monitored by Primary Assurance Group
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8. HR Implications

8.1 There are no HR implications associated with this report.

9. Environmental Implications

9.1 There are no environmental implications associated with this report.

10. Legal Implications

10.1 The review of the effectiveness of the system of internal control and production of the governance statement is required in order to comply with Regulation 6 of the Accounts and Audit Regulations 2015.

11. Financial Implications

11.1 There are no financial implications associated with this report.

12. Conclusion

12.1 Members are asked to note the findings of the Annual Assessment and approve the Code of Corporate Governance and the Improvement Action Plan for 2023/24. Members are also asked to approve the Annual Governance Statement for inclusion within the Statement of Accounts 2022/23 to be published later this year.

12.2 Members are asked to ratify the decision taken to appoint the new Chief Executive.

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The background documents to this report are open to inspection in accordance with Section 100D of The Local Government Act 1972 - Nil.