

**National Assembly for Wales**  
A Guide to the National Assembly  
for Wales Commission



The National Assembly for Wales is the democratically elected body that represents the interests of Wales and its people, makes laws for Wales and holds the Welsh Government to account.

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## Foreword

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The Assembly and the Commission represent two distinct but complementary strands to the work of our parliamentary body. The Assembly represents the political will of the Welsh electorate. Its mandate flows from the people of Wales directly via the ballot box.

The Commission, though composed of Assembly Members, receives its mandate from the Government of Wales Act 2006 – Wales’ constitution – and therefore from the community as a whole. The Commission has been provided with the legal powers, and made subject to the legal duties, necessary to enable it to ensure that the Assembly as an institution can serve Wales effectively. Because the Commission (unlike the Assembly itself) has a permanent, continuous existence, the Commission is able to plan for the long-term development of the Assembly as an institution. The ability to do so is a tremendous asset, but it carries with it heavy responsibilities. It can sometimes mean that the Commission and its staff have to take tough and sometimes unpopular decisions, but we would be failing in our duty if we were to shirk doing so when the need arises.

This guide is designed to reflect current practice and Standing Orders, and to act as a single source of information on the role, composition, function and responsibilities of the Assembly Commission. I hope that it will be a step forward in helping Assembly Members, Assembly staff, the media and the Welsh public to better understand the role of the Commission, and thereby to assist the Commission to discharge the responsibilities it owes to the people of Wales and to the continued development of the Assembly.

**Claire Clancy**

Chief Executive and Clerk of the Assembly

## **1. The Assembly Commission: an introduction**

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1. The National Assembly for Wales Commission (“the Commission”) was created by the *Government of Wales Act 2006*. Its principal statutory function is to provide the National Assembly for Wales with the staff, property and services required to fulfil its work.

2. The Commission consists of the National Assembly for Wales’ Llywydd (Presiding Officer) and another four Assembly Members, one nominated by each of the four party groups represented in the Assembly.

### **Statutory provisions**

3. The *Government of Wales Act 1998* originally created the National Assembly for Wales as a “body corporate” with responsibility for exercising both parliamentary and governmental functions. Being a body corporate meant that, in law, it continued to exist even during an election campaign – the Assembly was not dissolved and Members remained as such right up to the date of the election.

4. The *Government of Wales Act 2006* (“the Act”) formally separated the two roles (parliamentary and governmental) and created separate legal entities to carry them out: the Welsh Assembly Government (Welsh Government) to exercise governmental functions and the National Assembly for Wales to exercise parliamentary functions including law making and scrutiny of the Welsh Government.

5. The reconstituted Assembly is not a body corporate but rather an unincorporated association of 60 Members which is dissolved a few weeks before each Assembly election and reconvened after the newly elected Members are returned. The Assembly is therefore not a permanent, continuing body and, as such, is not capable (for example) of entering into long-term contracts or owning property. The 2006 Act therefore created the Commission as a permanent legal entity that is able to enter the long-term contracts, appoint the staff and own the property necessary for the National Assembly for Wales to exercise its functions.

## Role of the Commission

6. The Commission's duty under the Act is to provide the "property, staff and services required for the Assembly's purposes".<sup>1</sup> In practice, this means that it is the Commission's responsibility to:

- acquire, hold or dispose of any property on behalf of the Assembly;
- make arrangements to pay Members and provide their pensions and allowances and to employ Assembly staff; and
- act in an appropriate and necessary way to provide the services required for the Assembly to do its work.

7. Schedule 2 of the Act allows the Commission to promote public awareness of the current or future electoral system for the Assembly.<sup>2</sup> It also empowers the Commission to promote public awareness of the current or any pending system of devolved government in Wales.<sup>3</sup> The Act allows this to take place via the use of education or information programmes and by making grants available to other bodies or persons to carry out such programmes.<sup>4</sup>

8. After each financial year, the Assembly Commission must publish an annual report<sup>5</sup>. This report must outline how the Commission has fulfilled its role and exercised its functions during the financial year, and must be laid before the Assembly. Previous Annual Reports are available at [www.assemblywales.org](http://www.assemblywales.org). The Commission is also required to produce annual accounts for audit by the Auditor General for Wales. In practice, the Annual Report and Accounts are published as a single document.

9. Detailed information on the Commission's role is available in Chapter 2 of this Guide.

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<sup>1</sup> Government of Wales Act 2006 (c.32), section 27(5)

<sup>2</sup> Ibid, Schedule 2 para 5

<sup>3</sup> Ibid

<sup>4</sup> Ibid

<sup>5</sup> Ibid, Schedule 2 para 9

## **Members of the Commission**

10. In accordance with section 27(2) of the Act, the Commission consists of the Llywydd of the National Assembly for Wales and four other Members appointed by the Assembly.

11. The Llywydd is a member of the Commission by virtue of his or her role as the Assembly's Llywydd.<sup>6</sup> Standing Orders provide for four other Members to be nominated to be members of the Commission, from the four largest political groups represented in the Assembly.

12. Detailed information on arrangements for the appointment of Commissioners and on their particular responsibilities is available in Chapter 4 of this Guide.

## **Commission officials**

13. One of the most significant functions of the Commission is to employ the 'staff of the Assembly'. These staff provide support both to the Commission itself and also, in accordance with the arrangements made by the Commission, to the Assembly.

14. In supporting the Commission, officials' key responsibilities include:

- advising the Commissioners of the various legal duties with which they have to comply;
- informing them of the need to ensure financial propriety and regularity; and
- providing the necessary administrative support to execute the decisions made by the Commission.

## ***Chief Executive and Clerk of the Assembly***

15. The Clerk of the National Assembly for Wales is also the Commission's Chief Executive and is answerable to the Commission for the effective delivery of services provided to the Commission and the Assembly.

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<sup>6</sup> Government of Wales Act 2006 (c.32), section 27(2)(a)

16. Under the Act, the Clerk of the Assembly is also the Principal Accounting Officer for the Commission. The Accounting Officer has a personal responsibility for ensuring that taxpayers' money is spent in accordance with principles of 'regularity', 'propriety' and 'value for money'. Regularity means that financial transactions are in accordance with the authorities that govern them including laws and regulations and the Assembly Budget Motions; propriety is about proper conduct of public business; and value for money is concerned with securing economy, efficiency and effectiveness in the use of resources.

### ***Independent advice***

17. In order to ensure that Commissioners and senior officials can draw upon a wide range of experience to assist them in the discharge of the Commission's functions, the Commission has appointed independent advisers to act in an independent non-executive capacity.

18. The independent advisers are expected to offer constructive challenge across all the Commission's business with a view to ensuring that all aspects of strategy and delivery are scrutinised for effectiveness and efficiency. They contribute to the monitoring of the performance and progress of the organisation, including the use of human and financial resources, and maintain a critical overview of the organisation's financial controls and procedures.

19. The Commission's current independent advisers were appointed in November 2007 for a 3-year period:

#### **Box 1: Independent advisers to the Commission**

##### **Mair Barnes**

Mair Barnes holds a number of non-executive directorships and is the former Chair of Vantios plc and Managing Director of Woolworths plc. She has held non-executive directorships at the Department of Trade and Industry and the Cabinet Office.

##### **Tim Knighton**

Tim Knighton is currently Business Solutions Delivery Director at Companies House. Before joining Companies House in 2007 as Director of Finance, Tim spent ten years with Tesco plc in a variety of finance roles, latterly being responsible for their UK shared services operation. Prior to

this he was an Executive Director with Goldman Sachs in their Capital Market Division.

### **Richard Calvert**

Richard rejoined the Department for International Development (DFID) in August 2009 as Director-General for Finance and Corporate Performance after two and a half years at the Food Standards Agency (FSA), where he held the post of Director of Strategy and Resources. Richard's last role in DFID, before moving to the FSA, was as Director of Finance and Corporate Performance. Richard is a qualified Management Accountant, and has held a number of non-executive roles within the public sector.

### **Professor Robert Pickard**

Professor Robert Pickard has held a large number of public appointments, many in the field of health and well-being. Among his current appointments, he is a Fellow of the Royal Society of Medicine. He is a scientist by background.

## **The Commission and the National Assembly for Wales**

20. The Commission is accountable to the National Assembly for Wales for the exercise of its functions. This accountability is exercised in a variety of ways, including questions to the Commission for oral and written answer, the Finance Committee's scrutiny of the Commission's budget, and the possibility of the Commission's Accounting Officer being questioned by the Public Accounts Committee on matters of financial management.

21. It is for the Assembly and its committees to scrutinise the Commission's stewardship and to satisfy itself that the Commission is acting prudently and responsibly. However in doing so, the Assembly will need to bear in mind the fact that the discretion as to how to discharge the duty of providing the Assembly with the necessary property, staff and services is vested by the Act in the Commission and subject to the financial oversight of the Commission's Accounting Officer.

22. Detailed information on arrangements for holding the Commission to account is available in Chapter 5 of this guide.

## **The Assembly's reserve powers of control over the Commission**

23. Although the role and functions of the Assembly Commission are outlined in the *Government of Wales Act 2006*, the Act and the Standing Orders of the National Assembly for Wales also provide the Assembly with two reserve powers of control over the Commission.

24. First, the Assembly may, by motion, give the Commission special or general directions in relation to the Commission's functions.<sup>7</sup> These could require the Commission to take a particular course of action although they could not require the Commission to act unlawfully (for example in a way which was contrary to European Law).

25. Second, the Assembly may, by motion, remove all or any of the current Commissioners (other than the Llywydd, who is a member of the Commission as long as he or she holds that office).<sup>8</sup> Separately, the Assembly may remove the Llywydd by a motion of no confidence in which case he or she also ceases to be a Commissioner

26. Detailed information on motions to give special or general directions to the Commission and motions proposing the removal of a Commissioner(s) is available in Chapter 5.

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<sup>7</sup> SO 3.10

<sup>8</sup> SO 3.8

## 2. The Commission's functions

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### Background

27. The main role of the Commission is to provide the Assembly with the property, staff and services required in order to enable the Assembly to function. The Act also provides for other functions - for example payment of Members' salaries, allowances and pensions, and promotion of public awareness of the electoral system and system of devolved government - to be exercised by the Commission.

### Commission functions

#### *Provision of property, staff and services*

##### *Property*

28. In accordance with schedule 2 to the Act, the Assembly may acquire, hold and dispose of property.<sup>9</sup>

29. The Assembly Commission has a small but highly significant and diverse portfolio of buildings which are used to support the business and operations of the Assembly. The estate is divided between Cardiff Bay, where the Assembly sits, and a small office in north Wales at Colwyn Bay. None of the Assembly's estate is held by the Commission under freehold ownership.

30. The Senedd is a world class, iconic parliamentary building, at the cutting edge of sustainable technology, a significant visitor attraction and venue for events.

31. Tŷ Hywel is the office base for the Assembly and provides more functional accommodation, but is also the setting for extensive public use, particularly Siambr Hywel, the Assembly's main education and conference facility. Parts of Tŷ Hywel are sublet to the Welsh Government, BBC and HTV/ITV.

32. The Pierhead is a grade one listed building, a landmark in Cardiff Bay with a strong history and huge potential for the future as a combined events and visitor attraction and facility for public engagement with the work of the Assembly.

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<sup>9</sup> Government of Wales Act 2006 (c.32), Schedule 2 para 2

33. The Colwyn Bay office provides an office base for outreach and switchboard and booking line staff and a facility for meetings.

<b>Box 2: Assembly Commission Buildings</b>					
Type	Use	Term & Tenure	GIA m <sup>2</sup>	Annual Rent £	Annual Running Costs £
<b>Senedd</b>					
Iconic Parliamentary Building	Assembly Business, Public engagement	150 year Leasehold	3,710	n/a	785,776
<b>Tŷ Hywel</b>					
Office	Headquarters	25 year Leasehold	11,648	2,069,559	4,143,643 (includes rent)
<b>The Pierhead</b>					
Land-mark Building	Exhibition, conference and events facility and offices	150 year Leasehold	1,116	n/a	209,997
<b>Colwyn Bay</b>					
Office	Regional Office	10 years Leasehold	230	39,929	128,626 (includes rent)

34. These building assets provide the essential physical facilities and working environment to support the effective and efficient operation and business of the Assembly.

### *Staff*

35. The Commission may appoint “members of the staff of the Assembly”<sup>10</sup> referred to in this guide as “Assembly staff”.

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<sup>10</sup> Government of Wales Act 2006 (c.32), Schedule 2 para 3(1)

36. The Commission is responsible for ensuring that:

- staff recruitment and selection procedures are broadly in line with those applying to the recruitment of the staff of the Welsh Government; and
- the terms and conditions of employment of the members of the staff of the Assembly are broadly in line with those of the staff of the Welsh Government.<sup>11</sup>

37. It is also the Commission's duty to pay the salaries and expenses of Assembly staff and to make arrangements for the payment of pensions, gratuities or allowances to or in respect of anyone who has ceased to be a member of Assembly staff.

#### *Services*

38. In the normal course of events, the Commission will need to procure a range of goods and services to enable the Assembly to function. Such goods and services will include, for example, ICT services, training, cleaning and various consultancy and committee advisers.

#### ***Determining Members' salaries and allowances***

39. From 2011, Members' salaries and other costs will be determined by the Remuneration Board, established under the National Assembly for Wales (Remuneration) Measure 2010. The Remuneration Board will operate in an open and transparent manner, publishing annual reports on its work and setting Members' salaries in advance of each Assembly election for the four-year term of the Assembly. The Board will also function completely independently of the Assembly with Members playing no part in its operation. The Remuneration Board will have responsibility for Members' pay, allowances, arrangements for the employment of support staff and all similar and associated costs.

#### ***Promoting awareness of election system and devolved government***

40. In accordance with the Act, the Commission may promote public awareness of:

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<sup>11</sup> Ibid, Schedule 2 para 3(4)

- the current or any pending system for the election of Assembly Members; and
- the current or any pending system of devolved government in Wales.<sup>12</sup>

41. The Act permits the Commission to exercise its power in this area in such a manner as it thinks fit. It notes, however, that the Commission may, in particular, carry out programmes of education or information to promote public awareness or make grants to other persons or bodies for the purpose of enabling them to carry out such programmes.<sup>13</sup>

42. The Act also permits the Commission to provide financial assistance to the Electoral Commission so as to promote public awareness of Assembly elections and the system of devolved government in Wales. The Commission agreed on 20 June 2007 that the authorisation of expenditure of this kind is a function that should not be delegated (see the section below on delegation for more information on this).

43. The Assembly has Outreach and Liaison Managers based across Wales, whose role is to create, sustain and develop an active and vibrant local and regional approach to democratic participation. The Outreach and Liaison Managers build strategic partnerships with key local groups to enhance their understanding and increase their engagement with the Assembly.

44. Based in north Wales, the purpose of the National Assembly's Outreach bus is to increase and widen engagement in democracy. In addition to this, the bus takes the Assembly's committee work out to people from all over Wales, inviting them to submit video evidence on particular issues which is then used as official evidence for committee inquiries. This facilitates a much wider input from the public into Assembly business and allows people in their localities to have a direct input into shaping Assembly policy.

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<sup>12</sup> Government of Wales Act 2006 (c.32), Schedule 2(5)(1)

<sup>13</sup> Ibid, Schedule 2(5)(3)

### 3. The Commission's principles of operation

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45. The Commission agreed the following purpose, goals and values to guide its work and that of the staff of the Assembly for the duration of the Third Assembly (2007-11).

#### **Box 3: Purpose, goals & values**

##### **Our goals**

##### **We will promote and widen engagement in devolution**

The next four years must demonstrate that the Assembly is working for all citizens and encouraging greater and more active participation in the democratic process. We will emphasise the positive impact of the Assembly upon the lives of people in Wales. There will be greater incremental devolution through the 2006 Act, and there may be a referendum for greater legislative competence, we will be ready to grasp these challenges enthusiastically.

##### **We will show unity, leadership and a bold response to constitutional change**

The Assembly will show confidence and competence in embracing its new powers. We are united in securing scrutiny and legislation of the best quality, and in supporting Members in all that they do as elected representatives.

##### **In all our work, we will demonstrate respect, probity and good governance**

All that we do must be capable of intense external scrutiny, be transparent and should reflect the diverse nature of Wales and its languages in how it deals with and involves the citizen.

##### **We will work sustainably**

We will show leadership in how we manage our work and estate, and we aim to provide the highest achievable level of sustainability in both.

##### **We will ensure that the Assembly has the best service, provided in the most effective way**

We will take the services provided for Members and the people of Wales to a higher level, while demonstrating wise and effective use of its resources and value for money. The ethos of service, to Members and anyone who engages with the Assembly, drives everything that we do.

## **Our values**

The Assembly Commission and its staff:

- always act in the best interests of the Assembly;
- maintain high standards and deliver what we say we will;
- are professional and innovative;
- work openly and collaboratively; and
- treat everyone with respect.

### ***Consensual decision making***

46. In taking decisions, the Commission is expected, like any other similar body, to try to reach a consensus. In the event of a division of opinion amongst its five Members, decisions may be taken on the basis of a simple majority.<sup>14</sup>

### ***Delegation of functions***

47. In accordance with Schedule 2 to the Act, the Commissioners collectively may delegate any of the Commission's functions to the Llywydd or the Clerk.<sup>15</sup> Functions may only be delegated in this way though the Commission could, in principle, set up a committee to act in an advisory capacity if it wished to refer a matter for consideration. Such a committee would not be able to take decisions but could make recommendations to the Commission. Where matters are referred to a committee for consideration, such a committee should be chaired by a Commissioner and all Commissioners should ensure that they receive adequate feedback on the committee's work.<sup>16</sup>

48. Where functions are delegated to the Llywydd or Clerk, the Commissioners remain ultimately accountable to the Assembly for any decisions taken.<sup>17</sup> Where Commissioners delegate authority to the

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<sup>14</sup> National Assembly for Wales Commission, [Questions and Answers about the National Assembly for Wales Commission](#), July 2008

<sup>15</sup> Ibid, Schedule 2 para 7

<sup>16</sup> National Assembly for Wales Commission [Governance Principles and Supporting Provisions](#), 20 June 2007

<sup>17</sup> Ibid

Chief Executive a clear definition in writing of the delegation of those responsibilities must exist.<sup>18</sup>

### *Chief Executive and Clerk*

49. During the Commission's inaugural meeting in June 2007, the Commission agreed, in accordance with the Act, to delegate its functions, including its responsibility for the management of staff, to the Chief Executive and Clerk of the Assembly, subject to the exceptions and conditions outlined below. The delegation of functions listed below does not, however, prevent the exercise of those delegated functions by the Commission. Under Section 26(4) of the Act, the Chief Executive and Clerk may, in turn, authorise a member of staff to exercise those functions.

### *Exceptions to delegated functions*

50. In accordance with the Commission's agreement of 20 June 2007, the following matters are currently **excepted from the delegation** of Commission functions to the Chief Executive and Clerk:

- the appointment, terms and conditions and remuneration of the Chief Executive and Clerk, non-executive advisers to the Commission and members of the Assembly Commission Audit Committee;
- matters relating to the setting of remuneration for Assembly Members and members of the Welsh Assembly Government conferred on the Commission by the Standing Orders; and
- the authorisation of expenditure under schedule 2(6) to the Act (provision of financial assistance to the Electoral Commission).

### *Delegated matters requiring consultation*

51. In accordance with the Commission's agreement of 20 June 2007 regarding the exercise of its functions and its management, the Chief Executive and Clerk must consult the Commission before:

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<sup>18</sup> Ibid

- making appointments to the posts of Chief Operating Officer, Director of Assembly Business and Director of Legal Services;
- changing the remuneration and term and conditions for the staff occupying those posts;
- creating new director posts or abolishing existing director posts;
- authorising the acquisition or disposal of land and buildings;
- authorising IT projects in excess of £50,000; and
- authorising expenditure on matters that could be regarded as novel or contentious.

*Other delegates*

52. Section 26(3) of the Act permits the Clerk's functions to be exercised by another member of the staff of the Assembly (or person seconded to work at the Assembly) authorised by the Assembly Commission if the office of the Clerk is vacant or the Clerk is for any reason unable to act.<sup>19</sup> In accordance with this provision, the Commission agreed on 20 June 2007 to authorise the Chief Operating Officer and the Director of Assembly Business to exercise the Clerk's functions in such circumstances.

***Accounting Officer advice to the Commissioners***

53. The Chief Executive and Clerk, as the Principal Accounting Officer, has a particular responsibility to see that appropriate advice is tendered to the Commissioners on all matters of financial propriety and regularity and more broadly as to all considerations of prudent and economical administration, efficiency and effectiveness.

54. If the Commissioners are contemplating a course of action involving a transaction which the Accounting Officer considers would infringe the requirements of propriety or regularity, he or she must set out in writing their objections to the proposal, the reasons for those

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<sup>19</sup> Government of Wales Act (c.32), section 26(3)

objections and his or her duty to notify the Auditor General for Wales should the advice be overruled. If the Commissioners decide, nonetheless, to proceed, the Accounting Officer should seek a written instruction to take the action in question. Having received such an instruction, they must comply with it, but should then communicate the papers to the Auditor General without undue delay.

55. If a course of action in contemplation raises an issue not of formal propriety or regularity but relates to the Accounting Officer's responsibilities for economy, efficiency and effectiveness, they have a duty to draw the relevant factors to the attention of the Commissioners and to advise in whatever way he or she deems appropriate. Such factors may include an assessment of the risks associated with the proposed action and the impact these would have on the value for money provided by the action should some or all of these materialise. If the Accounting Officer's advice is overruled and the proposal is one which they would not feel able to defend to the Public Accounts Committee as representing value for money, he or she should seek a written instruction from the Commissioners before proceeding. He or she must then comply with the instruction, but should communicate the request for the instruction and the instruction itself to the Auditor General without undue delay, as in cases of propriety or regularity.

### **Principles of operation**

56. In undertaking its work, the Commission is subject to a number of guiding principles of operation. These principles fall into three broad areas:

- **common principles of operation** agreed between the Commission and senior management;
- **corporate governance principles** adopted voluntarily by the Commission in its inaugural meeting in 2007; and
- **statutory principles** – as laid down by schedule 2 to the Act – in accordance with which the Commission's functions are to be exercised.

57. Each of these areas is explored in more detail below.

### ***Common principles of operation***

58. At its inaugural meeting in June 2007, the Commission agreed a series of common principles with which it and senior management comply.<sup>20</sup> These common principles outline the shared values and rules by which Commissioners and senior management exercise their responsibilities. Their aim is to ensure that the Commission and senior management work together to establish an effective working relationship to deliver effective democracy in Wales.

#### *Shared values*

59. The shared values endorsed by the Commission and senior management include a commitment to:

- always acting in the best interests of the Assembly;
- maintaining high standards and delivering its aims;
- being professional and innovative;
- working openly and collaboratively; and
- treating everyone with respect.

#### *Common rules*

60. The common rules followed by the Commission and senior management when exercising their functions include:

- making decisions by taking full account of all views expressed;
- trusting each other to stick to a common line, once agreed;
- listening properly to each other's views;
- ensuring that decisions are taken at the correct level;
- working on a 'no surprises' basis;
- involving each other as early as possible;

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<sup>20</sup> National Assembly for Wales Commission [\*Conduct of Business by the National Assembly for Wales Commission\*](#) 20 June 2007

- valuing innovation, creativity and diversity; and
- acting with integrity, probity and impartiality.

### ***Corporate governance principles***

61. In undertaking its role and functions the Commission adheres to an agreed list of corporate governance principles<sup>21</sup>. These principles were agreed by the Commission during its first meeting on 20 June 2007 and are consistent with HM Treasury's Corporate Governance Code of Good Practice.<sup>22</sup>

62. The aim of these principles is to ensure acceptable working customs within the organisation and to assist with the management of its key risks.

### ***Accountability***

63. The first of the Assembly's five principles of corporate governance – accountability – states that Commissioners are responsible and answerable to the Assembly for the exercise of the Commission's statutory functions. They have a duty to the Assembly to account, and to be held to account, for all the policies, decisions and actions of the organisation.

64. The Commissioners must operate within their statutory remit as set out in the Act. Under the Act, the Assembly may give special or general directions for the purpose of or in connection with the exercise of the Commission's functions.<sup>23</sup> More detailed information on this is provided in Chapter 5.

65. Where the Commissioners delegate authority to officials (through the Chief Executive as permitted by the Act), the corporate governance principles endorsed by the Commission state that there should be a clear definition in writing of the delegation of those responsibilities. The decisions taken using such delegated powers remain decisions for which Commissioners are accountable to the Assembly.

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<sup>21</sup> See Appendix A

<sup>22</sup> HM Treasury – July 2005 <http://www.hm-treasury.gov.uk/d/daocorpgovernancecode.pdf>

<sup>23</sup> Government of Wales Act 2006 (c.32), section 27(6)

66. The Chief Executive, as the Commission's Principal Accounting Officer<sup>24</sup>, is also personally responsible and accountable to the Assembly for the management and organisation of the Assembly Commission. This includes the Commission's use of public money and the stewardship of its assets. The Accounting Officer has responsibility for ensuring that taxpayers' money is spent in accordance with principles of 'regularity' and 'propriety' – that is, in accordance with the law and with rules designed to ensure that it is spent appropriately and transparently. This accountability is demonstrated most obviously in being held to account by the Assembly's Public Accounts Committee and Finance Committee.

67. In practice, this means that the Chief Executive is responsible, in accordance with corporate governance principles, for establishing and documenting a clear allocation of responsibilities amongst officials in the organisation. The Chief Executive does, however, retain personal responsibility and accountability to the Assembly in his or her capacity as Principal Accounting Officer for:

- propriety and regularity;
- prudent and economical administration;
- avoidance of waste and extravagance;
- efficient and effective use of available resources; and
- the organisation, staffing and management of the Assembly Commission.

68. The Accounting Officer is also required, in respect of the deployment of public money, to consider value for money from the point of view of the Welsh Consolidated Fund and the wider Exchequer.

69. More information on the mechanisms in place to hold the Commission to account is available in Chapter 5.

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<sup>24</sup> Ibid, section 138(1)

## *The Commissioners and senior management*

70. The second principle of corporate governance states that the Commissioners are collectively responsible for setting the strategic framework for the organisation and overseeing its performance. In practice this means that, as well as setting the organisation's strategic aims and objectives, Commissioners are responsible for agreeing the organisation's standards and values.

### *(i) The Commissioners' role*

71. Commissioners oversee any change process undertaken by the organisation and are tasked with encouraging innovation and enterprise - where appropriate - to enhance the organisation's capacity to deliver its services. The corporate governance principles also require Commissioners to participate in the processes for assessing and managing risk.

72. When making their decisions, Commissioners are expected to do so objectively, acting in the public interest and in keeping with the Nolan principles of public life.<sup>25</sup> Although Members, with the exception of the Llywydd, are nominated by their respective political groups (see Chapter 4), they are not delegates or representatives of those groups. Whilst they are entitled to take account of the views of their colleagues, they are expected to exercise independent judgements and to take decisions in the interests of the Assembly as a whole rather than as party representatives.<sup>26</sup>

73. Commissioners are expected, in accordance with this second corporate governance principle, to meet sufficiently regularly to discharge their duties effectively. To meet this requirement, the Commission has met on average every five sitting weeks since its creation following the 2007 Assembly election. In addition, this second corporate governance principle requires that:

- all decisions made by the Commission should be recorded and made available to the organisation's management;

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<sup>25</sup> The Seven Principles of Public Life as listed by the Committee on Standards in Public Life in 2006 are available at [http://www.public-standards.gov.uk/Library/Seven\\_principles.doc](http://www.public-standards.gov.uk/Library/Seven_principles.doc). The seven principles are selflessness, integrity, objectivity, accountability, openness, honesty and leadership

<sup>26</sup> National Assembly for Wales Commission *Conduct of Business by the National Assembly for Wales Commission* 20 June 2007

- where a Commissioner has concerns that cannot be resolved about the running of the organisation or a proposed action, he or she should ensure that the concerns are clearly minuted;
- Commissioners should satisfy themselves that they are supplied in a timely manner with information in a form and quality appropriate to enable them to discharge their duties. This should include
  - monthly management accounting information relating to the use of financial and human resources;
  - information on progress with regard to any existing performance targets; and
  - information relating to the identification and management of risk.

*(ii) Senior management's role*

74. The senior management, headed by the Chief Executive, are responsible for advising the Commissioners and for leading and managing the organisation within the strategic framework set by the Commissioners. They are also responsible for taking ownership of its performance. The role of senior management is to:

- advise on the allocation of financial and human resources to achieve the set aims and objectives;
- manage the organisation's resources, monitoring the achievement of performance objectives;
- maintain a transparent system of prudent and effective controls (including internal controls); and
- assess and manage risk.

*(iii) The Corporate Unit*

75. The corporate governance principles require that the Commissioners and the management board be supported by a dedicated Corporate Unit. The role of this unit is to ensure compliance with procedures and principles agreed by the Commission and to provide secretariat support for its work. Commissioners must also

notify and register any issues on which they may have a conflict of interest with the Corporate Unit. Since the establishment of the Commission, the Corporate Unit has also taken responsibility for other matters including, for example, the equality agenda, records management and corporate planning.

#### *(iv) Annual Report*

76. After each financial year, the Assembly Commission is required by the Act to publish an annual report.<sup>27</sup> In accordance with the Act, this report must relate to the exercise of its functions during the financial year and must be laid before the Assembly. In accordance with the corporate governance principles the Commission should also include information on its *modus operandi*, including a high level statement of which types of decisions are to be taken by Commissioners and which may be delegated (more information on delegation is given in paragraphs 47–52). In accordance with best practice, the Annual Report also includes the Commission’s accounts prepared under Section 137 of the 2006 Act.

77. Previous annual reports are available on the National Assembly for Wales’ website at: <http://www.assemblywales.org/abthome/abt-nafw/abt-commission.htm>. In accordance with Standing Order 7.61 time must be made available in each Assembly year during Plenary business for debates on the annual report of the Commission. Such debates are classified as Assembly business in accordance with Standing Orders.<sup>28</sup>

#### *Skills*

78. The Commission’s third principle of corporate governance states that its senior management should have a balance of skills and experience appropriate to directing the business of organisation. The senior management should have an appropriate balance of people with skills in: leadership and management of change; communication; operational delivery, and process excellence; and corporate services skills, including human resources management, information systems and technology, and communications.

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<sup>27</sup> Government of Wales Act 2006 (c.32), Schedule 2 para 9

<sup>28</sup> There are three categories of Plenary business as defined by Standing Orders: Government business, Assembly business and Non-government business. A definition of each is given in Standing Order 7.

79. In addition to building on their own experience and undertaking continuous professional development, senior managers are also responsible for considering the organisation's succession planning and talent development.

80. The corporate governance principles also require one of the senior management team to be designated as the Commission's Finance Director. The Chief Operating Officer is the designated Finance Director, advising the Commissioners and the Chief Executive on financial planning and the management of the organisation's operations.

### *Independent Advice*

81. The fourth corporate governance principle states that the Commission should be supported by independent advisers acting in a non-executive capacity. The aim of this principle is to ensure that Commissioners and the senior management are supported and constructively challenged in their role and that they are able to draw upon a wide range of experience in exercising the Commission's statutory functions.

82. As the Act states that only Assembly Members are eligible to be appointed as Commissioners, it is not possible legally to appoint or co-opt non-executives. It is possible, however, for the Commission to secure the services of independent advisers to fulfil a non-executive role of this kind.<sup>29</sup> The principle states that it is the Commissioners' responsibility to satisfy themselves that the advisers are sufficiently independent and that they do not have any family, contractual or other relationships from which a conflict could arise to affect their judgement.

#### *(i) Role of independent advisers*

83. The corporate governance principles state that independent advisers should be prepared to offer constructive challenge across all the Commission's business with a view to ensuring that all aspects of

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<sup>29</sup> Independent advisers, as non-executive members, do not have any voting rights at Commission meetings.

strategy and delivery are scrutinised for effectiveness and efficiency.<sup>30</sup>  
They should in particular:

- be involved in the monitoring of performance and progress of the organisation, including the use of human and financial resources; and
- maintain a critical overview of the organisation's financial controls and procedures for assessing and managing risk, drawing on their wider experience.

*(ii) Appointment process*

84. In accordance with the corporate governance principles, independent advisers are appointed by an open and transparent process in line with that used for other public appointments. On appointment they are:

- provided with written terms of reference including the specification of their role and terms of appointment; and
- given an induction programme covering not only the organisation but also the operational environment as a whole.

*(iii) Communication channels*

85. The Chief Executive holds meetings periodically, in accordance with the corporate governance principles, with the independent advisers without other officials being present. The advisers may propose that they should have the opportunity to meet Commissioners periodically, without officials being present, to discuss the work of the Commission. The advisers should ensure that arrangements are in place to allow staff a channel to raise appropriate concerns outside the normal line management chain.

*Internal controls and audit*

86. The final corporate principle requires the Commissioners and the Accounting Officer to ensure that effective arrangements are in place to provide assurance on risk management, governance and internal control.

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<sup>30</sup> National Assembly for Wales Commission [Governance Principles and Supporting Provisions](#), 20 June 2007, Annex 1

87. To ensure that this principle is maintained, the Commission has established an Audit Committee - chaired by an independent adviser - and an internal audit service. The Audit Committee must consist of at least three members as well as its chair, and at least one of the committee members should have recent and relevant financial experience.

88. The Audit Committee functions in accordance with the principles set out in HM Treasury's Audit Committee Handbook.<sup>31</sup> In accordance with the fifth principle of corporate governance, its terms of reference are made available publicly and its work should be covered in the Commission's Annual Report (see paragraphs 76-77 above for more detail on the Commission's Annual Report).

89. The Audit Committee considers and advises on the work of internal and external audit, the Commission's annual accounts, and the corporate governance and risk management arrangements. It produces an annual report on its work for the Commission.

90. Until 2009-10, the Internal Audit Service was undertaken by a firm of accountants appointed by open competition. The Commission now employs an in-house Head of Internal Audit who has contracted-out some of the work to a firm appointed by open competition whilst retaining full responsibility for the overall audit function.

*(i) External Audit*

91. The Auditor General for Wales (the Head of the Wales Audit Office) is the statutory appointed external auditor for the Commission. The Auditor General is required to audit the annual accounts of the Commission and may publish a report on any issue relating to those accounts or on the results of any value for money investigation. The Wales Audit Office attend meetings of the Commission's Audit Committee

92. To provide assurance on governance arrangements relating to the pay and salaries of members of staff of the Assembly, a Remuneration Committee is in place. In accordance with paragraph 3 of Schedule 2 to the Government of Wales Act 2006, the Assembly Commission may appoint staff and is to pay the salaries of the members of staff of the

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<sup>31</sup> HM Treasury – March 2007 [http://www.hm-treasury.gov.uk/audit\\_committee\\_handbook.htm](http://www.hm-treasury.gov.uk/audit_committee_handbook.htm)

Assembly. The remuneration of the Chief Executive is a matter for the Commission. The Commission has delegated responsibility for the remuneration of Assembly staff to the Chief Executive but this is subject to consultation with the Commission in the case of Directors.

93. The Remuneration Committee is an advisory body comprising three independent appointees, knowledgeable in the field of governance and remuneration with no executive powers. It is authorised by the Commission to consider and make recommendations on matters regarding the remuneration and terms of service of the Chief Executive and Clerk of the National Assembly for Wales (Chief Executive). The Committee also considers and comments on any recommendations or proposals from the Chief Executive regarding pay, bonuses and other matters of remuneration and reward for the Director of Assembly Business, the Chief Operating Officer and the Chief Legal Adviser and Director of Legal Services.

94. The Committee assists the Commission and Chief Executive in ensuring that the Assembly meets the highest standards of probity and accountability for the use of public funds by advising on request the Commission, and the Chief Executive as Accounting Officer, on their responsibilities for appraisal and remuneration policies and systems.

### ***Statutory principles of operation***

95. In addition to the corporate governance principles adopted by the Commission, Schedule 2 to the Act outlines the statutory principles in accordance with which the Commission must exercise its functions. These principles are listed below.

#### ***Equality of opportunity***

96. The 2006 Act places a duty upon the Commission to make appropriate arrangements to ensure that its functions are exercised with due regard to the principle that there should be equality of opportunity for all people.<sup>32</sup> The Commission (at the time of writing) is not subject to the provisions within the Equality Act 2010 however as an employer and public body it adheres to its spirit and principles.

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<sup>32</sup> Government of Wales Act 2006 (c.32), Schedule 2 para 8(1)

#### **Box 4: Commission's equality framework/arrangements**

##### **Strategic Equality Policy Statement (2008-11)**

This sets out the Commission's strategy, vision and values for equality and the steps it plans to take to achieve its vision.

##### **Equality Scheme and Action Plan (2008-11)**

The Equality Scheme sets out the Commission's approach to meeting its equality objectives in its role as an employer and service provider to Assembly Members, their staff and members of the public. An accompanying action plan details the actions we will take to promote equality, eliminate discrimination and remove barriers to equality.

##### **Annual Equality Report**

The Commission publishes an annual equality report which charts the progress in meeting the Equality Scheme objectives. The report is scrutinised by the Assembly's Equality of Opportunity Committee and published on the Assembly's internet site at

<http://www.assemblywales.org/abthome/abt-nafw/equalities.htm>

##### **Dignity at Work**

The Commission has a Dignity at Work policy to ensure that harassment is challenged and dealt with in the workplace.

#### *Sustainable development*

97. The Act also requires that, in the exercise of the functions of the Assembly Commission, due regard must be had to the principle of promoting sustainable development.<sup>33</sup>

#### **Box 5: Commission's sustainable development policies**

The Assembly Commission strategy includes a clear commitment to working sustainably.

"We will show leadership in how we manage our work and estate, and we aim to provide the highest achievable level of sustainability in both".

[http://www.assemblywales.org/commission\\_strategy\\_2007-2001\\_final-2.pdf](http://www.assemblywales.org/commission_strategy_2007-2001_final-2.pdf)

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<sup>33</sup> Ibid, Schedule 2 para 8(2)

## **Environmental**

The Commission operates the Green Dragon Environmental Management System which equates to ISO 14001 or BS 8555. Green Dragon includes an Action Plan of environmental targets and objectives and a programme of environmental audits.

<http://www.groundworkinwales.org.uk/greendragon/index.html>

The Commission publishes an Annual Environmental Report.

[http://www.assemblywales.org/environmental\\_report\\_08-09.pdf](http://www.assemblywales.org/environmental_report_08-09.pdf)

Public information about our sustainability performance is published on our website.

<http://www.assemblywales.org/sen-home/sen-environmental-features/sen-environmental-features-sustainability-link-2>

The Assembly Commission has made a “Commitment to Sustainability” in the form of a Carbon Management Plan and is working with the Carbon Trust to deliver challenging targets for energy reduction.

<http://www.assemblywales.org/abthome/abt-nafw/abt-commission/abt-commission-agendas.htm?act=dis&id=155358&ds=11/2009>

Sustainability requirements are also embedded into the Commission’s procurement processes and we use a Sustainable Procurement Self Assessment Tool to measure performance.

## **Social impacts**

The Commission’s commercial contracts have a social impact and Equality and Diversity issues are incorporated into our standard procurement process. Where appropriate, contracts include provisions for Fair Trade and “Living Wage” etc.

## **Economic impacts**

The Commission’s procurement policies encourage the removal of barriers to the participation of Small and Medium Enterprise.

<http://www.assemblywales.org/gethome/abt-procurement.htm>

## *Welsh and English languages*

98. In exercising its duties, the Assembly Commission is required by the Act to adhere to the principle that the English and Welsh languages should be treated on the basis of equality, so far as is both appropriate in the circumstances and reasonably practicable.

### **Box 6: The Assembly language scheme**

A [Welsh Language Scheme](#) has been in place since 11 July 2007. Prior to this a bilingual services statement was in place. The Scheme sets out our ambition to become a truly bilingual institution and how we will work towards achieving that ambition. Compliance with the Scheme's requirements has been largely positive throughout the life of the Scheme. It is subject to a formal annual exercise the results of which are reported to the Assembly Commission and the Welsh Language Board. Early in 2010 an [independent panel reviewed](#) our bilingual services and it was agreed by the Assembly Commission that its recommendations would form the basis of public consultation. Planning work is now commencing to ensure that new arrangements are in place for 2011.

## 4. The Assembly Commissioners

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99. In accordance with Section 27(2) of the Act, the Commission consists of the Llywydd of the National Assembly for Wales and four other Assembly Members. The Commissioners are corporately responsible for the exercise of the functions conferred on the Commission and for the governance of the organisation and must act in the interests of the Assembly as a whole.

### *Commissioner's areas of responsibility*

100. The Commissioners are corporately responsible for the exercise of the functions conferred on the Commission and for the governance of the organisation and, accordingly, act in the interests of the Assembly as a whole<sup>34</sup>.

101. The Commission's responsibilities are split into separate portfolios. Each Commissioner has individual responsibility for a particular area of work. These portfolio areas are cross-cutting and strategic in approach, and allow Commissioners to work across a range of services.

### **Box 7: Commissioner portfolios**

#### **Chair of the Commission – Rt. Hon the Lord Elis-Thomas AM**

The Commission is chaired by the Llywydd, who has special responsibility for promoting democratic engagement; excellent leadership; developing the Assembly's future legislative powers and external relations.

#### **Commissioner for the Improving Assembly – Chris Franks AM**

This portfolio includes looking at improving services for Members and citizens; involving stakeholders in the Assembly's work; strategic planning; and considering value for money.

#### **Commissioner for Assembly Resources – William Graham AM**

This portfolio includes considering the management of Assembly assets; Assembly people (including employees, contractors, services provided to

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<sup>34</sup> National Assembly for Wales Commission, [Conduct of Business by the National Assembly for Wales Commission](#), 20 June 2007

support Assembly Member Support Staff); budget; Members' salaries and allowances; efficiency and good governance.

**Commissioner for the Assembly and the Citizen – Peter Black AM**

This portfolio includes looking at the quality of scrutiny and the legislative process; external communication; ICT; citizenship education; legal matters and Freedom of Information.

**Commissioner for the Sustainable Assembly – Lorraine Barrett AM**

This portfolio includes responsibility for equality; language; environment and carbon neutrality; sustainable procurement and estate management.

**Appointment of Commissioners**

102. Section 27(2) of the Act provides that the Llywydd holds office as a Commissioner *ex officio*. The Act states that arrangements for the appointment of the four other statutory members of the Assembly Commission are a matter for the National Assembly for Wales' Standing Orders.

103. In accordance with Section 27(4) of the Act, Standing Order 3.2 requires that, so far as reasonably practicable, not more than one of the members of the Assembly Commission (other than the Llywydd) may belong to any one political group.<sup>35</sup>

104. As soon as reasonably practicable after an Assembly election, the Assembly (in Plenary) must consider a motion tabled by the Business Committee proposing the names of the four Assembly Members to be appointed as members of the Commission.<sup>36</sup> In accordance with Standing Order 3.1, this must be done no later than ten days after the appointment of members of the Business Committee. Standing Orders prohibit the tabling of any amendment to a motion of this kind.<sup>37</sup>

105. In accordance with Standing Order 3.3, if there are four or more political groups<sup>38</sup> in the Assembly, it is for the leader of each of the

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<sup>35</sup> Although SO 3.2 specifies that there should be a Commissioner from each party, the Act does not require this to be the case. As such, this standing order could be amended by a two-thirds majority in Plenary.

<sup>36</sup> SO 3.1

<sup>37</sup> SO 3.6

<sup>38</sup> In accordance with SO 1.3 and for the purposes of the Act, a political group is (i) a group of Member belonging to the same registered political party having at least three Members in the Assembly; or (ii) three or more Members who, not being

four largest political groups to inform the Business Committee of the name of a member of his or her political group who is to be included in the motion proposing the names of the four Assembly Members to be appointed as members of the Commission.<sup>39</sup>

106. If there are fewer than four political groups in the Assembly it is for the leader of each of the political groups to inform the Business Committee of the name of a member of his or her political group. In accordance with Standing Order 3.4, it will then be a matter for the Business Committee to determine the name of any additional Member or Members who are to be included in the motion proposing the names of the four Assembly Members to be appointed as members of the Commission.

### **Term of office**

#### ***Llywydd***

107. The Llywydd holds office as a member of the Assembly Commission until another person is elected to the office of Llywydd *unless* he or she ceases to be an Assembly Member other than by reason of dissolution.<sup>40</sup> This means that the Llywydd will usually continue to be a member of the Commission until replaced or reappointed *after* an election. Standing Order 3.7 prohibits the Llywydd from resigning from the Commission.

#### ***Other Commissioners***

108. The Act provides for members of the Commission to continue in office until another Assembly Member is appointed as a replacement, unless:

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members of a registered political party included in SO 1.3(i), have notified the Llywydd of their wish to be regarded as a political group.

<sup>39</sup> If there are two or more political groups with the same number of members, SO 3.5 provides that the Llywydd, having regard to the level of electoral support of each of the political groups in question, must determine which of those political groups as the larger.

<sup>40</sup> Page 95 of the Explanatory Memorandum to the Act explains that ceasing to be an Assembly Member “otherwise than by reason of a dissolution” can be due to death, disqualification from being an Assembly Member, resignation of a seat as an Assembly Member or as a member of the Commission, or removal from the Commission by resolution of the Assembly.

- the Commissioner resigns office as a member of the Commission (see paragraph 109 below);
- the Commissioner ceases to be an Assembly Member other than by reason of a dissolution;<sup>41</sup> or
- the Commissioner is removed from office as a member of the Commission by the Assembly (see paragraph 110 below).<sup>42</sup>

109. In practice this means that the Commissioners will remain in post when the Assembly is dissolved prior to an election. They are not replaced until such a time as a new Commission is appointed by the next Assembly, following the election. As a consequence, the Commission can continue to function during dissolution: there is never a period when the Commission would be unable to take decisions because it had no members.

### **Resignation or removal from office**

110. Provision is made in the National Assembly for Wales' Standing Orders for the resignation of members of the Commission. In order to resign, a member of the Commission must give notice in writing to the Clerk. The Llywydd is not permitted to resign from his or her role as a Commissioner, though he or she can, of course, resign from the role of Llywydd in which case he or she would cease to be a Commissioner.<sup>43</sup>

111. Any Assembly Member may table a motion proposing that a particular member of the Commission (other than the Llywydd) be removed from the Commission.<sup>44</sup> It would be for the Business Committee to decide if and when time should be made available to consider such a motion. Tabling an amendment to this kind of motion is not precluded by Standing Orders. If any such motion is agreed in Plenary, that Member is removed from the Commission with immediate effect.<sup>45</sup>

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<sup>41</sup> Ibid

<sup>42</sup> Government of Wales Act (c.32), Schedule 2 para 1

<sup>43</sup> SO 3.7

<sup>44</sup> SO 3.8

<sup>45</sup> Ibid

112. When a member of the Commission ceases to be an Assembly Member (otherwise than by dissolution), resigns from the Commission, or is removed from the Commission by the Assembly, Standing Order 3.9 requires that the Assembly considers a motion tabled by the Business Committee proposing the name of an Assembly Member to replace that Member as a member of the Commission.

## Commissioner responsibilities

### *Common principles*

113. As outlined in Chapter 3, during its inaugural meeting in June 2007, the Commission agreed a set of common principles to which it adheres when exercising its functions.<sup>46</sup> As well as outlining the shared rules and values by which it operates, the Commission has agreed the broad division of responsibility between its role and the role of senior management:

#### **Box 8: Division of responsibility**

Commissioners are responsible for:	Senior management are responsible for:
<ul style="list-style-type: none"> <li>- setting the overall strategy;</li> <li>- setting clear performance targets and holding officials accountable for delivery; and</li> <li>- accounting to the Assembly and the public of Wales for the work of the Commission.</li> </ul>	<ul style="list-style-type: none"> <li>- delivering the strategy set by Commissioners;</li> <li>- implementing decisions quickly, within a clear performance framework and allocated resources;</li> <li>- providing timely, accurate and clear information and advice to Commissioners; and</li> <li>- accounting to the Commission and externally for performance and operational matters.</li> </ul>

<sup>46</sup> National Assembly for Wales Commission, [Common Principles of the Assembly Commission and its Executive Board](#), 20 June 2007.

## Commissioners' conduct

### *Relationship with membership of the Assembly*

114. Commissioners are drawn from the membership of the Assembly. They are therefore subject to the general standards of conduct laid down by the Assembly's Code of Conduct for Assembly Members.<sup>47</sup>

115. The Commission is not, however, a committee of the Assembly; it has an existence independent of that of the Assembly. As noted earlier in this guide, Commissioners continue to hold that office during periods when the Assembly has been dissolved, even though they are not Assembly Members during that period, until re-appointed or replaced by the new Assembly. Commissioners are subject to distinct duties which may require them to act differently from the way in which party political or personal preferences might dictate.

### *Public service values*

116. Commissioners should at all times:

- follow the seven principles of public life ("the Nolan Principles"<sup>48</sup>);
- adhere to the Common Principles which have been approved by the Commission (see Chapter 3 for more information);
- apply the duties placed on the Commission by the Government of Wales Act 2006 to promote sustainable development, to foster equality of opportunity and to treat the English and Welsh languages equally (see Chapter 3 for more information);
- be accountable to the Assembly for the policies, decisions and actions of the Assembly Commission;

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<sup>47</sup> National Assembly for Wales, [Code of Conduct for Assembly Members](#), as agreed in Plenary 5 March 2008.

<sup>48</sup> See Appendix C

- accept the need to act lawfully, in accordance with general legal obligations placed on the Assembly Commission by, for example, employment law; and
- act transparently, in accordance with freedom of information principles.

### ***The general approach to the responsibilities of Commissioners***

117. When acting in their role as members of the Assembly Commission, Commissioners are expected to exercise judgement and take decisions in the interests of the Assembly Commission and of the Assembly as a whole.

118. Decisions should be taken objectively, in the public interest and in keeping with the Nolan Principles. Whilst Commissioners are entitled to take account of the views of their colleagues and constituents, they should not allow their roles as constituency or regional Assembly Members to dictate the way in which they act as Commissioners.

### ***Collective responsibilities***

119. Commissioners are collectively responsible for:

- ensuring that the Assembly Commission complies with its statutory requirements;
- setting the strategic framework for the Assembly Commission; and
- overseeing its performance.

120. Commissioners should:

- ensure that high standards of corporate governance are observed at all times;
- establish the overall strategic aims and objectives of the organisation;
- agree the Assembly Commission's standards and values;

- oversee the process of change, encouraging innovation, and where appropriate enterprise, to enhance the capacity of the Assembly Commission to deliver;
- take part in the process for assessing and managing risk;
- undertake an annual evaluation of the Assembly Commission's performance;
- ensure that in taking decisions, they give fair consideration and due weight to informed and impartial advice from staff; and
- ensure that senior staff appointments for which they are responsible are made on merit and against objective criteria.

***Individual responsibilities***

121. The areas in which Commissioners are expected to conduct themselves in a particular way are outlined below:

**Box 9: Individual conduct of Commissioners**

**Meetings**

Commissioners are expected to attend all meetings of the Assembly Commission unless there are exceptional circumstances (e.g. Assembly business or business overseas) which make this impossible.

Commissioners who find in exceptional circumstances that they cannot avoid being absent from a Commission meeting should give notification at the earliest opportunity, to the Llywydd, Chief Executive and Clerk or Secretariat.

**Gifts and hospitality**

Commissioners should ensure that they comply with the Assembly's rules on the acceptance of gifts and hospitality.<sup>49</sup>

**Conflicts of interest**

Commissioners should declare and register with the Corporate Unit, any

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<sup>49</sup> See Appendix B

personal or business interests which may conflict with their responsibilities as Commissioners. In case of doubt the Chief Executive and Clerk should be consulted.

### **Use of information, facilities, equipment and services**

Commissioners should not misuse information gained in the course of their roles as Commissioners for personal or party political gain or advantage, nor should they use facilities put at their disposal for the purpose of discharging their duties as Commissioners for other purposes.

### **Staff**

Commissioners are expected to uphold the political impartiality of the Assembly staff, and not ask them to act in any way which would conflict with the Staff Code of Conduct.

### **Public Confidence and Respect**

Commissioners must strive to maintain public confidence and respect in the Assembly Commission. Commissioners should not bring the Commission into disrepute. They should notify the Chief Executive and Clerk as soon as they are aware of circumstances, for example the possibility of legal proceedings, which could conflict in any way with their role as Commissioner.

### **Media**

In the first instance, Commissioners should direct all press and broadcasting enquiries received on matters relating to the work of the Commission, or seeking views from the Commissioners in that capacity, to the Media Relations Office.

The Llywydd should be consulted if a formal complaint (whether to the Press Complaints Commission or to the Broadcasting Standards Commission) is contemplated against a journalist or particular section of the media relating to coverage of the Commission business.

The Media Relations Team should always be consulted before making any oral complaint to a media organisation about their handling of a story.

## **5. The Commission's business and procedures**

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122. Schedule 2(11) to the Government of Wales Act 2006 ("the Act") provides that the Assembly Commission may determine its own procedures.<sup>50</sup> The only restriction placed on the Commission by this schedule to the Act is the requirement that the Llywydd presides over its meetings, unless that office is vacant or the Llywydd is unable to act. If this is the case, the Assembly Commission can appoint another of its members to preside over the meeting.<sup>51</sup>

123. In accordance with the provision made in the Act for the Commission to determine its own procedures, Commissioners agreed a paper outlining how its business should be conducted during its inaugural meeting on 20 June 2007. The main procedural approaches adopted by the Commission are outlined below.

### **Procedures for meetings of the Commission**

#### ***Meetings***

124. Meetings will, unless otherwise determined by the Commission, be in private.

#### ***Regularity of meetings***

125. The Commission will determine the regularity of its meetings. Such meetings will normally take place when the Assembly is sitting but may also be during a recess if the need arises.

#### ***Adjournment of meetings***

126. Any Commissioner may propose that a meeting be adjourned. The decision on any such adjournment is for the Commission.

#### ***Special meetings***

127. The Chair may convene a special meeting of the Commission when it appears to him or her that an item of business requires urgent

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<sup>50</sup> Government of Wales Act 2006 (c.32), Schedule 2 para 11

<sup>51</sup> Ibid, Schedule 2 para 11(2)

attention. The date of a special meeting of this kind will be determined by the Chief Executive and Clerk after contacting as many Commissioners as is practical.

128. A Commissioner may request the Chair to convene a special meeting. It is for the Chair to determine whether or not to grant such a request. Any two Commissioners may requisition a special meeting by writing to the Chief Executive and Clerk specifying the business to be transacted.

129. The Chief Executive and Clerk will arrange for such special meetings to be convened and, where possible, the meeting should take place no later than seven clear working days after the date of the request.

### ***Chair***

130. The Llywydd will chair meetings. If the office of Llywydd is vacant, or if the Llywydd is for any reason unable to act, the remaining members will agree a Commissioner to chair the meeting.

131. The role of the Chair is:

- to preserve order and ensure that Commissioners and special advisers have sufficient opportunity to express their views on any matter under discussion;
- to decide in which order those wishing to speak shall do so;
- subject to these rules, to decide on all matters of practice and procedure;
- to ensure that motions and/or amendments are clearly expressed; and
- where no motion is under consideration, to summarise the discussion for the purposes of the minute.

### ***Quorum***

132. The quorum for any Commission meeting is three members of the Commission.

## ***Attendance***

133. Commissioners and independent advisers should, where practical, inform the Corporate Unit in advance if they are unable to attend a particular meeting.

134. Where a Commissioner or independent adviser is, for whatever reason, unable to attend a meeting then he or she may submit written comments with views on any of the issues under consideration.

135. In addition to the Commissioners, the following will normally attend:

- independent (non-executive) advisers appointed by the Chief Executive and Clerk;
- the Chief Executive and Directors of the staff of the Assembly;
- minute secretary provided by the Corporate Unit; and
- other officials may attend meetings as required.

136. Substitute Commissioners are not normally permitted but, if the Commission agrees, an Assembly Member may attend a meeting on behalf of an absent Commissioner but would not be permitted to vote.

137. Where, in the opinion of the Commissioners, an issue is particularly sensitive or confidential in nature, the Chair may recommend that the item be considered in private without observers or officials present. If the Commission approves such a recommendation such officials as the Commissioners determine must withdraw, but the Chief Executive and Clerk (or failing that another senior official) and the minute secretary should remain in attendance.

## ***Papers***

138. Papers for any meeting, other than a special meeting, should be set out in accordance with guidance to be issued by the Corporate Unit.

139. All papers should be presented in a clear, concise format setting out the issues, the background, a discussion on the options available,

resource implications, next steps and the decision required from the Commission.

140. Where practical, the Corporate Unit will issue the papers and agenda by email one week prior to the meeting. Commission papers are also published on the internet after the meeting except those containing information which is considered may be exempt from publication under the Freedom of Information Act 2000. These should not be copied or circulated other than to those attending.

### ***Agenda***

141. The agenda for each meeting will be set by the Chief Executive and Clerk in consultation with the Llywydd and, other than for a special meeting, should include:

- date, time and location of the meeting;
- minutes of the previous meeting;
- matters arising; and
- papers which are to be considered at the meeting.

142. Under normal circumstances there will be no heading of “Any Other Business” on the agenda. However, should any Commissioner, independent adviser or official wish to raise an urgent matter under this heading, notice should be given to the Llywydd at least one day in advance. Should this not be possible notice must be given as quickly as possible prior to the commencement of the meeting. It is for the Commission to determine whether such items will be discussed and at what point in the meeting.

### ***Minutes***

143. The minutes of meetings should record:

- the date, venue and time of the meeting;
- Commissioners present;
- independent advisers, officials and observers in attendance;
- apologies for absence;

- approval of the previous minutes or any amendments thereto;
- matters arising from the previous minutes;
- a note of any issues considered by correspondence since the previous meeting and any decisions taken;
- issues discussed at the meeting and any decisions taken on each issue;
- motions and amendments, if any;
- the outcome of voting on any decision taken; and
- any actions arising.

144. Minutes of meetings must be approved by the Commission at the following meeting and the duly approved minutes will then be formally signed off by the Chair.

145. When an amendment to the minutes is agreed the Chair must, unless the meeting determines otherwise, authorise the amendment to the minute, which thereafter must be agreed.

146. The approved minutes of meetings will be published on the Assembly's website one week after each meeting.

### ***Decisions and voting***

147. Only Commissioners are entitled to vote. Each Commissioner has a vote. The Chair of the meeting also has a casting vote in the event of a tie.

### ***Disclosures of interest***

148. A Commissioner, independent adviser or participating official must disclose any financial interest in any matter under consideration at a meeting. Where such an interest has been declared the individual concerned must take no part in the proceedings and should withdraw from that part of the meeting.

149. Where a Commissioner or independent adviser has an interest, other than financial (e.g. family), advice should be sought as to whether the interest may be regarded as significant.

150. A Commissioner or independent adviser may seek advice from the Commission's Legal Services team in relation to any particular circumstances which he or she believes may constitute a direct or indirect interest in a matter before a meeting. All declarations of interest must be recorded in the minutes.

### ***Motions***

151. Where a motion or recommendation is moved the Chair must invite any amendment or amendments. At the conclusion of the debate, the Chair must call for a vote.

152. Amendments must be voted upon with the last amendment taken against the immediately preceding amendment. At the end of such a process the successful amendment must be taken against the motion. Votes will be taken by a show of hands unless the meeting determines that a roll call vote should take place.

153. Any motions to be submitted for consideration of the Assembly require the prior approval of the Commissioners.

### ***Dealing with items by correspondence***

154. Any issues to be dealt with by correspondence, at the discretion of the Chief Executive and Clerk, must be limited to matters:

- of urgency where it is clear that a decision is needed before the next meeting;
- to note for information;
- agreed at a previous meeting to be dealt with by correspondence; or
- where it is likely to gain consensus agreement with no need for discussion.

155. When a paper is issued, it should clearly state a closing date by which comments are required. It will be presumed that if a Commissioner does not respond by the closing date it will be

interpreted as if consent was given to the proposal under consideration. The Corporate Unit will strive to achieve a consensus on all papers issued by correspondence. Such papers will be included on the agenda for the next meeting of the Commission as matters to note, and will be published on the internet one week after the meeting except those which contain information which is considered may be exempt from publication under the Freedom of Information Act 2000.

156. If there is a consensus in favour (or not in favour) of a proposal or if there is a majority view then that decision will be put to the next meeting for formal ratification. However, where there is a majority view, but a Commissioner dissenting considers that the matter requires further discussion then the issue will be considered at the next available meeting. If the issue is significantly urgent then consideration should be given to calling a specially convened meeting to resolve the issue (see paragraphs 126–128 for more information on special meetings).

### ***Amendments to procedures***

157. The procedural rules outlined above may be varied, revoked or added to by the Commission at a meeting where due notice has been given.

### **Accountability to the Assembly**

158. The Commission is accountable to the National Assembly for Wales for the exercise of its functions. This accountability is exercised in a variety of ways, including questions to the Commission for oral answer in Plenary and written answer, the Finance Committee's scrutiny of the Commission's budget, and the possibility of the Commission's Accounting Officer being questioned by the Assembly's Public Accounts Committee on matters of financial management (see paragraph 172 for more information)

159. It is for the Assembly and its committees to scrutinise the Commission's stewardship and to satisfy itself that the Commission is acting prudently and responsibly. In doing so, the Assembly will bear in mind the fact that the discretion as to how to discharge the duty of providing the Assembly with the necessary property, staff and services is vested by the Act in the Commission and subject to the financial oversight of the Commission's Accounting Officer.

## **Plenary**

### *Oral Commission questions*

#### *(i) Tabling arrangements*

160. In accordance with Standing Order 7.47 Assembly Members may table oral questions to the Commission about any matter relating to the Commission's responsibilities. Questions must be tabled at least five, but not more than ten, working days before they are to be answered.<sup>52</sup> Standing Order 7.53 states that no more than one question can be tabled by each Member for answer at any Plenary meeting. The order of oral questions is determined by random shuffle in the Table Office.

#### *(ii) Arrangements in Plenary*

161. Time must be made available in Plenary meetings for the Commission to answer oral questions at least once, and for a maximum of 30 minutes, in every four weeks that the Assembly meets in Plenary.<sup>53</sup> The Llywydd, in accordance with Standing Order 7.55, must call the Member asking the question to ask a supplementary oral question and may then call other Members to ask related supplementary oral questions.

162. In accordance with established practice and precedent, four minutes is allocated to each question for answer. This timing can be amended at the Llywydd's discretion. If any oral question is not reached, the Member must receive a written answer on the same day which must be published in the record of proceedings.<sup>54</sup> If questions are similar in nature, the Commission may request that they are grouped for answer. Grouping requests are sent to the Chamber Secretariat and the Llywydd will take a decision on whether they are similar enough to be grouped prior to the Plenary meeting in which they will be answered. If two or more questions are grouped for answer, the four minutes allotted for each will be added together in accordance with normal practice for grouped questions.

163. In accordance with custom and practice, one Commissioner will answer all questions each month. Each Commissioner answers

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<sup>52</sup> SO 7.51

<sup>53</sup> SO 7.48(iii)

<sup>54</sup> SO 7.57

questions on rotation. Generally, the Llywydd does not answer Commission questions due to duties as the chair of Plenary meetings.

#### *Urgent Commission questions*

164. Standing Order 7.56 provides for urgent questions to be asked of Commissioners though none has yet been requested. In accordance with Standing Orders, a question will be deemed urgent if the Llywydd is satisfied that the question is of urgent public importance.<sup>55</sup> It is normally expected that any Member who wishes to make an application for an urgent question will table the question at least two hours before the relevant Plenary meeting. This will ensure compliance with Standing Order 7.56(i), which states that prior notice of at least two hours before the question is asked must be given to the Llywydd and the Commission. These arrangements are akin to those for urgent questions to the Government.

165. Urgent questions can be taken during Plenary meetings at any time determined by the Llywydd; in practice, they are usually taken at the end of the period allocated to oral questions.<sup>56</sup> Custom and practice in the Third Assembly has been to allow at least ten minutes for each urgent question and there is precedent for urgent questions to be grouped where they are sufficiently similar in nature.<sup>57</sup>

#### *Urgent Commission debates*

166. Urgent debates relating to Commission responsibilities are permitted by Standing Orders though, again, none has yet been requested. The procedure for holding an urgent debate is set out in Standing Orders 7.58–7.60.

#### *Commission statements*

167. In accordance with Standing Order 7.10(x) the Commission is permitted to make statements about any matter coming within its responsibilities in Plenary. Statements of this kind would be classified as Assembly business and could usually only be taken on a Wednesday in accordance with Standing Order 7.8(ii). Standing Order 7.15 permits

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<sup>55</sup> SO 7.56(ii)

<sup>56</sup> SO 7.56

<sup>57</sup> Where two or more urgent questions are grouped, the 10 minutes allotted for each question will be added together in accordance with normal practice for grouped oral questions.

statements of this kind to be taken at a Plenary meeting without notice.

### *Debates relating to the Commission*

#### *(i) Short Debates*

168. In accordance with Standing Order 7.64, a Short Debate can be held in Plenary once every sitting week. The Short Debate is currently scheduled as the last item of Plenary business on a Wednesday afternoon. Its purpose is to provide backbench Members with the opportunity to select a topic of their choice to debate for no longer than 30 minutes.<sup>58</sup>

169. The Member responsible for the Short Debate is determined by ballot (conducted by Clerks in the Table Office on behalf of the Llywydd).<sup>59</sup> The successful Member must inform the Llywydd of his or her chosen topic not later than five working days before it is to be debated.<sup>60</sup>

170. Standing Order 7.66(ii) states that a member of the Commission “may” reply to short debates if it falls within the Commission’s remit. Akin to the practice for the Welsh Government, there is no requirement for a member of the Commission to reply, however they would usually do so. To date, no Short Debate has been deemed to fall within the Commission’s responsibilities.

#### *(ii) Debates on the Commission’s Annual Report*

171. Standing Order 7.61(ii) requires that time be made available in each Assembly year for a debate on the Commission’s Annual Report.

### ***Committees***

172. Under Part 5 of the 2006 Act and Standing Order 27, the Commission is required to produce an annual estimate of its income and expenses. This is considered by the Assembly’s Finance Committee and then debated in Plenary before being formally incorporated into the annual budget motion tabled under Section 125

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<sup>58</sup> SO 7.64

<sup>59</sup> Ibid

<sup>60</sup> SO 7.65

of the Act. As part of its consideration the Committee may take evidence from one or more Commissioners and senior officials.

173. The Public Accounts Committee may take evidence from accounting officers and others and report to the Assembly in respect of accounts and reports laid before the Assembly by the Auditor General. The Commission is a public body audited by the Auditor General and the Chief Executive and Clerk, as its Principal Accounting Officer, may therefore be asked to give evidence on any matter relating to the Commission's accounts or any report relating to the Commission laid by the Auditor General.

### ***Written mechanisms of accountability***

#### *Written Commission questions*

174. In accordance with Standing Order 9.1(ii) Members may table questions for written answer by the Commission on any matter relating to the Commission's responsibilities. A question of this kind must be tabled at least five working days before it is to be answered.<sup>61</sup> The answers to questions must be published in the record of proceedings in accordance with Standing Order 9.5.

#### *Written Commission statements*

175. Standing Order 9.7 provides the Commission with the ability to make a written statement on any matter relating to the Commission's responsibilities. Written statements by the Commission are published in the record of proceedings.<sup>62</sup>

### ***Motions of direction***

176. Section 27(6) of the Act and Standing Order 3.10 allow the Assembly to give special or general directions to the Commission for the purpose of, or in connection with the exercise of the Commission's functions. Motions of this kind would require the Commission to take a particular course of action although they could not require the Commission to act:

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<sup>61</sup> SO 9.3

<sup>62</sup> SO 9.8

- unlawfully (for example in a way which is contrary to European Law); or
- if it is not possible to comply with the direction (for example if the direction is not clear or does not fall within the Commission's remit).

### *The role of the Business Committee*

177. In accordance with Standing Order 3.10, the Business Committee is responsible for reporting on whether time should be made available to debate a motion of direction. In contrast with some other kinds of motions (e.g. motions of no confidence under Standing Orders 7.42 and 7.43) Standing Orders do not require time to be made available to debate such a motion. The Business Committee is under no obligation, therefore to allocate time for consideration of a motion of this kind if it does not view that as an appropriate use of Plenary time.

178. Should time be given for consideration of a motion of direction, it would be debatable and classed as Assembly business.<sup>63</sup>

### *Principles for motions of direction*

179. In deciding whether time is allocated for the consideration of a motion of direction in Plenary, the following factors are taken into account by the Business Committee when making their assessment:

- the degree of Member support for the motion at tabling;
- under the Government of Wales Act 2006 there is a clear allocation of functions between the Assembly and the Commission. The Commission is a separate legal body, under a statutory duty to provide property, staff and services required for the Assembly's purposes, rather than a committee of the Assembly. The role of the Assembly and its committees is to scrutinise the Commission's stewardship. The Business Committee should take account, therefore, of the degree to which a motion dictates specific

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<sup>63</sup> Though no specific reference to motions of direction is made in standing orders, the Llywydd's interpretation is that they should be taken as Assembly business equivalent to those listed in SO 7.8(ii).

operational or budgetary decisions of the Commission and the appropriateness of using plenary time for its debate;

- the availability of other avenues for Members to influence the - Commission e.g. Commission questions, Finance Committee scrutiny of the Commission's budget proposals, engagement with individual Commissioners etc; and
- the effect of a motion of direction must be clear and there must be no doubt about the legal and practical ability of the Commission or its Accounting Officer to comply.<sup>64</sup>

### **Legislative powers**

180. The *Government of Wales Act 2006* provides the Assembly with the power to pass legislation in areas where it has legislative competence. Under current arrangements, legislation of this kind is referred to as an "Assembly Measure".

### ***Assembly Measures***

181. Standing Order 23 provides the Commission with the power to introduce a proposed Measure.<sup>65</sup> Such proposals must relate to the Commission's functions.<sup>66</sup> The Commission will authorise one of its Commissioners to be the Member in Charge of the proposed Measure, in accordance with the Standing Orders.<sup>67</sup> This Member will be responsible for taking the Measure through the Assembly in the usual way.<sup>68</sup>

### ***Legislative Competence Orders***

182. No provision is made in Standing Orders for the Commission to propose a Legislative Competence Order.

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<sup>64</sup> Business Committee Paper BC(3)24-09(p5)

<sup>65</sup> The Welsh Government, an Assembly Committee and backbench Members are also permitted by SO 23 to propose Measures.

<sup>66</sup> SO 23.96

<sup>67</sup> SO 23.6

<sup>68</sup> More information on the scrutiny of Assembly Measures is available on the National Assembly for Wales website: <http://www.assemblywales.org/bus-home/bus-legislation/bus-legislation-guidance/bus-legislation-guidance-measures.htm>

## **Appendix A – National Assembly for Wales Commission Governance principles and supporting provisions**

### **Introduction**

The National Assembly for Wales Commission has adopted the following governance principles and supporting provisions. Together they are intended to help instil an acceptable operational culture throughout the organisation which, in turn, will aid the process of managing key business risks.

The principles and supporting provisions are consistent with the Corporate Governance Code of Good Practice<sup>69</sup> and they will be used to guide the work of the Commission and the senior management

### **Principle 1: Accountability**

A. The Commissioners are responsible and answerable to the Assembly for the exercise of the statutory functions of the Commission. They have a duty to the Assembly to account, and to be held to account, for all the policies, decisions and actions of the organisation.

B. Under the Commissioners, the Chief Executive, as the Principal Accounting Officer, is also personally responsible and accountable to the Assembly for the management and organisation of the Assembly Commission, including the use of public money and the stewardship of its assets.

### **Supporting provisions**

a) The Commissioners must operate within their statutory remit as set out in the Government of Wales Act 2006. Under that Act, the Assembly may give special or general directions for the purpose of or in connection with the exercise of the Commission's functions<sup>70</sup>.

b) Where the Commissioners delegate authority to officials (through the Chief Executive), there should be a clear definition in writing of the delegation of those responsibilities. The decisions taken using such delegated powers remain decisions for which Commissioners are accountable to the Assembly.

c) The Chief Executive is the Commission's Principal Accounting Officer<sup>71</sup>. The Accounting Officer should establish and document a

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<sup>69</sup> HM Treasury – July 2005

<sup>70</sup> Section 27(6) of the 2006 Act

<sup>71</sup> Section 138(1) of the 2006 Act

clear allocation of responsibilities amongst officials in the organisation, but retains personal responsibility and accountability to the Assembly for:

- propriety and regularity;
- prudent and economical administration;
- avoidance of waste and extravagance;
- efficient and effective use of available resources; and
- the organisation, staffing and management of the Assembly Commission.

d) The Accounting Officer is also required, in respect of the deployment of public money, to consider value for money from the point of view of the Welsh Consolidated Fund and the wider Exchequer.

### **Principle 2: The Commissioners and senior management**

A. The Commissioners collectively are responsible for setting the strategic framework for the organisation and overseeing its performance.

B. The senior management, headed by the Chief Executive, are responsible for advising the Commissioners, and for leading and managing the organisation within the strategic framework set by the Commissioners and taking ownership of its performance.

### **Supporting provisions**

a) The Commissioners should:

- set the organisation's strategic aims and objectives;
- agree the organisation's standards and values;
- oversee the process of change, encouraging innovation, and where appropriate enterprise, to enhance the organisation's capacity to deliver; and
- take part in the process for assessing and managing risk.

b) The senior management should:

- advise on the allocation of financial and human resources to achieve the set aims and objectives;

- manage the organisation's resources, monitoring the achievement of performance objectives;
- maintain a transparent system of prudent and effective controls (including internal controls); and
- assess and manage risk.

c) Commissioners should take decisions both corporately and objectively, acting in the public interest in keeping with the Nolan principles of public life.

d) Commissioners should meet sufficiently regularly to discharge their duties effectively. They should agree a formal schedule of matters reserved for their decision, i.e. those which should not be delegated to officials.

e) The Commissioners' decisions should be recorded and made available to the organisation's management. If the Commissioners decide to delegate certain matters for consideration by a committee, each of those committees should be chaired by a Commissioner. The Commissioners should ensure that they receive adequate feedback on the work of any such committees and is able to consider their decisions formally.

f) Where a Commissioner has concerns that cannot be resolved about the running of the organisation or a proposed action, he or she should ensure that the concerns are recorded in the minutes.

g) Appointments to the Executive Board should be made on merit and against objective criteria. On joining, new Board members should receive appropriate induction in the Commission's responsibilities and procedures.

h) The Commissioners should satisfy themselves that they are supplied in a timely manner with information in a form and quality appropriate to enable them to discharge their duties. Such information will depend on the matters which they have determined should be reserved for their decision, but should include reports of:

- monthly management accounting information relating to the actual use of financial and human resource as well as periodic in-year forecasts of the expected out-turn against financial budgets of resource and capital expenditure, of income and of salient balance sheet information;

- progress in relation to outputs and outcomes (performance targets); and
- the identification and management of risk.

i) The Commissioners and the Executive Board should be supported by a dedicated Corporate Unit, which should be responsible for ensuring compliance with agreed procedures.

j) Commissioners should be required to notify and register with the Corporate Unit any issues on which they might have a conflict of interest. The Commissioners should consider collectively how they should discuss a matter on which an individual Commissioner may have a conflict.

k) The Commissioners should undertake an annual evaluation of the organisation's performance. As part of its annual report<sup>72</sup>, the Commission should include information on its modus operandi, including a high level statement of which types of decision are to be taken by the Commissioners and which may be delegated. This report should refer to the existence, responsibilities and work of any committees.

### **Principle 3: Skills**

A. The Commission's senior management should have a balance of skills and experience appropriate to directing the business of organisation.

#### **Supporting provisions**

a) The senior management should provide corporate leadership to the organisation as a whole, and not merely be a collection of individuals responsible for separate parts of the business.

b) The senior management should have an appropriate balance of people with skills in:

- leadership and management of change;
- communication;
- operational delivery, and process excellence; and

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<sup>72</sup> Required under paragraph 9 of schedule 2 to the 2006 Act

- corporate services skills, including human resources management, information systems and technology, and communications.

c) One of the senior management should be designated as the Commission's Finance Director, whose responsibilities should include advising the Commissioners and the Chief Executive in the financial management of the organisation's operations.

d) Building on their experience, senior managers should undertake continuous professional development to ensure that they maintain the necessary level of skill and expertise, both as individuals and as a group.

e) The senior management should consider succession planning and talent development. This should include how to harness talent from outside the organisation to bring in wider experience and broader perspectives.

#### **Principal 4: Independent advice**

A. The Commission should be supported by independent advisers acting in a non-executive capacity to ensure that they and the senior management are supported and constructively challenged in their role.

#### **Supporting provisions**

a) It is important to ensure that the Commission and its senior management can draw upon a wide range of experience to support them in the discharge of the Commission's statutory functions. Current best practice suggests that the governing board of an organisation should consist of a reasonable balance of both executive members and independent non-executive members. Only Assembly Members are eligible to be chosen as Commissioners so it is not possible legally to appoint or co-opt non-executives in this way. However, it would be possible for the Commission to secure the services of independent advisers to fulfil such a role<sup>73</sup>.

b) The Commissioners should satisfy themselves that the advisers are independent in character and judgement and that there are no significant relationships which could affect their judgement.

c) The independent advisers should be prepared to offer constructive challenge across all the Commission's business with a view to

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<sup>73</sup> The independent advisers would not, of course, have any voting rights at Commission meetings,

ensuring that all aspects of strategy and delivery are scrutinised for effectiveness and efficiency. They should in particular:

- be involved in the monitoring of performance and progress of the organisation, including the use of human and financial resources; and
- maintain a critical overview of the organisation's financial controls and procedures for assessing and managing risk, drawing on their wider experience.

d) Independent advisers should be appointed by an open and transparent process. On appointment they should be:

- provided with written terms of reference including the specification of their role and terms of appointment; and
- given an induction programme covering not only the organisation but also the operational environment as a whole.

e) The Chief Executive should hold meetings periodically with the independent advisers without other officials being present. The advisers may propose that they should have the opportunity to meet Commissioners periodically, without officials being present, to discuss the work of the Commission.

f) The advisers should ensure that arrangements are in place to allow staff a channel to raise appropriate concerns outside the normal line management chain.

### **Principle 5: Internal controls**

A. The Commissioners and the Accounting Officer are responsible for ensuring that effective arrangements are in place to provide assurance on risk management, governance and internal control. In this respect, they will be independently advised by:

- a Corporate Governance Committee chaired by an independent adviser;
- an internal audit service operating in accordance with the principles of Government Internal Audit Standards.

### **Supporting provisions**

a) The Commissioners and Accounting Officer should assure themselves on the effectiveness of the organisation's internal control and risk management. This will necessitate:

- a proper framework of prudent and effective controls, so that risks can be assessed, managed and taken prudently;
- clear accountability for managing risks; and
- that managers are equipped with relevant skills and guidance.

b) The Commissioners should establish a Corporate Governance Committee, of at least three members chaired by an independent adviser. At least one of the committee members should have recent and relevant financial experience. The committee should be established and function in accordance with the principles set out in the Audit Committee Handbook<sup>74</sup>.

c) The terms of reference of the Corporate Governance Committee should be made available publicly. The Commission's annual report should cover the work of that Committee.

d) The internal auditors should be appointed by an open and transparent process following the production of an audit needs assessment and terms of reference.

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<sup>74</sup> Published by HM Treasury – March 2007

## Appendix B – National Assembly for Wales Gifts and Hospitality rules

### Purpose

1. In the course of our duties, staff may be offered gifts, rewards or hospitality. Best practice is to avoid accepting such benefits that may give rise to suspicion of conflict between our official duties and private interests, or compromise our personal judgement or integrity. This includes gifts, hospitality or benefits offered to members of the employee's family instead of the employee.
2. However, it's also recognised that in certain circumstances declining a gift or hospitality could offend. This procedure explains what to do in such circumstances.
3. Also, rules relating to the *giving* of gifts and hospitality by Assembly staff are set out in the procedure.
4. Members of staff should be aware that it is a **criminal offence** under the Prevention of Corruption Act 1906 for any public servant (which includes staff employed by the National Assembly for Wales Commission) in their official capacity corruptly to accept any gift or consideration as an inducement or reward for doing or refraining from doing anything or showing favour or disfavour to any person. Furthermore, under the Prevention of Corruption Act 1906 any money, gift or consideration received by a public servant from a person or organisation holding or seeking to obtain a government contract will be deemed by the courts to have been received corruptly unless there is any proof to the contrary.
5. The **Staff Code of Conduct** states: if you are found to have accepted or have failed to register the receipt of money, gifts, hospitality, benefit or any other consideration in circumstances where it conflicts with your official duties, this will be considered to be an act of gross misconduct.

### Procedure

#### Receiving gifts/rewards

6. Members of staff should not benefit personally from gifts, other than those of a trivial nature such as desk top items of no significant value (e.g. promotional diaries, pens or calendars). Such trivial items do not need to be reported or recorded.

7. Gifts/rewards of a higher-value, or of personal benefit, for example tickets to a show or game, or a bottle of wine/whiskey etc, should be declined if possible – but if that would cause offence or misunderstanding the gift should be surrendered to the Commission’s Corporate Unit: for use in support of charitable or in-house events; for use within the receiving team; or to be offered fairly to all staff. The Corporate Unit will record such gifts, and their use, in the Gifts & Hospitality Register.

### **Receiving hospitality**

8. Members of staff may accept the occasional offer of proportionate and appropriate hospitality but must consider whether the following conditions are met:

- acceptance would further the aims of the Assembly;
- the level of hospitality is reasonable in the circumstances;
- it has been offered openly; and
- it could not be construed as any form of inducement, or compromise your personal judgement or integrity, and will not put you under any obligation to those offering it.

9. Low value hospitality, such as light refreshments, a working lunch, or a buffet incidental to a conference or seminar, does not need to be reported or recorded.

10. Hospitality of a higher value, such as a meal in a luxury hotel, can be accepted if in line with paragraph 8, but must be agreed by the Head of Service and be recorded in the Gifts & Hospitality Register.

11. Hospitality should never be sought, and offers of a disproportionate nature or of very high value should be politely declined and reported to the Head of Service, who must declare it through the monthly returns exercise led by the Corporate Unit. In circumstances where declining hospitality may cause offence, acceptance should be considered by the Head of Service or Director, as appropriate. Again, the Head of Service must declare this through the monthly returns exercise led by the Corporate Unit.

### **Giving gifts**

12. There are occasions when it is appropriate to give visiting dignitaries or officials a gift in celebration of their visit. This could also apply to visits made elsewhere, such as to other Parliaments. In such

circumstances, gifts should normally be sourced from the Assembly shop, and must be agreed with the Head of Service in advance if unusual in nature or of high cost. Care should be taken to avoid any criticism that public funds are being used inappropriately. The Chief Executive and Clerk, as Accounting Officer, has a personal responsibility to ensure the regularity, propriety and value for money in the use of Assembly Commission resources.

### **Giving hospitality**

13. Every Service Budget has provision for Hospitality expenses. As a norm, this is available for refreshments at internal meetings where appropriate, particularly if external parties are present. There are also occasions when it is appropriate to offer lunch or an evening meal to visiting dignitaries or officials as part of their visit. This is to help foster good working relationships and maximise the benefits of the visit. This applies equally to visits made elsewhere, such as to other organisations. Hospitality along these lines does not need to be reported or recorded in the Gifts & Hospitality Register but should be reasonable and able to stand up to public scrutiny - care should be taken to avoid any criticism that public funds are being used inappropriately. The Chief Executive and Clerk, as Accounting Officer, has a personal responsibility to ensure the regularity, propriety and value for money in the use of Assembly Commission resources.

14. Any scenarios going beyond the above definition would require Director approval in advance, and should be recorded in the Gifts & Hospitality Register maintained by the Corporate Unit.

### **Gifts to the National Assembly for Wales**

15. Schedule 2, paragraph 4(3) of the Government of Wales Act 2006 has the effect that any gift expressed to be given to the Assembly is to be treated as a gift to the Assembly Commission. The Chief Operating Officer and Chief Legal Adviser must both be consulted regarding any such gifts.

### **Terminology/Links to other procedures**

16. A **gift** is something which is voluntarily offered without preconditions. The term is also applied to surplus/redundant low value assets which are donated by the Assembly to other organisations or individuals at the end of their useful life.

17. **Hospitality** refers to the way we are treated by our hosts, or treat others – for example, being given refreshments, lunch, an overnight stay somewhere – all being given freely, without charge.

18. A **reward** is something given in recognition of service, effort or achievement.
19. A **benefit** refers to advantage or profit made by an employee arising from decisions they have made or influenced.
20. Guidance relating to the acceptance of gifts and hospitality by the **Llywydd and the Deputy Presiding Officer** are set out in Annex B of this instruction.
21. *Standing Order 31 “Financial and Other Interests of Members”* sets out the requirements relating to (amongst other interests) gifts and hospitality received by **Assembly Members**. The Table Office maintains the *Register of Members’ Interests* required by this Standing Order.
22. The [Staff Code of Conduct](#) sets out standards of behaviour required of **members of staff** of the National Assembly for Wales, specifically referring to the acceptance of money, gifts, rewards and hospitality.
23. The Corporate Unit maintains a **Gifts & Hospitality Register** for APS staff, where reportable gifts and hospitality offered to, and given by, Assembly employees must be recorded. Updating of the Register takes place at least monthly - usually through the monthly returns exercise led by the Corporate Unit.

### **Records**

24. All records and documentation relating to Gifts and Hospitality must be retained for a period of 6 years, following the financial year in which it took place.

## **Annex B: Guidance on the acceptance of gifts and hospitality by the Presiding Officer and Deputy**

1. It is a well established and recognised rule that no public office holder or public servant should accept gifts, hospitality or services from anyone which would, or might appear to, place him or her under an obligation. The same principle applies if gifts etc are offered to a member of their family.

2. This is primarily a matter which must be left to the good sense of the Presiding Officer/Deputy. But if in doubt or difficulty guidance should be sought from the Head of the Corporate Unit. The same rules apply to the acceptance of gifts from donors with whom the Presiding Officer/Deputy has official dealings in this country as to those from overseas, that is:

2.2. Receipt of gifts and hospitality should, in all cases, be reported to the Head of Corporate Unit;

2.2.1 Gifts of small value (currently up to 0.5% of the basic gross annual Assembly salary for an Assembly Member - £231 as at June 2007) may be retained by the recipient;

2.2.2 Gifts of a higher value should be handed over to the Corporate Unit for disposal, except that:

(i) The recipient may purchase the gift for personal retention at its cash value (abated by 0.5% of the basic gross annual Assembly salary for an Assembly Member).

(ii) If the recipient wishes to reciprocate with, and pay for, a gift of equivalent value, the gift received may be retained

(iii) If appropriate, the gift may be displayed or used in a property used by the National Assembly for Wales

(iv) If the disposal of the gift would cause offence or if it might be appropriate for the recipient to use or display the gift on some future occasion as a mark of politeness, then the gift should be retained by the Corporate Unit for this purpose for a period of up to five years;

2.2.3 Gifts received overseas worth more than the normal travellers' allowances should be declared at importation to Customs and Excise who will advise on any duty and tax liability. In general, if the Presiding Officer/Deputy wishes to retain a gift he or she will be liable for any tax or duty it may attract.

3. Gifts given to the Presiding Officer or Deputy in their official role become the property of the National Assembly for Wales and do not need to be declared in the Register of Members' Interests. Gifts given to the Presiding Officer or Deputy as Assembly Members fall within the rules relating to the Register of Members' Interests of the Assembly.

4. The Corporate Unit will publish an annual list of gifts received by the Presiding Officer or Deputy on behalf of the National Assembly valued at more than 0.5% of the basic gross annual Assembly salary for an Assembly Member. The list provides details of the value of the gifts and whether they were retained by the Assembly or purchased by the Presiding Officer/Deputy.

5. In the event of Presiding Officer/Deputy accepting hospitality on a scale or from a source which might reasonably be thought likely to influence decision making or action, it should be declared to the Head of the Corporate Unit. If hospitality is received at an event where the Presiding Officer/Deputy has a representational role e.g. presenting or making a speech, it would not normally be declared. However, we have determined to record such hospitality until the procedures are reviewed.

#### **Provision of hospitality by the Presiding Officer or Deputy**

6. The provision of hospitality by the Presiding Officer or Deputy will be met out of public funds. Hospitality will be provided by Presiding Officer or Deputy for outside organisations, visiting dignitaries and key events where it is deemed appropriate to make such a provision. Care should be taken to avoid any criticism that public funds are being used inappropriately. The Chief Executive as Accounting Officer has a personal responsibility to ensure the regularity, propriety and value for money in the use of resources.

#### **Part 2: Gift management and disposal**

7. This guidance note describes the policy and procedure to be followed for managing and disposing of official gifts currently held by the National Assembly for Wales.

#### **New Gifts**

8. When notified that the Presiding Officer or Deputy have received gifts or hospitality, their Personal Assistants to will update the gifts and hospitality register. A form for use by anyone accompanying the Presiding Officer/Deputy is at Annex C.

### **Existing Gifts**

9. The Presiding Officer and Deputy will have different amounts of gifts in their rooms. Some will be on display (pictures, photographs, ornaments etc) whilst others may be stored out of sight. Personal Assistants may be holding some gifts on behalf of the Presiding Officer/Deputy. In some cases gifts may have been placed in storage or transferred to other National Assembly building for display.

### **Audit**

10. The summer recess annually will be used to take stock of Presiding Officer/Deputy gift collections by updating the register before placing the record sheet on the registered file. The pre-election period every fourth year will be used to undertake the same exercise but will also give the Presiding Officer/Deputy the opportunity to retain or purchase those items where they wish to do so, whether or not they continue to be Presiding Officer/Deputy after the election.

11. An opportunity will be provided to give those who do return as Presiding Officer/Deputy (to the same or a different office) the opportunity to have in their room those gifts which they select from either their own holding or their predecessor's holding (which have not been retained by the previous office holder).

### **Disposal of Unwanted Gifts**

12. The route for permanently disposing of old gifts will depend on the nature and value of the gift. In all cases disposal needs to be appropriate and sensitive. It is not possible to construct hard and fast rules on disposal, but the following options are the main ones which should be considered:

- low value gifts of potential use or value to others (eg photographs, paintings, ornaments, books, etc) can either be given direct to local charities, charity shops, or bodies whom it is known can make use of them (eg books to local schools). Alternatively, they could be auctioned off internally within the National Assembly for Wales with the proceeds being donated to charity;
- gifts with a significant commercial value (the amount is a matter for our judgement) may be auctioned and the money raised donated to a charity of the Assembly's choosing. Note that giving the money to charity is the simplest option administratively since it avoids the need, when money is retained, to account for VAT;

- where it is evident that gifts have little or no value to anyone then they should be disposed of through normal recycling or rubbish disposal avenues.

13. In all cases care should be taken before disposal to remove any things which personalise gifts and therefore reveal their status, eg engraved nameplates.

13. It is recommended that gifts are only disposed of after 5 years of storage. To avoid a build-up of unwanted gifts taking up valuable storage space a disposal review should take place annually.

## **Appendix C – The seven principles of public life (‘the Nolan principles’)**

### **Selflessness**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

### **Integrity**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

### **Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

### **Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

### **Openness**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

### **Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

### **Leadership**

Holders of public office should promote and support these principles by leadership and example.