DO THE RIGHT THING

The Code of Corporate Governance for Warwickshire County Council

Warwickshire County Council

1. What is 'governance'?

1.1 Governance is about how the County Council ensures it is doing the right things, in the right way, at the right time to deliver our objectives. It is made up of all the systems, processes, culture and behaviours which direct and control the way in which we work and through which we account to, engage with and lead our communities.

1.2 This Code of Corporate Governance applies to the Council's elected members, officers and partnership arrangements. This Code is accessible on the Council's intranet and internet.

2. Why we do it?

2.1 The way in which Warwickshire County Council is 'governed', affects our performance and the outcomes we deliver. Good governance ensures our resources are directed in accordance with our priorities and that we make the best use of those resources. It determines our ability to achieve our vision through sustainable economic, social and environmental outcomes for our customers and communities.

2.2 Good governance is about delivering on our promise to make a real and lasting positive difference to the people living and working in Warwickshire and it is about doing that in a timely, inclusive, open, honest and accountable manner.

2.3 Governance is about the way that WCC is directed and controlled and through which it is accountable to and engages with the community.

3. What is our framework:

The Governance Framework comprises the Governance principles, systems, processes, culture and values by which the Council is directed, controlled and through which it is accountable to and engages with the communities of Warwickshire. The key policies and systems which underpin and evidence the Code are in Appendix 1.

Our code is aligned to the CIPFA/SOLACE Framework Delivering Good Governance in Local Government (2016) and illustrated here. Principles A and B, in the inner circle, permeate and are evidence in how we apply Principles C to G.

Good Governance is dynamic, as illustrated, and is based on continuous review and evaluation. A description of the arrangements which we have put in place to secure robust corporate governance against each of the seven principles is summarised in Section 4.

We are committed to ensuring our approach to Corporate Governance is understood by all, actively communicated and is easily accessible by our staff and the community.   The Code will be shared widely with the Community on-line and with our partners and stakeholders. We will also use a variety of communications, messages and channels to promote some common themes which underpin the code (such as trust in WCC to deliver, integrity, accountable, solutions-based approach) and can also maximise opportunities to make links with our Council Plan/Covid-19 Recovery Plan and strategic priorities.
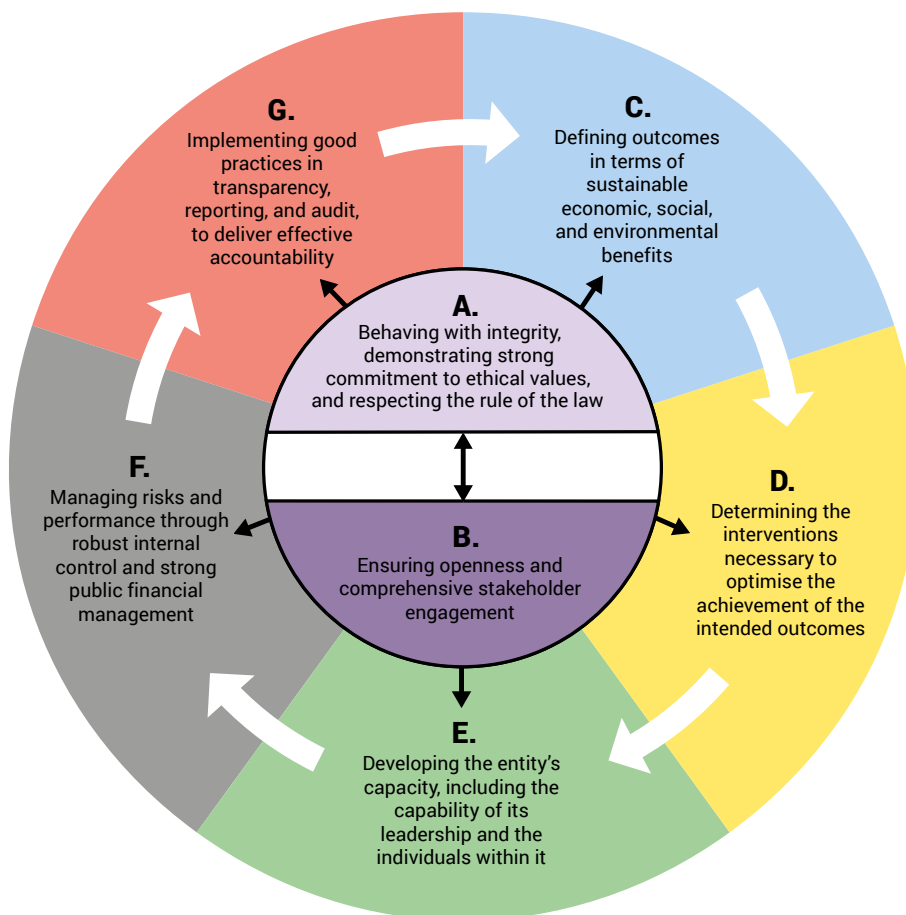

Figure 1
CIPFA's Principles of Good Governance

Our Behaviours and Values

3.1 How we behave underpins how we govern ourselves. We put people at the heart of everything we do and are committed to following behaviours and shared values that help to define our culture. We aim to apply these behaviours to everything we do, including how we engage with our partners, stakeholders and our customers. We ensure our expected behaviours are kept in view when we review our performance.

Our Behaviours

We will...

So that...

This means I...

do what we say.

we fulfill our commitments and deliver on our priorities.

- am clear about what I need to do.
- act upon decisions made.
- provide clear information so that everyone knows what to expect.
- set realistic deadlines and achieve my outcomes.

help people and communities to find their own solutions.

people and communities feel confident and empowered to do things for themselves.

- listen and understand my customer's needs.
- act with integrity.
- manage risks appropriately.
- support my customers by giving them clear and accurate information.

move with purpose and energy.

we develop new ways of working that are better, quicker and cheaper.

- adapt quickly and positively to new demands.
- act promptly and deliver on time.
- empower colleagues to make decisions.

build strong working relationships.

people and communities are at the heart of our service delivery.

- build and sustain new and existing working arrangements.
- have regular conversations and trust colleagues.
- provide constructive feedback, challenge and offer ideas.
- work collaboratively to make best use of resources and avoid duplication.

focus on solutions.

we achieve positive outcomes for our customers.

- develop solutions not problems.
- anticipate challenges and suggest solutions.
- take ownership and responsibility for my work.
- support others to make improvements.

be the best we can be.

we have a skilled and motivated workforce to shape and deliver our services.

- act as a role model for colleagues, customers and partners.
- take steps to look after my health and wellbeing.
- listen, reflect and act on feedback.
- take responsibility for my own development
- celebrate and showcase successes.

Figure 2 Warwickshire's Six Key Behaviours

Our Values

High performing

Collaborative

Customer focused

Accountable

Trustworthy

Figure 3 Warwickshire's Five Key Values

4. How we do it and do it right?

4.1 Our Corporate Governance Arrangements

We are committed to ensuring we are doing the right things, in the right way for the benefit of our communities. This means having good governance arrangements in place that deliver the Core principles of the CIPFA Framework.

Sub Principles	Arrangements the Council has in place
Principle A: Behaving with integrity, demonstrating strong commitment to ethical values, and respecting the rule of law	
Behaving with integrity	• Integrity is embedded in our Six Behaviours and the supporting Values of being accountable and trustworthy. • To ensure our behaviours are upheld we have codes of conduct for officers and members, registers of gifts and hospitality, registers of financial interests, and policies on anti-fraud and whistleblowing. Constitution
Demonstrating strong commitment to ethical values	• We include ethical values in policies and procedures for all areas including procurement and partnership working. http://www.warwickshire.gov.uk/conduct • We have a Complaints Policy and a corporate complaints and feedback procedure to ensure that all complaints are investigated properly and are responded to as quickly as possible. http://www.warwickshire.gov.uk/complaints • We appreciate the diversity of our customers, workforce and the wider Warwickshire community and are committed to Equality, Diversity and Inclusion and fulfilling our Public Sector Equality Duty. This is integral to everything we do including policy development, service delivery and partnership working to ensure that we do not unlawfully discriminate in the services we deliver or commission. http://www.warwickshire.gov.uk/equality
Respecting the rule of law	• Our Constitution sets out the decision-making framework to ensure that all officers, key post holders and Members are able to fulfil their responsibilities in accordance with legislative requirements Constitution • All our reports to member bodies receive financial and legal checks prior to submission to ensure they comply with regulatory requirements. • Our Monitoring Officer receives weekly reports to alert her to any legal issues. The Head of Paid Service, Section 151 Officer and Monitoring Officer meet regularly to ensure any regulatory requirements are addressed.

Sub Principles	Arrangements the Council has in place

	• A formal induction programme for members is undertaken following each quadrennial election which covers the legal principles governing decision-making and the code of conduct. All officers with budget responsibilities receive training on financial policies, procedures and propriety.
	
	• We are registered as a data controller under the Data Protection Act as we collect and process personal information and we have a named Data Protection officer. We have General Data Protection Regulation (GDPR) compliant procedures that explain how we use and share information and arrangements for members of the public to access information.
	
	• We have adopted the model publication scheme produced by the Information Commissioner's Office (ICO), in accordance with the Freedom of Information Act 2000.
	https://www.warwickshire.gov.uk/Publications-scheme-and-transparency
	
	• We have consistent governance arrangements for our trading companies and wholly owned companies:
	
	   ○ We have a shareholder agreement with each company which governs our relationship with the company and sets out which decisions require shareholder approval;
	
	   ○ Annual General Meetings are held to ensure the Council is fully informed of the company's performance; and
	
	   ○ Directors of each company have received "conflict of interest" awareness training and we actively monitor the risk of potential conflicts.

Principle B: Ensuring openness and comprehensive stakeholder engagement	
Openness	• We have a Consultation and Engagement Framework for public engagement which provides staff with up to date guidance and tools for planning and conducting consultation activities. The Ask Warwickshire website is a portal for public consultation exercises taking place within Warwickshire. www.warwickshire.gov.uk/ask • The Warwickshire Youth Council, represents the voice of young people in Warwickshire about their priorities. The Youth Council are elected by young people aged 11-18. Each area of Warwickshire also has a youth forum which represents young people at a more local level. https://www.warwickshire.gov.uk/services-children-young-people/targeted-youth-support-tys/4 • We have an active COMPACT with the voluntary and third sector and an overarching COMPACT with Town and Parish Councils.

Sub Principles	Arrangements the Council has in place
Engaging with stakeholders effectively, including our local communities, our customers and our employees.	• We have an Employee Engagement Strategy to ensure employees have a voice, managers and leaders are focusing, coaching and developing their people and there is clear communication about where our authority is going. This is supported by staff forums and regular staff surveys, check in surveys which measure employee engagement and our direction of travel against a number of staff related measures. https://www.warwickshire.gov.uk/employeeengagement • Regular feedback is provided to staff through various mechanisms, for example through briefings, Working 4 Warwickshire, staff intranet pages etc. • We are members of a number of sub-regional partnerships and groups which have member and / or officer representation. Each partnership has its own governance arrangements in place. http://www.warwickshire.gov.uk/partnerships • WCC, as "Corporate Parents", have high aspiration for our children in care and care experienced young people. We are committed to hearing the voice of children in care through engagement with the Children in Care Council who seek to improve services for children. https://www.warwickshire.gov.uk/childrenincare • The Warwickshire Pension Fund engages with its employers and members through the LGPS Local Pension Board which has representatives from employers and members, and through direct communications for example directly sharing new policies such as the Funding Strategy Statement for comment. LGPS Local Pension Board
Principle C: Defining the vision and outcomes for the local area and determining the actions necessary to achieve the intended outcomes	
Defining outcomes	• The Council Plan/Covid-19 Recovery Plan has been developed with members and in consultation with our stakeholders and communities and defines priority outcomes and key strategic objectives. https://www.warwickshire.gov.uk/strategies • The Council Plan is supported by specific Strategies, Strategic Plans and programmes, all geared to delivering our Council Plan/Covid Recovery plan outcomes.
Determining actions for the delivery of outcomes	• The Strategies are supported by Business Plans, key change projects and investments to develop the actions needed to deliver the outcomes. Projects and investments are scrutinised to ensure they deliver required outcomes. • The Council has a rolling five-year Medium-Term Financial Strategy which is established on sound assumptions to deliver a sustainable balanced budget in the short and medium term. • The Council's Capital Programme is directed by our Integrated Capital Strategy, aligned to the Council Plan.

Sub Principles	Arrangements the Council has in place
	• In 2019 the Council declared a climate emergency. Priorities and a programme of actions for addressing the climate emergency are included in the Council Plan/Covid-19 Recovery Plan and all Council reports identify financial and environmental implications.
Principle D: Determining the interventions necessary to optimise the achievement of the intended outcomes	
Determining interventions	• Arrangements are in place to report critical management information on the key aspects of the delivery of the Council Plan, including finance, risk and performance to Corporate Board and on a quarterly basis to Cabinet and Overview & Scrutiny Committees. • Our Performance Framework, supports the delivery of the Council Plan, and includes mechanisms to assess progress, inform actions and interventions to achieve intended outcomes. • Outcome Delivery Groups, supported by the Programme Management Office, monitor project delivery against plans and flag actions needed to manage escalated risks and deliver project objective. • Each Directorate has escalation arrangements in place to its Directorate Leadership Team. • Our Service Business Continuity Plans and procedures set out mitigating actions and contingency plans in response to business interruption events. • We work in partnership with Coventry and Solihull Councils as part of the CSW Resilience Team, linking with the Warwickshire Local Resilience Forum to actively manage Civil Contingency requirements and responses. https://cswprepared.org.uk/
Optimising outcomes	• Delivery of our Council Plan outcomes is achieved through our business plans, strategies and programmes/projects and our Strategy and Commissioning and performance management frameworks. • This is supported by our Target Operating Model, our Commissioning Support units, including business insight and strategy and policy functions. • We have an appraisal system which links the Council objectives to the personal objectives and personal development plans of individuals. • All proposed and active projects, funded through our investment funds, are managed in the VERTO system, which includes change control and reporting functionality to track the delivery of realisable benefits and outcomes. • Our Strategies and programmes address specific challenges and opportunities as they arise.

Sub Principles	Arrangements the Council has in place
Principle E: Developing the entity's capacity, including the capability of its leadership and the individuals within it.	
Developing capacity	• Our People Strategy ensures our workforce can deliver the organisation's Target Operating Model and stays aligned with our vision and outcomes. Direction and progress continues to be governed and monitored by the How We Work/ Outcome Delivery Group. The Staff and Pensions Committee provides overall oversight. • Our How We Work programme invests in and delivers the right resources and tools to work as efficiently and effectively as possible. It promotes and encourages the behaviours that help to define our culture. • Our Agile Working Principles set out how employees can work as efficiently and productively as possible, whilst maintaining a priority focus on service needs.
Developing the capability of the Council's elected Members and employees	• Our People Strategy recognises our staff as being our primary talent to enable the delivery of exceptional services to our communities. It is aimed at delivering our vision for the Council to be a great place to work where diverse and talented people are enabled to be their best. The Strategy is our mechanism to have an effective approach to workforce planning, reward and recognition, embedding our values, behaviours and a high-performance culture, leadership and talent development and supporting our organisational design. • We have a corporate process for annual appraisals and Personal Development Plans supported by regular 1:1 conversations. This provides the necessary clarity of expectations and behaviour, direction, support and opportunities for growth and development and allows employees and managers to have constructive discussions on performance, progress against outcomes, wellbeing and development. • Our corporate appraisal process is aligned to the Behaviours Framework and our recruitment process for senior managers applies a behavioural assessment process, which included leadership capability and identifies personal development areas. • We have a Senior Leadership Forum of our top three management tiers for sharing, shaping and developing our strategic direction, change plans and to support the delivery of those plans. • A member induction and development programme is arranged each year to ensure the core development needs of members, aligned to their respective roles, are met and to take account of new and emerging issues. • We invest in the health and wellbeing of our employees with a Workplace Wellness Strategy, and supporting processes including those to manage sickness absence and return to work.

Sub Principles	Arrangements the Council has in place
Principle F: Managing risks and performance through robust internal control and strong public financial management	

Strong public financial management	• Strong financial management is achieved through a robust Medium-Term Financial Strategy process which includes comprehensive involvement of our Members and Corporate Board to enable the delivery of the outcomes and objectives we set out in our Council Plan and achieveing a balance between robustness of financial management and achieving our ambitions.
	
	• Our Budget is set as part of a 5-year Medium Term Financial Strategy and reviewed annually to ensure we remain prudent, robust and ambitious, whilst being flexible and responsive to emerging situations.
	
	• Our robust and integrated approach to achieving strong financial management includes:
	
	  ○ Agreed strategies and approaches to Treasury Management, Investment, Capital resources, the effective use of Reserves and Council taxation to ensure an appropriate balance in delivering our medium term goals and long term sustainability.
	
	  ○ Attracting Inward Investment to the County and maximising social value for our communities through our Commercial Strategy.
	
	  ○ Achieving the best use of both capital and revenue investment funding by ensuring all investment proposals are supported by robust business cases and realisable benefits to enable decisions on funding.
	
	  ○ Continuing our drive to achieve efficiencies and savings and deliver services in more cost-effective ways through our plans to change and transform services, utilise technology, agile working and innovative ways of doing things.
	
	• Specific policies, processes and practices supporting all this include:
	
	  ○ Regular budget monitoring and variance reporting at service and corporate level, ensuring the Council is alert to and managing emerging financial risks.
	
	  ○ Corporate Board undertaking deep dive analysis of problematic budget areas alongside the plans to manage these in order to inform further actions.
	
	  ○ Financial Regulations and our financial management framework guide adherence to policies, procedures and propriety. They outline the financial roles and responsibilities for staff and Members and provide a framework for financial decision-making. Where there are specific statutory powers and duties the Financial Regulations seek to ensure these are complied with, as well as reflecting best professional practice and decision-making. https://www.warwickshire.gov.uk/standingorders
	
	  ○ Contract Standing Orders promote good procurement practice, public accountability. Contract Standing Orders
	
	  ○ Our S48 Scheme of Delegation for maintained schools, enables assurance of schools management of delegated budgets.
	
	  ○ Robust management of Pension Fund Investment through our Investment Strategy Statement and our Responsible Investment and Climate Risk Policy. The Pension Fund Investments Sub Committee is supported by external financial advisers and additional independent financial advisers. Pension Fund Investments

Sub Principles	Arrangements the Council has in place

Robust internal control	• Internal audit provide advice to service areas and change projects to ensure the control environment remains strong.
	
	• We have adopted the CIPFA Code of Practice for Managing the Risk of Fraud & Corruption and this is reflected in our anti-fraud policy. http://www.warwickshire.gov.uk/antifraud
	
	• Regular reporting on audit assurance outcomes to A&S
	
	• We gain assurances on internal control from:
	
	    ○ Assistant Director annual assurance statements
	
	    ○ Social care quality assurance policy and procedures
	
	    ○ External sources of assurance including external audit opinions, statutory inspections and whole council or service specific peer reviews.

Managing Risk	• Risk management is an integral part of good management and corporate governance and is therefore at the heart of what we do. Our approach to managing risk is explained in the Risk Management Framework. http://www.warwickshire.gov.uk/riskmanagementstrategy

Managing Performance	• Our Performance Framework, supports the delivery of the Council Plan/ Covid-19 Recovery, and includes the following mechanisms to assess progress, inform actions and interventions to achieve intended outcomes:
	
	    ○ progress against the Council Plan and the MTFS is assessed through Key Business Measures (KBMs) to assess the delivery of outcomes for reporting to Overview & Scrutiny Committees and Cabinet on a quarterly basis.
	
	    ○ a suite of reports and dashboards provides HR, finance and performance data to Strategic Directors, Assistant Directors and third tier managers for their areas of responsibility. This enables managers to interrogate information quickly and efficiently and identify any interventions needed
	
	• Programme and Project performance is monitored by Delivery Groups
	
	• Actions plans arising from peer reviews and inspections are owned and monitored by Directorate Leadership Teams.

Principle G: Implementing good practices in transparency, reporting and audit to deliver effective accountability	
Good practice in transparency and reporting	• We have a forward plan which provides information about the key decisions that the Council has scheduled. • Formal agendas, reports and minutes for all committee meetings are published on our website which ensures that people know what decisions the Council is planning to take, and the decisions taken. Live and recorded Webcasts of formal public meetings are available. http://www.warwickshire.gov.uk/democracy • Each year we publish information on our website outlining how we spend Council Tax income. http://www.warwickshire.gov.uk/counciltaxspending

Sub Principles	Arrangements the Council has in place
	• We are implementing a council-wide lessons learnt approach that embeds lesson capture within all projects and regularly surfaces actions and lessons to decision makers and project teams.
Assurance and effective accountability	• Our Corporate Board, supported by Directorate Leadership Teams, take responsibility for providing overall leadership and setting the strategic direction and specifically, for ensuring: o That the Council meets its statutory obligations and exercises sound corporate governance and effective resource management o The performance of the Authority is managed effectively, including the delivery of key aspects of our change programs. • Overview and Scrutiny Committees act as a critical friend and hold Cabinet to account for its decisions. The terms of reference for all O&S Committees are defined in the Constitution. http://www.warwickshire.gov.uk/scrutiny • The Audit and Standards Committee has oversight of internal and external audit matters, the Council's arrangements for corporate governance and risk management and any other arrangements for the maintenance of probity. Audit & Standards Committee • All Council Decision reports are subject to Finance and Legal Services approval before they are published. • The Internal Audit Manager is designated as the Head of Internal Audit. There is an Internal Audit Board and the internal audit service is subject to PSIAS external quality assessments. http://www.warwickshire.gov.uk/audit

4.2 Oversight of the Governance Framework

The Council has put in place the following arrangements to review the effectiveness of the Code of Corporate Governance.

A The Council:

- is responsible for approving key corporate governance documents and policies such as the Council's Constitution and its Standing Orders

- appoints an Audit and Standards Committee which includes independent members

- considers the Council's annual governance statement which is based on assurance statements from Assistant Directors

- receives annual reports on the effectiveness and impact of scrutiny

- receives annual reports on the work of the Audit and Standards Committee.

B The Audit and Standards Committee:

- has an independent Chair and a second independent member

- is responsible for maintaining and promoting high standards of conduct and for compliance issues

- has responsibility for monitoring the operation of Codes of Conduct, assessing the effectiveness of the Council's control environment, risk management and corporate governance arrangements

- receives regular reports on internal audit assurance work including an internal audit annual report.

C Our External Auditor:

- provides an overall opinion on the Council's control environment and

- the annual accounts, value for money and the Annual Governance Statement.

D The Leader and Cabinet:

- have collective responsibilities for corporate governance and law and probity

- appoints an executive portfolio holder with a governance brief

- monitors progress through the Council's performance management arrangements

- approves amendments to the Code of Corporate Governance.

E Overview and Scrutiny Committees:

- report annually to full Council on the effectiveness of scrutiny;

- monitor the performance of the Council to identify areas for improvement

- publish the outcomes of their reviews.

F Internal Audit:

- undertakes risk-based reviews of internal control procedures across all Directorates and across all functions of the Council, in line with the Internal Audit Charter

- gives opinions on the standards of internal control as part of the review process

- reports on the standards of the Council's internal control arrangements to the Audit and Standards Committee

- the Internal Audit Manager undertakes an annual review of the effectiveness of internal control.

4.3 The Annual Governance Statement

Each year the Council publishes an Annual Governance Statement (AGS) to accompany the Annual Accounts. The AGS is audited by the Council's external auditors, scrutinised by the Audit & Standards Committee and approved by Council before it is published.

The Statement provides an overall assessment of the Councils Corporate Governance arrangements and its adherence to the Governance standards and principles set out in this Code. Evidence to support the assessment is gathered, reviewed and analysed to assess the robustness of the governance arrangements.

The assessment includes an appraisal of the key controls in place to manage the Council's principal governance risks and the effectiveness of systems and processes in place to govern decision making, performance and financial management.

The Statement identifies any significant governance issues, challenges and areas where improvements to governance arrangements can be made to better control risks. Since 2019-20, actions to deliver improvements are captured in an Annual Governance Plan.

(Updated 2021)

Appendix 1. How we evidence our Code of Corporate Governance

1. Integrity & Ethics	2. Openness & Engagement	3. Vision & Outcomes
Our Behaviours and Values Member Code of Conduct Employee Code of Conduct Registers of Interests Declarations of Interests Whistleblowing Code Anti-Fraud & Corruption Policy Member & Officer Protocols Complaints Policy Equality, Diversity and Inclusion policies and impact assessment (decisions) Audit & Standards Committee Constitution	Forward Plan Published agendas, reports, minutes Standing Orders Information governance policies Publication Scheme and Transparency Consultation and engagement framework Have your Say consultations Ask Warwickshire website Petitions Scheme Employee Engagement Strategy Voluntary and third sector compact Town and Parish Councils compact	Council Plan Business Plans Strategies: Medium Term Financial Strategy Capital Treasury Management & Investment Strategy Commercial Property Our People Digital & Technology Customer Experience CSW sub-regional Procurement Local Transport Plan & supporting strategies CWLEP Strategic Economic Plan & CWLEP Skills Strategy WCC Economic Growth, Visitor Economy & Rural Growth Plan Warwickshire Municipal Waste Management and WCC Waste Core Strategy Flood Risk Management Strategy Community Safety Agreement Youth Justice Plan Warwickshire Education Strategy and Special Education Needs & Inclusion, Nuneaton Education, Outdoor Education Strategies Warwickshire Careers Strategy Education Sufficiency Strategy Integrated Risk Management Plan (W Fire & Rescue Services) Health and Wellbeing Strategy and supporting strategies Better Care Fund Plan Corporate Parenting Policy Early Help Strategy Joint Adult Learning Disability Statement of Intent & Commissioning intentions Joint Adult Carers Strategy Connecting Communities, VCS Strategy Heritage & Culture Strategy

4. Determining Interventions	5. Capacity & Capability	6. Risk, Control, Performance & Finance	7. Assurance & Accountability
Medium Term Financial Strategy	Constitution	Corporate Risk Register	Code of Governance
Capital Programme	Scheme of Delegations	Service & Project Risk Registers	Annual Governance Statement (AGS)
Quarterly Performance reports	Induction Programmes	Financial Regulations	Annual Internal Audit Report
Budget monitoring reports	Personal Development Plans	Performance Management	Annual External Audit Letter
Performance dashboards	Appraisals	Contract Standing orders	Statement of Accounts
Business Insight	Partnership Working	HR Policies & Procedures	Council Tax Leaflet
Verto Project Management system	Our People Strategy	Health & Safety Policies	Pay Policy Statement
Complaints reports	How we work programme	Internal Audit Annual Plan	Performance Reports
Risk Management Strategy	Workplace Wellness Strategy	Internal Audit Update Reports	Overview & Scrutiny Committees
Local Flood Risk Management Strategy	Apprenticeship Framework	Data Protection Policy	Audit & Standards Committee
Covid19 Recovery Plan	Commercial Strategy	Treasury Management, Budget monitoring, Capital & Revenue Investment Funds	Internal Audit
Climate Change Emergency Plan		Performance, quarterly and year-end/out turn reports	External Inspections
Business Continuity Plans		Safeguarding Policies and procedures	Peer Reviews
Civil Contingency Plan		Corporate Parenting Policy	Annual Infrastructure Statement
		Committee/Cabinet report templates	Warwickshire Safeguarding Annual Report
		Safeguarding policies & procedures	
		Education Sufficiency Annual Update	