



NORTHERN  
IRELAND  
HUMAN  
RIGHTS  
COMMISSION

## Code of Governance

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## 1. Introduction

- 1.1. The Northern Ireland Human Rights Commission (“the Commission”) is an executive non-departmental public body (NDPB), established by the Northern Ireland Act 1998 (sections 68–71 and Schedule 7). The Commission is sponsored by the Northern Ireland Office (NIO).
- 1.2 This Code of Governance (referred to as “the Code”) has been prepared in line with the Cabinet Office ‘Code of Best Practice for Board Members of Public Bodies’. It also reflects the principles set out in the Corporate Governance in central government departments: Code of Good Practice; the outcome of internal governance reviews; good governance principles developed by the Independent Commission on Good Governance and current best practice principles in corporate governance.
- 1.3 This Code describes the various responsibilities placed upon Commissioners when exercising their functions.

## 2. Powers and duties

- 2.1 The Commission’s powers and duties are derived from sections 69 and 70 of the Northern Ireland Act 1998 and sections 14–16 of the Justice and Security (Northern Ireland) Act 2007. The statutory functions of the Commission in accordance with the Northern Ireland Act 1998 are:-
  - keeping under review the adequacy and effectiveness in Northern Ireland of law and practice relating to the protection of human rights
  - advising the Secretary of State and the Northern Ireland Executive of legislative and other measures which ought to be taken to protect human rights as soon as reasonably practicable after receipt of a general or specific request for advice; and on such other occasions as the Commission thinks appropriate
  - advising the Northern Ireland Assembly whether legislative bills are compatible with human rights
  - providing advice to the UK government and Westminster Parliament on matters affecting human rights in Northern

## Ireland

- conducting investigations on systemic human rights issues. To do so, we may enter places of detention, and can compel individuals and agencies to give oral testimony or to produce documents
- promoting understanding and awareness of the importance of human rights in Northern Ireland. To do so, we may undertake or support research and educational activities
- providing legal assistance to individuals and initiating strategic cases, including own motion legal challenges
- monitoring the implementation of international human rights treaties and reporting to the United Nations and Council of Europe
- working in partnership with the Irish Human Rights and Equality Commission as mandated through the joint committee created in accordance with the Belfast (Good Friday) Agreement.

2.2 The Commission is mandated in accordance with Article 2(1) of the Protocol on Ireland/Northern Ireland of the European Union Withdrawal Agreement to ensure there is no diminution of rights protected in the 'Rights, Safeguards and Equality of Opportunity' chapter of the Belfast (Good Friday) Agreement as a result of the United Kingdom's withdrawal from the European Union. It is also mandated to ensure that, if certain European Union equality laws are changed after 1 January 2021 to improve the protection of human rights, then Northern Ireland will keep pace with those changes.

The Commission exercises this mandate alongside the Equality Commission for Northern Ireland, and through the Joint Committee of representatives of the Human Rights Commissions of Northern Ireland and Ireland.

The Commission's statutory functions for this purpose in accordance with the European Union (Withdrawal Agreement) Act 2020 are:-

- monitoring the implementation of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement (rights of individuals)
- reporting to the Secretary of State and the Executive Office in Northern Ireland on the implementation of Article 2(1)—as soon as reasonably practicable after receipt of a general or specific request for such a report, and on such other occasions as the Commission thinks.
- advising the Secretary of State and the Executive Committee of the Assembly of legislative and other measures which ought to be taken to implement Article 2(1)—as soon as reasonably practicable after receipt of a general or specific request for advice, and on such other occasions as the Commission thinks appropriate.
- advising the Assembly (or a committee of the Assembly) whether a Bill is compatible with Article 2(1)—as soon as reasonably practicable after receipt of a request for advice, and on such other occasions as the Commission thinks appropriate.
- promoting understanding and awareness of the importance of Article 2(1); and for this purpose we may undertake, commission or provide financial or other assistance for—research, and educational activities.
- bringing any appropriate matters of relevance to Article 2(1) to the attention of the Specialised Committee on issues related to the implementation of the Protocol on Ireland/Northern Ireland established by Article 165 of the Withdrawal Agreement.
- taking judicial review proceedings in respect of an alleged breach (or potential future breach) of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement; or intervening in legal proceedings, whether for judicial review or otherwise, in so far as they relate to an alleged breach (or potential future breach) of Article 2(1).

2.3 The Commission is also designated, with the Equality Commission, under the United Nations Convention on the Rights of Disabled Persons as the independent mechanism tasked with promoting, protecting and monitoring

implementation of the Convention in Northern Ireland. We also engage with other National Human Rights Institutions in the United Kingdom on issues of common interest.

- 2.4 As an Executive Non Departmental Public Body, the Commission works within the terms of the Management Statement and Financial Memorandum issued by and agreed with the Northern Ireland Office. This underpins its independence in line with the United Nations "Paris Principles" on the Status and Role of National Human Rights Institutions, 1999.

### 3. Public service principles

- 3.1 Commissioners and the Commission, as a body corporate, must at all times:
- observe the highest standards of propriety involving **impartiality, integrity and objectivity** in relation to the stewardship of public funds and the management of the Commission, as defined in the Commission's Management Statement and its associated Financial Memorandum
  - maximise **value for money** through ensuring that services are delivered in the most economical, efficient and effective way, within available resources, and with independent validation of performance achieved wherever practicable. Value for money is not the lowest price – it is the optimum combination of whole life costs and quality to meet the user's requirement
  - be **accountable** to Parliament, users of services, individual members of the public and staff for the activities of the Commission, the stewardship of public funds and the extent to which objectives and key performance targets have been met as detailed in the Commission's Strategic Plan
  - ensure that the Commission is **open** and **transparent** in all that it does, providing Parliament (including its Select Committees) and the public, with as full information as may be requested concerning its policy decisions, and actions, including full compliance with the Freedom of Information Act 2000 and its adopted complaints procedures.

- adhere to the provisions of the Key Principles of Public Life and other general conduct requirements as set out in the Cabinet Office Code of Conduct for Board members of Public Bodies as reproduced at **Appendix 3**
- adhere to the requirements of the NIO/NIHRC Framework document at **Appendix 4**
- adhere to the Commission’s Vision, Mission and Principles as set out in **Appendix 5**, and
- adhere to the Commission’s human resource management policies as they relate to the role and function of Commissioners, which are set out in **Appendix 6**.

## 4. Relationship with the Northern Ireland Office

- 4.1 Under the provisions of the Northern Ireland Act 1998, the Commission is, and must be seen to be, independent from the Government in setting its policies and in the exercise of its statutory duties. The Secretary of State for Northern Ireland is answerable to Parliament for the performance of the Commission, including its use of resources and the policy framework within which it operates. The respective roles of the Northern Ireland Office (NIO) and the Commission are set out in the Framework Document, which also specifies the terms on which the Commission receives and spends the funds provided through the NIO. The main point of contact between the Commission and the NIO on day-to-day matters will normally be the Chief Executive or another member of staff who is authorised to act on her/his behalf. The Chief Commissioner will meet regularly with the Secretary of State for Northern Ireland and the Permanent Secretary or relevant senior official of the NIO to discuss strategic issues.
- 4.2 The NIO has the right of access, subject to legal privilege and data protections requirements to all Commission corporate records and personnel for sponsorship audits and investigations and for any other purpose subject to Commission agreement.

## **5. Strategic planning and control**

- 5.1 The Commission is responsible for the production of a strategic plan covering three years. The process of preparing such a document provides an opportunity for agreeing, with the Secretary of State for Northern Ireland, or officials on her or his behalf, the policy and resources framework within which the Commission will discharge its duties; and for determining its key strategic objectives and targets. Such targets should normally cover areas such as the organisation's financial performance, the efficiency and effectiveness of its operations, and the quality of the services it provides.

## **6. Delegation**

- 6.1 The Chief Commissioner is given delegated authority to discharge such powers of the Commission, as she/he deems necessary in order to deal with the business of the Commission between formal meetings. These actions will be reported to the next meeting of the Commission. The majority of operational decisions are delegated to the Chief Executive by the Commission, in line with her/his responsibilities for managing and reporting to the Commission in accordance with its strategic plan, budgetary policies and the Framework document.
- 6.2 The Commission may decide to delegate responsibility for specified matters to individual Commissioners or committees. Decisions taken by individual Commissioners or committees under delegated powers will be recorded in written minutes available to the Commission as a whole.
- 6.3 The Commission broadly follows Northern Ireland Civil Service policies and will adhere to these when dealing with matters of grievance or disciplinary issues and pay.
- 6.4 The NIO has designated the Chief Executive as the NIHRC's Accounting Officer (AO). As AO, the Chief Executive is personally responsible for safeguarding the public funds for which he or she has charge; for ensuring propriety and regularity in the handling of those public funds; and for the day-to-day operations and management of the NIHRC. Further details of the responsibilities of the NIHRC Chief Executive are set out in paragraphs 14.1-14.9 of the Framework Document.



## 7. The role of the Chief Commissioner

- 7.1 The Chief Commissioner has particular responsibility for providing effective strategic leadership on matters such as:
- representing the views of the Commission to the public
  - adherence to this Code of Governance
  - ensuring that the Commission adheres to its mission, vision and values.
  - formulating the Commission's strategy for discharging its statutory duties, in consultation with the other Commissioners
  - encouraging high standards of propriety and promoting the efficient and effective use of staff and other resources.
  - ensuring that the Commission adheres to protocols agreed for external communications and managing relationships with stakeholders.
  - ensuring that the Commission, in reaching decisions, takes proper account of guidance provided by the Secretary of State for Northern Ireland, and
  - providing an assessment of the performance of individual Commissioners, on request to the sponsor Department, when they are being considered for re-appointment to the Commission.
  - further details of the responsibilities of the Chief Commissioner are set out in paragraphs 16.1-16.6 of the Framework Document.
- 7.2 Communications between the Commission and the Secretary of State for Northern Ireland will normally be through the Chief Commissioner except where the Commission has agreed that an individual Commissioner should act on its behalf. Nevertheless, an individual Commissioner has the right of access to the Secretary of State for Northern Ireland on any matter, which she/he believes, raises important issues relating to her/his duties as a Commissioner. In such cases, the agreement of the rest of the Commission should normally be sought. Initially, Commissioners should discuss their

difficulties with the Chief Commissioner and, if still dissatisfied, then with the senior official of the Commission's sponsor Department and through her/him to the Secretary of State for Northern Ireland if necessary.

- 7.3 The Chief Commissioner should ensure that the Commission meets at regular intervals throughout the year and that the minutes of meetings accurately record the decisions taken in line with the Commission's Standing Orders.
- 7.4 The Chief Commissioner should ensure that all Commissioners, when taking up office, are fully briefed on the terms of their appointment and on their duties, rights and responsibilities. The Chief Commissioner and Commissioners should each have a copy of this Code, as well as other relevant background material including:
- the latest Strategic and Business Plans
  - the latest Annual Report and Accounts
  - the latest finance reports and relevant Treasury guidance
  - the Standing Orders of the Commission, which govern the rules and procedures of meetings of the Commission, and
  - the criteria for decision making in respect of applications for legal support (casework), investigations and responses to consultation documents.
- 7.5 The Chief Commissioner should ensure that appropriate training and support is made available to Commissioners on their role and function, and should encourage new Commissioners to attend an induction course on the duties of Commissioners or some other appropriate form of induction programme. The Chief Commissioner should also discuss with each Commissioner whether she/he would find it helpful to attend a training programme specifically focused on human rights legislation and issues.
- 7.6 The Chief Commissioner is the official spokesperson for the Commission.
- 7.7 The Chief Commissioner has responsibility for the supervision of the Chief Executive and oversight of the performance of the Management Team. The Chief Commissioner has no

executive or managerial responsibility for the day-to-day work of Commission staff.

- 7.8 The Chief Commissioner should establish an effective working relationship with the Chief Executive, informing her/him of key developments in a timely manner and seeking advice and support as appropriate.

## **8. Corporate responsibilities of Commissioners**

8.1 Commissioners have corporate responsibility for:

- ensuring that high standards of corporate governance are observed at all times in pursuit of the Commission's statutory functions and mission to promote and protect human rights, including respect for equality and diversity
- ensuring that the Commission complies with any statutory or administrative requirements for the use of public funds
- establishing the overall strategic direction of the organisation within the resources framework agreed with the Secretary of State for Northern Ireland
- ensuring that the Commission operates within the limits of its statutory authority and any delegated authority agreed with the NIO, and in accordance with any other conditions relating to the use of public funds
- ensuring that, in reaching decisions on corporate governance issues, the Commission has taken into account any guidance issued by the Secretary of State for Northern Ireland and the Cabinet Office, and
- ensuring compliance with the Commission's statutory and administrative obligations, including prompt responses to public requests for information, and meeting other requirements for openness and responsiveness.

8.2 The key responsibilities of Commissioners as set out by the Northern Ireland Office in the terms and conditions of appointment are:

- implementing the Commission’s statutory obligations as detailed in the Northern Ireland Act 1998 to promote and protect human rights in Northern Ireland
- having a corporate responsibility for ensuring that the Commission complies with any statutory or administrative requirements for the use of public funds
- without reasonable excuse, being present as required for Commission business on three days a month (or equivalent) – this will include Commission meetings, stakeholder meetings, working groups and committee meetings, and
- abiding, as a condition of appointment, to the provisions of this Code.

8.3 The arrangements for appointing individual Commissioners normally make it possible to remove her/him from office if she/he fails to perform the duties required of Commissioners to the standards expected of persons who hold public office.

8.4 In accordance with paragraph 2(4) of Schedule 7 to the Northern Ireland Act 1998, the Secretary of State for Northern Ireland may dismiss a Commissioner, if satisfied:

- that she/he has without reasonable excuse failed to discharge her/his functions for a continuous period of three months beginning not earlier than six months before the day of dismissal
- that she/he has been convicted of a criminal offence
- that a bankruptcy order has been made against her/him, or her/his estate has been sequestrated, or she/he has made a composition or arrangement with, or granted a trust deed for, her/his creditors, or
- that she/he is unable or unfit to carry out her/his functions.

8.5 In accordance with paragraph 2(3) of Schedule 7 to the Northern Ireland Act 1998, a person may resign as a Commissioner, or as Chief Commissioner, by notice in writing to the Secretary of State for Northern Ireland.

- 8.6 Should the Commission be dissolved, restructured or wound up during the period of appointment, the term of office of Commissioners will cease with effect from that dissolution or such other date as is specified in any relevant legislation.
- 8.7 Commissioners must inform the Secretary of State for Northern Ireland and the Chief Executive in advance of any new appointments, which may impinge on their duties as a member of the Commission. Commissioners should inform the Chief Executive in advance, of any appointment or employment taken up within one month of leaving the Commission.
- 8.8 Commissioners have no executive or managerial responsibility for the day-to-day work of Commission staff apart from the supervision of the Chief Executive and oversight of the performance management system for the Management Team by the Chief Commissioner.
- 8.9 Further details of the responsibilities of individual Commissioners are set out in paragraphs 15.6-15.8 of the framework document.

## 9. Responsibilities of individual Commissioners

- 9.1 Individual Commissioners need to be aware of their wider responsibilities as members of the Commission. Like others who serve the public, they should follow the principles set out in appendices 1–3, as well as strive to uphold the Vision, Mission and Principles, which are contained in **Appendix 5**.
- 9.2 In addition, Commissioners have responsibilities to the Commission and its staff. Commissioners must:
- undertake, on appointment, to comply at all times with this Code of Governance and with rules relating to the use of public funds, act in good faith and in the best interests of the Commission
  - demonstrate a commitment to collective responsibility, abide by decisions taken at Commission meetings, develop effective working relationships, represent the views of the Commission as a whole and not publicly criticise it

- adhere to the Commission’s human resource management policies as they relate to the role and function of Commissioners, as set out in **Appendix 6**
- attend as many meetings as is reasonably practicable
- act in a professional manner in carrying out their roles and responsibilities and work in the best interests of the Commission regardless of age, religious belief, political opinion, race, sex, marital status, colour, ethnic origin, sexual orientation, or disability
- undertake training provided by the Commission in respect of their corporate governance role
- conduct her/himself/ themselves, individually, and collectively, in such a manner that does not bring the Commission into disrepute
- publicly champion the work of the Commission
- undertake additional duties as requested by the Chief Commissioner, appropriate to the role of Commissioner, such as chairing committees, participating on panels and public speaking engagements
- support the Chief Commissioner and Chief Executive in building and maintaining positive and effective working relationships with stakeholders
- not misuse information gained in the course of their public service for personal gain or for political purpose, nor seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations
- declare publicly and register any interests which may be perceived to conflict with their public duties, and
- ensure that they comply with the Commission’s rules on the acceptance of gifts and hospitality.

9.3 Commissioners are expected not to occupy paid party political posts or hold particularly sensitive or high-profile unpaid roles in a political party during their terms of office.

- 9.4 Subject to this, Commissioners are free to engage in political activities, provided that they are conscious of their general public duty responsibilities and exercise a proper discretion, particularly in regard to the work of the Commission. On matters directly affecting the work of the Commission, they should not make political speeches or engage in political activities, other than pursuing the agreed policies of the Commission.

## **10. Collective responsibility**

- 10.1 Commissioners have collective responsibility for decisions of the Commission and any public statement arising from these decisions. At times, this may result in having to support Commission decisions that may be contrary to individual positions. The Commission seeks to debate issues to achieve consensus on major decisions. The Commission should strive through discussion to reach consensus. However, where this is not possible, collective decisions will be based on a simple majority vote, with the Chief Commissioner as chair holding a casting vote.
- 10.2 Where a Commissioner has a strong objection to a decision, at their request, her/his dissent may be recorded in the minutes. Where a Commissioner feels strongly about an issue and/or a public statement arising from it, she/he should seek to resolve this in good faith with the Chief Commissioner. If the issue is not resolved, the Commissioner should in line with her/his corporate governance responsibilities, avoid speaking publicly against the Commission.
- 10.3 A matter that has been agreed at an ordinary or special meeting of the Commission may not be re-opened at a subsequent meeting within three months, unless the majority of Commissioners agree to do so.
- 10.4 If a Commissioner resigns as a result of a disagreement with Commission policy, she/he may state the basis for the resignation, but will be expected to maintain confidentiality regarding the discussions around the issue of resignation.

## **11. Confidentiality**

- 11.1 Commissioners are required to maintain confidentiality in respect of information relating to the Commission's business, unless disclosure is expressly authorised by the Commission.

## **12. Handling conflicts of interests**

- 12.1 The Chief Commissioner, Commissioners and relevant senior staff should declare any personal or business interests, which may conflict with their responsibilities as Commissioners. The Commission has developed rules of conduct for Commissioners to ensure that such conflicts are identified at an early stage and that appropriate action can be taken to resolve them.
- 12.2 The Commission maintains a Register of Interests, which is open to the public. Commissioners are required to register pecuniary interests, which members of the public might reasonably think could influence a Commissioner's judgement, and non-pecuniary interests that relate closely to the Commission's activities, and interests of close family members and persons living in the same household as the Commissioner.
- 12.3 Indirect pecuniary interests arise from connections with bodies which have a direct pecuniary interest or from being a business partner of, or being employed by, a person with such an interest. Non-pecuniary interests include those arising from membership of clubs and other organisations. Close family members include personal partners, parents, children (adult and minor), brothers, sisters and the personal partners of any of these.
- 12.4 Commissioners may be exempted from listing an interest in the Register if such a disclosure could compromise the security of the Commissioner or their family. This exception will be at the discretion of the Chief Commissioner. A record of all such exceptions will be maintained by the Chief Executive.
- 12.5 In the absence of specific statutory provisions, the common law requires that members of public bodies (that is, Commissioners) should not participate in the discussion or determination of matters in which they have a direct pecuniary interest; and that when an interest is not of a direct



pecuniary kind, members should consider whether participation in the discussion or determination of a matter would suggest a real danger of bias. This should be interpreted in the sense that Commissioners might either unwittingly or otherwise unfairly regard with favour or disfavour, the case of a party to the matter under consideration. In considering whether a real danger of bias exists in relation to a particular decision, Commissioners should assess whether they, a close family member, a person living in the same household as the Commissioner, or a firm, business or organisation with which the Commissioner is connected are likely to be affected more than the generality of those affected by the decision in question. This would cover, for example, a decision to invite tenders for a contract where a firm with which a Commissioner was connected was significantly better placed than others to win it. For the avoidance of doubt, this paragraph does not preclude the Commission from deciding to issue an indemnity in the terms of paragraph 13.2 below.

- 12.6 Where a conflict of interest may exist, Commissioners should normally withdraw from the meeting, even if it is held in public. This is because the continued presence of someone who had declared an interest might be thought likely to influence the judgement of the other members present.
- 12.7 Whether or not Commissioners are able, in the light of the considerations set out above, to participate in the discussion or determination of a matter, they should declare as soon as practicable after a meeting begins if they have an interest, pecuniary or other, in a matter being considered. They should also disclose any interests in it of which they are aware on the part of close family members and persons living in the same households as the Commissioner. In addition, Commissioners should consider whether they need to disclose relevant interests of other persons or organisations, which members of the public might reasonably think, could influence the Commissioner's judgement.
- 12.8 Commissioners must facilitate compliance with the need, under financial reporting standards, for material transactions with related parties to be disclosed in financial statements. 'Related parties' include (in addition to business contacts) close members of the family of an individual, who are defined for the purposes of the standard as those family members, or members of the same household, who may be expected to

influence, or be influenced by, that person in their dealings with the reporting entity.

### **13. Personal liability of Commissioners**

- 13.1 Although any legal proceedings initiated by a third party are unlikely to be brought against the Commission, in exceptional circumstances cases (civil or, in certain cases, criminal proceedings) may be brought against the Chief Commissioner or other individual Commissioners. For example, a Commissioner may be personally liable if she/he makes a fraudulent or negligent statement, which results in loss to a third party.
- 13.2 However, the Government has indicated that individual Commissioners who have acted honestly and in good faith will not have to meet out of their own personal resources any personal civil liability which is incurred in execution or purported execution of their functions, save where the person has acted recklessly. Subject to its own specific statutory powers, the Commission can issue to Commissioners suitable indemnities consistent with this paragraph.

### **14. Openness and responsiveness**

- 14.1 Commissioners should conduct all their dealings with the public in an open and responsible way, and ensure full compliance with the General Data Protection Regulation (2018) and the Freedom of Information Act (2000).
- 14.2 The Commission must make publicly available annual reports and other publications where practical and appropriate.
- 14.3 The Commission should hold community engagements and invite the views of members of the public on the development of its strategic plan.
- 14.4 The Commission should seek to follow best practice in making available information to the public, particularly through the internet, and co-operate with other bodies, such as local authorities, to place relevant information in the public domain. The Commission, where practical and appropriate, should aim to consult its users on a wide range of issues by means of questionnaires, public meetings, or other forms of consultation.

## **15. Accountability for public funds**

- 15.1 Commissioners have a duty to ensure the safeguarding of public funds – which for this purpose should be taken to include all forms of receipts from fees, charges and other sources – and the proper custody of assets, which have been publicly funded. They must take appropriate measures to ensure that the Commission at all times conducts its operations as economically, efficiently and effectively as possible, with full regard to the relevant statutory provisions and to relevant guidance.
- 15.2 Commissioners are responsible for ensuring that the Commission does not exceed its powers, whether defined in statute or otherwise, or through any limitations on its authority to incur expenditure. They will normally be advised on these matters by the Chief Executive and the Commission’s legal advisers.

## **16. Annual Report and Accounts**

- 16.1 As part of its responsibilities for the stewardship of public funds, the Commission must ensure that it includes a full statement of the use of such resources in its Annual Report and Accounts. Such accounts have to be prepared in accordance with the Accounts Direction issued by the sponsor Department and such other guidance as may be issued by other relevant authorities (for example, HM Treasury).
- 16.2 The Commission’s Annual Report and Accounts will be audited by the Comptroller and Auditor General (C&AG).
- 16.3 The Commission will provide access to C&AG to documents as provided under Section 5 (8) of the Government Resources and Accounts Act and Section 8 of the National Audit Act 1983.
- 16.4 The Commission will provide, in conditions to grants and contracts awarded by it, access to the C&AG to documents held by grant recipients and contractors.

## 17. The role of the Chief Executive and Accounting Officer

- 17.1 The Chief Executive has responsibility, under the Commission, for the overall organisation, day-to-day management of the Commission and for its procedures in financial and other matters, including conduct and discipline. The Chief Executive is given delegated authority for the efficient operation of the Commission and is empowered to make decisions and delegate authority to staff for the day-to-day operation of the Commission. This involves the promotion by leadership and example of the values embodied in the Seven Principles of Public Life (referred to in **Appendix 1**). Commissioners should support the Chief Executive in undertaking this responsibility.
- 17.2 The Chief Executive is designated as the Accounting Officer for the Commission. Accounting Officers are responsible to Parliament and the principal Accounting Officer of the sponsor Department for the resources under their control. The essence of the role is a personal responsibility for the propriety and regularity of the public finances for which they are answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance; and for the efficient and effective use of all the resources in their charge. The Accounting Officer has a responsibility to see that appropriate advice is made available to the Commission on all these matters. Satisfactory performance of these responsibilities is fundamental to the role of the Chief Executive.
- 17.3 More detailed guidance on the role of an Accounting Officer is set out in the Treasury's publication 'Managing Public Money'. All Commissioners should ensure that they have a copy of this document.
- 17.4 The Chief Executive should establish an effective working relationship with the Chief Commissioner, informing and consulting her/him on key developments in a timely manner and seeking advice and support as appropriate, including advice and support in her or his role.
- 17.5 An effective relationship between Commissioners and the Commission staff should be characterised by openness and integrity. This will be largely defined through the synergy between the Chief Commissioner and the Chief Executive. The Chief Executive has overall responsibility for delivering the

Commission's strategic objectives approved by Commissioners, and collective and corporate leadership for the efficient business planning and overall delivery and operation of the Commission.

- 17.6 Further details of the responsibilities of the Chief Executive are set out in paragraphs 14.1-14.9 of the framework document.

## **18. Audit and Risk Management Committee**

- 18.1 The Commission has established an Audit and Risk Management Committee. The Committee consists of Commissioners and is chaired by an external member recruited through open competition, who has experience of governance and financial matters. It is envisaged that the Accounting Officer will normally attend all meetings of the Committee, unless, exceptionally, her/his own performance is being discussed.
- 18.2 The Audit and Risk Management Committee reports to the Commission and is independent of the senior management team of the Commission.
- 18.3 The Commission, through the Audit and Risk Management Committee will establish and maintain arrangements for internal audit in accordance with the Public Sector Internal Audit Standards.

## **19. Public comment**

- 19.1 The Chief Commissioner is the official media spokesperson for the Commission. In the absence of the Chief Commissioner, her/his designate is authorised to act as spokesperson for the Commission within agreed policy positions. All communications by Commissioners on behalf of the Commission with the media should be agreed with the Chief Commissioner or, in her/his absence, the Chief Executive or the Director of Communications and Education.
- 19.2 Commissioners require the express permission of the Chief Commissioner to represent the Commission in dealings with outside individuals or bodies and must report back to the Commission on all such dealings.

- 19.3 When Commissioners are asked by the media to participate in a personal or professional capacity, they should make it clear that they are not commenting on behalf of the Commission and that the public comment cannot be seen as compromising their ability to carry out their role within the Commission in an unbiased and apolitical manner. This applies equally, where Commissioners are invited in a personal or professional capacity to participate in a conference, seminar, meeting or other external event.

## **20. Non-compliance: Process for investigations**

- 20.1 If an incident occurs where there may be a breach of the Code, or if there is an allegation of a breach by a Commissioner, it will be referred to the Chief Commissioner in the first instance for informal resolution. If the incident or allegation involves the Chief Commissioner, the Chief Executive will intervene to seek an informal resolution. If informal resolution is not appropriate, or does not prove possible, the incident or allegation will then be referred for formal investigation by an independent person. The Chief Commissioner, or the Chief Executive in the case of the Chief Commissioner, will require details of any alleged contravention of the Code in writing in order to determine whether there is sufficient evidence of a potential breach of the Code as to warrant investigation.
- 20.2 Where the Chief Commissioner has commissioned an independent investigation, s/he will receive the report and decide whether it should be forwarded to the Secretary of State for Northern Ireland for a decision.
- 20.3 Where there is, following an investigation, an allegation of a breach of the Code of Governance by the Chief Commissioner, the independent Chair of the Audit and Risk Management Committee together with a panel of two Commissioners will receive the report and determine whether it should be forwarded to the Secretary of State for a decision.
- 20.4 The Secretary of State for Northern Ireland may remove a Commissioner in accordance with the terms and conditions of her/his appointment, if they are considered unable or unfit to discharge the functions of a Commissioner. This includes failing to perform the duties required of a Commissioner to the standards expected of persons who hold public office and

failing to meet their obligations and responsibilities as described in this document.

## **21. Arrangements for review**

- 21.1 Any queries relating to the application of this Code should be directed to the Chief Executive.
- 21.2 This Code will be reviewed by Commissioners at least every three years, in conjunction with a review of Standing Orders, to ensure it continues to meet the needs of the Commission or as authorised by the Commission.

## Appendix 1

# STANDING ORDERS FOR COMMISSION MEETINGS

## Introduction

1. These Standing Orders (SOs) have been prepared to ensure the effective and efficient conduct of business at meetings of the Commission (Board meetings). The procedures also apply to committees, amended as appropriate.
2. Commissioners shall be bound by the Code of Governance and the policies pertaining to their role and function, and shall undertake training provided by the Commission in respect of their corporate governance role. Commissioners shall act in a professional manner in carrying out their roles and responsibilities and have a duty to work in the best interests of the Commission regardless of sex, race, colour, language, religion, political or other opinion, national or social origin, association with a national minority, properly, birth or other status.
3. Commissioners shall be aware that they are bound by the provisions of legislation. Particular attention is drawn to Section 75 of the Northern Ireland Act (1998), Freedom of Information Act (2000) and Data Protection Act (1998).

## Chairing meetings

4. The Chief Commissioner will normally chair Board meetings. In the absence of the Chief Commissioner at a Board meeting, the Commissioners present will appoint, by a simple majority, one of their number to act on behalf of the absent Chief Commissioner.
5. It shall be the responsibility of the Chief Commissioner, or in the Chief Commissioner's absence, the Commissioner presiding, to:
  - maintain order in the meeting
  - decide the order in which Commissioners and staff shall speak ensuring that all views are fairly represented
  - ensure that all the agenda items are addressed in the most efficient and effective way, whilst encouraging participation



- decide, where necessary, the order in which agenda items will be taken
- direct a Commissioner or other attendee to modify their behaviour or leave the meeting (as appropriate) if, in the opinion of the Chairperson, it is necessary to do so to maintain order, and
- adjourn the meeting if in the Chairperson's view this is necessary, for whatever period of time the Chairperson thinks is appropriate.

## **Membership and attendance**

6. Attendance at Board meetings will normally be limited to Commissioners, the Chief Executive and staff requested to attend by the Chief Executive. The Commission, through the Chief Executive, can request the attendance of staff as appropriate. The Commission may also invite, through the Chief Executive, other persons to attend its meetings or parts thereof.
7. The Chair of the Audit and Risk Management Committee can through the Chief Executive, request the attendance of staff as appropriate. The Chair of the Audit and Risk Management Committee, through the Chief Executive, can also invite the attendance of other persons at Audit and Risk Management Committee meetings or parts thereof.
8. Commissioners are expected to attend as many meetings as is reasonably practicable. Attendance is defined as attending for more than half of the agenda items tabled for discussion at the meeting. Attendance will be recorded in the minutes of meetings and each Commissioner's attendance record will be published. The Chief Commissioner will inform the Secretary of State for Northern Ireland if, without good reason, a Commissioner is absent from three consecutive Board meetings. The contribution and performance at meetings by individual Commissioners will be reviewed in an annual appraisal by the Chief Commissioner.

## **Frequency of meetings**

9. The Commission will normally meet formally as a Board on a monthly basis.
10. The Commission will issue an annual schedule of Board meetings.

11. Except for residential events (see below), meetings will normally be held during office hours to demonstrate the Commission's commitment to work / life balance considerations. Reasonable adjustments (for example, to overcome the effects of disability, to fulfil caring responsibilities, etc) will be made to enable Commissioners to participate fully in meetings.
12. The Chief Commissioner may convene additional 'special' Board meetings as deemed necessary. Such special meetings will normally be arranged during an ordinary meeting, but may be called at any time by the Chief Commissioner, or if the Chief Commissioner receives a request to that end from a majority of the other Commissioners.
13. The Commission will normally hold its ordinary and special Board meetings at its own premises in Belfast (Alfred Street). Overnight residential events may be used to enable extensive discussions to take place.
14. More than 50% of Commissioners must be present at the meeting or attending by telephone or through other technology for a Board meeting to be deemed quorate.

## **Agendas, papers and minutes**

15. The agenda for Board meetings, and reports and discussion papers, will be prepared by, or at the request of the Chief Commissioner, and will normally be available to all Commissioners, together with relevant papers, no later than five working days before the date of the meeting. Where an item has been added to the agenda fewer than five days prior to a meeting, and is of a matter of particular significance, consideration should be given to the time afforded to Commissioners to make an informed decision before deciding the issue.
16. Matters that Commissioners wish to have included in the agenda for a Board meeting should normally be notified to the Chief Commissioner at least 10 working days before the meeting, although late or urgent matters and any relevant papers may be raised at the meeting provided there is consensus at the meeting that the matter and/or paper should be discussed at that meeting.
17. Matters relating to the conduct of individual staff shall not be discussed at any Board meeting other than a disciplinary, grievance or other meeting properly convened for that purpose in accordance

with the appropriate procedures, unless in exceptional circumstances when it is necessary and proper to do so. Any confidential matters relating to staff will be recorded in the minutes of a closed Board meeting.

18. The written comments of any Commissioner unable to be present at a Board meeting will, at the request of the Commissioner, be circulated by the Chief Commissioner or Chief Executive to all Commissioners attending the meeting.
19. The Chief Commissioner will request a member of the Commission's staff to keep the minutes of Commission meetings.
20. The minutes of meetings will record all decisions made and the reason(s) for such decisions. Where a Commissioner has a strong objection to a decision, at their request, the Commissioner may have her/his dissent from that decision recorded in the minutes.
21. Any amendments to the draft minutes of a Board meeting will be proposed at the next Board meeting before the minutes are considered for adoption. Matters arising from the minutes, other than matters listed elsewhere on the agenda for the meeting, will be taken immediately after the minutes have been adopted.
22. Once the minutes of Board meetings have been adopted, they will be published on the NIHRC website subject to the provisions of the FOI Act 2000 and the GDPR 2018.
23. All reports for decision must be sent in advance to the Chief Executive for financial and legal observations, which shall be included in reports, before submission to Board meetings.

## **Decision-making**

24. The Commission operates on the basis of collective responsibility. All Commissioners should agree to abide by and implement decisions taken at Board meetings.
25. The Commission will strive to reach decisions by consensus on points discussed at meetings. 'Consensus' means that all Commissioners taking part in the discussion accept the proposed decision. If, after thorough discussion consensus is not reached the Chairperson will rule in favour of the majority view.
26. Decisions to be made by the Commission will only proceed to a vote if necessary. A Commissioner who is not present at the meeting, nor

attending by telephone or through other technology, at the time a vote is taken is not entitled to have their vote counted. Where a vote is taken, and the result is tied, the Chairperson will have the casting vote, which must be cast in favour of the status quo.

27. A matter which has been agreed at an ordinary or special Board meeting will not be re-opened within three months at a subsequent ordinary or special Board meeting, unless a majority of the Commissioners attending the subsequent meeting so agree.
28. The nature of the deliberations of the Commission at ordinary and special Board meetings will not be disclosed outside the Commission by Commissioners, except for what is made available to the public through the minutes of Commission meetings. Commissioners are required to maintain confidentiality in respect of information relating to the Commission's business, unless disclosure is expressly authorised by the Commission.
29. The Chief Executive is required to escalate high risk and / or high impact issues for the timely attention and consideration of the Board.
30. Where, in the opinion of the Chief Commissioner, and considering advice from the Chief Executive, significant operational or other matters require approval by the Board between meetings, papers may be circulated for approval by correspondence, using the Resolutions in Writing procedure.
31. A Resolution in Writing shall be supported by a report from the Chief Executive or in her/his absence the relevant Director on the issues for decision by the Board.
32. In order for a decision to be taken under this procedure, a Resolution in Writing in identical terms must be considered and consented to by a simple majority of all Commissioners who would have been entitled to vote on the subject of such resolution, as if it had been proposed at a meeting duly convened and held for that purpose.
33. No amendments may be made to a resolution considered under this procedure. For a decision to be validly taken under this procedure, a quorum of Commissioners must indicate whether they consent to the proposed resolution or objects to it or wishes to abstain. The Commissioner's wishes (consent, objection or abstention) will be recorded in the minutes of the next scheduled meeting of the Commission.

34. The Resolutions in Writing procedure may not be used to revoke or substantively vary the Governance Framework or any decision reserved to the Board.

## **Challenge**

35. A ruling of the Chairperson shall only be challenged if a majority of the Commissioners who are present and voting agree that the challenge should be heard. The Commissioner offering the challenge shall speak in favour and the Chairperson against. No one else may speak. A challenge to the Chairperson's ruling shall be deemed to have been carried if more than two-thirds of those members present vote in favour.

## **Openness and transparency**

36. The Commission operates on the basis of openness and transparency. All papers and reports tabled, unless covered by an exemption under the Freedom of Information Act or the General Data Protection Regulation (GDPR), will be available for access by the public. All papers and reports prepared for the Commission by Commissioners, staff, or its consultants and advisers, will be the property of the Commission.

## **Registering and declaring interests**

37. The Commission will maintain a register, available for inspection by the general public, of the interests of Commissioners. The register will be updated annually, although Commissioners are obliged to notify the Commission of significant changes in their interests as soon as they occur.
38. If a matter arises at an ordinary or special Board meeting in which a Commissioner or any other person present at the meeting has a financial or professional interest, that interest will be declared and recorded in the minutes of the meeting. Normally, the person in question will take no further part in the discussion of that matter and, where appropriate, will leave the room.
39. In the event of the Chairperson having a conflict of interest, or alleged to have a conflict of interest, with an item under discussion, the chair will be reassigned for the duration of that discussion to another Commissioner.

## **Committees and working groups of the Commission**

40. The Commission can decide to establish one or more committees or, where appropriate, working groups, to further the purposes of the Commission. The terms of reference of each committee will be approved by the Commission.
41. The Commission can invite persons who are not Commissioners to attend committees and working groups as appropriate.
42. The minutes of committee meetings and, where relevant, working groups, once approved, will be noted at the following Board meeting.

## **Urgent actions**

43. Any urgent matter requiring a Commission decision between Board meetings, which is outside the delegated authority of the Chief Executive, must be referred by her/him to the Chief Commissioner for action. In the absence of the Chief Commissioner, action can only be taken where any such matter involves reputational or financial risk to the Commission and it is not possible to convene a special Board meeting of the Commission, in which case the Chief Commissioner may take action, but must consult with at least two Commissioners.

## **Making, altering and suspending Standing Orders**

44. These Standing Orders and any alteration or amendment to them will require the agreement of at least two-thirds of the total cohort of Commissioners.
45. Any proposal to suspend one or more of the Standing Orders for a specified purpose at a Commission meeting will be carried if supported by at least two-thirds of the Commissioners attending the meeting.

## **Interpreting Standing Orders**

46. The Chairperson's ruling on the interpretation of the Standing Orders will prevail unless she/he is overruled at an ordinary or special Board meeting by at least two-thirds of the Commissioners attending the meeting.

47. In the event of any situation arising not being covered by the Standing Orders, then the Chairperson shall rule on the procedure to be adopted. Such ruling shall be subject to the approval of at least two-thirds of the Commissioners attending the meeting.

## Appendix 2

### STATUTORY AUTHORITY

#### *Extract from the Northern Ireland Act 1998*

#### **Functions of the Commission**

69. (1) The Commission shall keep under review the adequacy and effectiveness in Northern Ireland of law and practice relating to the protection of human rights.
- (2) The Commission shall, before the end of the period of two years beginning with the commencement of this section, make to the Secretary of State such recommendations as it thinks fit for improving –
- (a) its effectiveness;
  - (b) the adequacy and effectiveness of the functions conferred on it by this Part; and
  - (c) the adequacy and effectiveness of the provisions of this Part relating to it.
- (3) The Commission shall advise the Secretary of State and the Executive Committee of the Assembly of legislative and other measures which ought to be taken to protect human rights –
- (a) as soon as reasonably practicable after receipt of a general or specific request for advice; and
  - (b) on such other occasions as the Commission thinks appropriate.
- (4) The Commission shall advise the Assembly whether a Bill is compatible with human rights –
- (a) as soon as reasonably practicable after receipt of a request for advice; and
  - (b) on such other occasions as the Commission thinks appropriate.



- (5) The Commission may –
- (a) give assistance to individuals in accordance with section 70; and
  - (b) bring proceedings involving law or practice relating to the protection of human rights.
- (6) The Commission shall promote understanding and awareness of the importance of human rights in Northern Ireland; and for this purpose it may undertake, commission or provide financial or other assistance for-
- (a) research; and
  - (b) educational activities.
- (7) The Secretary of State shall request the Commission to provide advice of the kind referred to in paragraph 4 of the Human Rights section of the Belfast Agreement.
- (8) For the purpose of exercising its functions under this section the Commission may conduct such investigations as it considers necessary or expedient.
- (a) the Commission shall publish a report of its finding on an investigation
- (9) The Commission may decide to publish its advice and the outcome of its research and investigations.
- (10) The Commission shall do all that it can to ensure the establishment of the committee referred to in paragraph 10 of that section of that Agreement.
- (a) For functions of the Commission in relation to Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement (rights of individuals), see sections 78A to 78E.
- (11) In this section –
- (a) a reference to the Assembly includes a reference to a committee of the Assembly;
  - (b) “human rights” includes the Convention rights.

## **Assistance by the Commission**

70. (1) This section applies to –
- (a) proceedings involving law or practice relating to the protection of human rights which a person in Northern Ireland has commenced, or wishes to commence; or
  - (b) proceedings in the course of which such a person relies, or wishes to rely, on such law or practice.
- (2) Where the person applies to the Northern Ireland Human Rights Commission for assistance in relation to proceedings to which this section applies, the Commission may grant the application on any of the following grounds –
- (a) that the case raises a question of principle;
  - (b) that it would be unreasonable to expect the person to deal with the case without assistance because of its complexity, or because of the person's position in relation to another person involved, or for some other reason;
  - (c) that there are other special circumstances which make it appropriate for the Commission to provide assistance.
- (3) Where the Commission grants an application under subsection (2) it may –
- (a) provide, or arrange for the provision of, legal advice;
  - (b) arrange for the provision of legal representation;
  - (c) provide any other assistance which it thinks appropriate.
- (4) Arrangements made by the Commission for the provision of assistance to a person may include provision for recovery of expenses from the person in certain circumstances.

## **Protections deriving from EU withdrawal agreement**

### **Functions in relation to EU withdrawal agreement**

- 78A.(1) The Northern Ireland Human Rights Commission must monitor the implementation of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement (rights of individuals).
- (2) The Commission must report to the Secretary of State and the Executive Office in Northern Ireland on the implementation of Article 2(1)—
- (a) as soon as reasonably practicable after receipt of a general or specific request for such a report, and
  - (b) on such other occasions as the Commission thinks appropriate.
- (3) A report under subsection (2) may require the Secretary of State or the Executive Office in Northern Ireland to reply in writing to any recommendations contained in the report, explaining what steps have been taken or are planned in response to the recommendations.
- (4) On receiving a report under subsection (2)—
- (a) the Secretary of State must lay a copy of it before Parliament, and
  - (b) the Executive Office in Northern Ireland must lay a copy of it before the Assembly.
- (5) The Commission must advise the Secretary of State and the Executive Committee of the Assembly of legislative and other measures which ought to be taken to implement Article 2(1)—
- (a) as soon as reasonably practicable after receipt of a general or specific request for advice, and
  - (b) on such other occasions as the Commission thinks appropriate.
- (6) The Commission must advise the Assembly (or a committee of the Assembly) whether a Bill is compatible with Article 2(1)—

- (a) as soon as reasonably practicable after receipt of a request for advice, and
  - (b) on such other occasions as the Commission thinks appropriate.
- (7) The Commission must promote understanding and awareness of the importance of Article 2(1); and for this purpose it may undertake, commission or provide financial or other assistance for—
- (a) research, and
  - (b) educational activities.
- (8) The Commission may decide to publish its advice and the outcome of its research.
- (9) The Commission may, for the purposes of Article 14(c) of the Protocol, bring any appropriate matters to the attention of the Specialised Committee referred to in that Article.

### **Power of Commission to bring, or intervene in, legal proceedings**

- 78C (1) The Northern Ireland Human Rights Commission or Equality Commission for Northern Ireland may—
- (a) bring judicial review proceedings in respect of an alleged breach (or potential future breach) of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement;
  - (b) intervene in legal proceedings, whether for judicial review or otherwise, in so far as they relate to an alleged breach (or potential future breach) of Article 2(1).
- (2) Subsection (1)(a) does not create a cause of action.

### **Power of Commission to assist persons in legal proceedings**

- 78D (1) This section applies to proceedings or proposed proceedings by a person in respect of an alleged breach (or potential future breach) of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement.
- (2) Where the person applies to the Northern Ireland Human Rights Commission, or the Equality Commission for Northern Ireland, for assistance in relation to the proceedings, the Commission

may grant the application, so far as it relates to the alleged breach (or potential future breach) of Article 2(1), on any of the following grounds—

- (a) that the case raises a question of principle;
  - (b) that it would be unreasonable to expect the person to deal with the case without assistance because of its complexity, or because of the person's position in relation to another person involved, or for some other reason;
  - (c) that there are other special circumstances which make it appropriate for the Commission to provide assistance.
- (3) Where an application under subsection (2) is granted, the Commission in question may—
- (a) provide, or arrange for the provision of, legal advice;
  - (b) arrange for the provision of legal representation;
  - (c) provide any other assistance which it thinks appropriate.
- (4) Arrangements made under this section for the provision of assistance to a person may include provision for recovery of expenses from the person in certain circumstances

***Extract from the Justice and Security (Northern Ireland) Act 2007***

**Powers of the Commission**

14. Legal proceedings

- (2B) In relation to the Commission's instituting, or intervening in, human rights proceedings –
- (a) the Commission need not be a victim or potential victim of the unlawful act to which the proceedings relate,
  - (b) section 7(3) and (4) of the Human Rights Act 1998 (c 42) (breach of Convention rights; sufficient interest, &c) shall not apply.
  - (c) the Commission may act only if there is or would be one or more victims of the unlawful act, and

- (d) no award of damages may be made to the Commission (whether or not the exception in section 8(3) of that Act applies).

15. Investigations: evidence

- (1) For the purpose of an investigation under section 69(8) the Commission may by notice in writing require a person –
  - (a) to provide information in his possession
  - (b) to produce documents in his possession, or
  - (c) to give oral evidence.

16 Investigations: access to prisons

- (1) For the purpose of an investigation under section 69(8) a person authorised in writing by the Commission may enter a specified place of detention in Northern Ireland on one or more occasions during a specified period.

## Appendix 3



Cabinet Office

June 2019

# Code of Conduct for Board Members of Public Bodies



## Foreword

The Government expects all holders of public office to work to the highest personal and professional standards. In support of this, all non-executive board members of UK public bodies must abide by the principles set out in this Code of Conduct. The Code sets out, clearly and openly, the standards expected from those who serve on the boards of UK public bodies and should form part of individual members' terms and conditions of appointment. It also makes clear that harassing, bullying or other inappropriate or discriminatory behaviour is not consistent with what is expected of a board member of UK public bodies and will not be tolerated. Any breach of the Code should be viewed as a breach of the terms of appointment.

The principles set out in this code apply to all non-executive members on the boards of government departments, non-ministerial departments, executive agencies, non-departmental public bodies (NDPBs) and national public corporations.

The Code complements a public body's governing documents (legislation, memorandum and articles of association, royal charter) and any administrative documents (framework agreements, memoranda of understanding) which may set out the responsibilities and obligations of its board members. The Code's provisions must be observed alongside the provisions set out in these documents.

This Code replaces the Code of Conduct for Board Members of Public Bodies issued by the Cabinet Office in 2011. This Code can be found online at <https://www.gov.uk/public-bodies-reform>

In the first instance any propriety and ethics issues should be raised with the senior responsible official within your sponsoring department, or the Permanent Secretary as necessary. If additional advice is required, any questions should be directed to the Cabinet Office on: [pbpropriety@cabinetoffice.gov.uk](mailto:pbpropriety@cabinetoffice.gov.uk)



## 1. Introduction

As a public office holder, your behaviour and actions must be governed by the principles set out in this Code of Conduct. It is your responsibility to ensure that you are familiar with, and comply with, all the relevant provisions of the Code.

## 2. Key principles of public life

2.1 The key principles upon which this Code of Conduct is based are the Seven Principles of Public Life.<sup>1</sup> These are:

### **Selflessness**

Holders of public office should act solely in terms of the public interest.

### **Integrity**

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

### **Objectivity**

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

### **Accountability**

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

### **Openness**

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

### **Honesty**

Holders of public office should be truthful.

### **Leadership**

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly

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<sup>1</sup> <https://www.gov.uk/government/publications/the-7-principles-of-public-life>

support the principles and be willing to challenge poor behaviour when it occurs.

2.2 These principles should inform your actions and decisions as a board member.

### **3. General Conduct**

#### **Use of Public Funds<sup>2</sup>**

3.1 You have a duty to ensure the safeguarding of public funds<sup>3</sup> and the proper custody of assets which have been publicly funded.

3.2 You must carry out these obligations responsibly – that is, take appropriate measures to ensure that the body uses resources efficiently, economically and effectively, avoiding waste and extravagance. It will always be an improper use of public funds for public bodies to employ consultants or other companies to lobby Parliament, Government or political parties.

#### **Allowances**

3.3 You must comply with the rules set by the board and the public body regarding remuneration, allowances and expenses. It is your responsibility to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

#### **Gifts and Hospitality**

3.4 You must not accept any gifts or hospitality which might, or might reasonably appear to, compromise your personal judgement or integrity or place you under an improper obligation.

3.5 You must never canvass or seek gifts or hospitality.

3.6 You must comply with the rules set by the body on the acceptance of gifts and hospitality. You should inform the Chief Executive (or equivalent) of any offer of gifts or hospitality and ensure that, where a gift or hospitality is accepted, this is recorded in a public register in line with the rules set by the body.

3.7 You are responsible for your decisions on the acceptance of gifts or hospitality and for ensuring that any gifts or hospitality accepted can stand up to public scrutiny and do not bring your public office and the public body into disrepute.

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<sup>2</sup> For more guidance on how to handle public funds, please refer to Managing Public Money <https://www.gov.uk/government/publications/managing-public-money>

<sup>3</sup> This should be taken to include all forms of receipts from fees, charges and other sources.

## **Use of Official Resources**

3.8 You must not misuse official resources<sup>4</sup> for personal gain or for political purposes. Deployment of such resources must be in line with the body's rules on their usage.

## **Use of Official Information**

3.9 You must not misuse information gained in the course of your public service for personal gain or for political purpose.<sup>5</sup>

3.10 You must not disclose any information which is confidential in nature or which is provided in confidence without authority. This duty continues to apply after you have left the board.

## **Political Activity**

3.11 In your public role, you should be, and be seen to be, politically impartial. You should not occupy a paid party political post or hold a particularly sensitive or high-profile role in a political party. You should abstain from all controversial political activity and comply with the principles set out in Cabinet Office rules on attendance at party conferences<sup>6</sup> and on conduct during the period prior to elections and referendums, whether local or national.<sup>7</sup>

3.12 On matters directly related to the work of the body, you should not make political statements or engage in any other political activity.

3.13 You should inform the Chair, Chief Executive and/or the parent/sponsor department before undertaking any significant political activity. Subject to the above, you may engage in political activity but should, at all times, remain conscious of your responsibilities as a board member and exercise proper discretion.

3.14 If you are an MP, [MEP<sup>8</sup>], member of the House of Lords, member of a devolved legislature, directly elected mayor, local councillor or police and crime commissioner, you are exempt from these requirements. There is no bar on such representatives taking a political party whip relating to their political role. You must exercise proper discretion on matters directly related to the work of the body and recognise that certain political activities may be incompatible with your role as a board member. You

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<sup>4</sup> This includes facilities, equipment, stationery, telephony and other services.

<sup>5</sup> Board members who misuse information gained by virtue of their position may be liable for breach of confidence under common law or may commit a criminal offence under insider dealing legislation

<sup>6</sup> [www.gov.uk/government/publications/civil-servants-and-party-conferences-guidance](http://www.gov.uk/government/publications/civil-servants-and-party-conferences-guidance)

<sup>7</sup> [www.gov.uk/government/publications/election-guidance-for-civil-servants](http://www.gov.uk/government/publications/election-guidance-for-civil-servants)

<sup>8</sup> For the period which the UK remains a member of the European Union.

should not allow yourself to become embroiled in matters of political controversy.

3.15 In your official capacity, you should be even-handed in all dealings with political parties.

### **Employment and Appointments**

3.16 If you wish to take up additional employment or appointments during your term of office, you must inform the Chair and/or the relevant parent department in advance, and allow them the opportunity to comment. Care should be taken if you accept additional public appointments to ensure that you are not being paid twice from the public purse for the same time.

3.17 On leaving office, you must comply with the rules of the body on the acceptance of future employment or appointments. Each body should have its own rules on this.

## **4. Conflicts of Interests**

4.1 When accepting an appointment to the public body you should consider if any conflicts of interest arise from your private interests or by virtue of any other roles you hold. You should consider, with advice from the appointing department how these should best be managed, and agree these with the organisation.

4.2 You must ensure that no conflict arises, or could reasonably be perceived to arise, between your public duties and your private interests, financial or otherwise.

4.3 You must comply with the rules of the body on handling conflicts of interests. As a minimum, these will require you to declare publicly, usually in the body's register of interests, any private financial or non-financial interests of your own, or of close family members, which may, or may be perceived to, conflict with your public duties.<sup>9</sup> The rules will also require you to remove yourself from the discussion or determination of matters in which you have a financial interest. In matters in which you have a non-financial interest, you should not participate in the discussion or determination of a matter where the interest might suggest a danger of bias.<sup>10</sup>

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<sup>9</sup> In general, all financial interests should be declared. When considering what non-financial interests should be declared, you should ask yourself whether a member of the public, acting reasonably, would consider that the interest in question might influence your words, actions or decisions.

<sup>10</sup> These are common law provisions.

4.4 It is your responsibility to ensure that you are familiar with the body's rules on handling conflicts of interests, that you comply with these rules and that your entry in the body's public register of members' interests is accurate and up-to-date.

## **5. Responsibilities as a board member, including non-executive chairs**

5.1 You should play a full and active role in the work of the body. You should fulfil your duties and responsibilities responsibly and, at all times, act in good faith and in the best interests of the body.

5.2 You should promote an inclusive and diverse culture in the body and your actions should help create an environment where different perspectives and backgrounds are encouraged and valued.

5.3 You should deal with the public and their affairs fairly, efficiently, promptly, effectively and sensitively, to the best of your ability. You must not act in a way that unjustifiably favours or discriminates against particular individuals or interests.

5.4 You must not harass, bully or act inappropriately towards or discriminate towards others. Such behaviour is not consistent with what is expected of you as a board member and will not be tolerated.

5.5 You must comply with any statutory or administrative requirements relating to your post.<sup>11</sup>

5.6 You should respect the principle of collective decision-making and corporate responsibility. This means that, once the board has made a decision, you should support that decision.<sup>12</sup>

5.7 You must not use, or attempt to use, the opportunity of public service to promote your personal interests or those of any connected person, firm, business or other organisation.

5.8 You must inform the sponsor department of the body of any bankruptcy, current police investigation, unspent criminal conviction or disqualification as a company director in advance of appointment, or should any such instances occur during your appointment.

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<sup>11</sup> In the case of a body incorporated under the Companies Act <https://www.legislation.gov.uk/ukpga/2006/46/contents> or the Companies (Northern Ireland) Order <http://www.legislation.gov.uk/nisi/1986/1032>, you will also be subject to the duties of directors under company law. In the case of a body that has charitable status, you will also be subject to the duties of trustees under charities law

<sup>12</sup> This does not apply to departmental non-executive board members, whose role is to advise and challenge the board and department.

5.9 You must also inform the sponsor department of the body of any change in your circumstances which results in you becoming bankrupt, subject to a police investigation, convicted of a criminal offence or disqualified from being a company director.

5.10 You have additional responsibilities as the chair of the body in leading the board/body and in ensuring that the principles covered in the Codes of Conduct for Board Members and Staff (where applicable) are upheld.

## **6. Responsibilities towards employees**

6.1 You will treat any staff employed by the body with courtesy and respect. It is expected that employees will show you the same consideration in return.

6.2 You will not ask or encourage employees to act in any way which would conflict with their own Code of Conduct.

## **7. Social media**

7.1 Social media is a public forum and the same considerations, including the provisions of this Code, apply as would to speaking in public or writing something for publication, either officially or in a personal capacity. When engaging with social media you should at all times respect confidentiality, financial, legal and personal information.

7.2 Where any personal social media accounts used by you make reference or link to your public role, you should take care to ensure that it is clear in what capacity you are acting.

## **8. Raising concerns**

8.1 You should ensure that the body has an open, transparent and safe working environment where employees feel able to speak up and raise concerns, and complaints procedures are clearly communicated to them.

8.2 If you have a concern about a possible breach of this Code, a concern that you or any staff of the body are being asked to act in contravention of their own code of conduct, or a concern about misconduct or wrongdoing in any other areas, then you have a responsibility to raise that internally with the chair of the body or the Permanent Secretary of the sponsor department as appropriate.



Northern  
Ireland  
Office

## Appendix 4



NORTHERN  
IRELAND  
HUMAN  
RIGHTS  
COMMISSION

# Northern Ireland Human Rights Commission Framework Document

Revised: January 2023

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## **INTRODUCTION AND BACKGROUND**

### **1. Purpose of document**

1.1 This framework document has been agreed between the Northern Ireland Office (NIO) and the Northern Ireland Human Rights Commission (NIHRC) in accordance with HM Treasury's handbook *Managing Public Money (MPM)* as updated from time to time and has been approved by HM Treasury.

1.2 It sets out the broad governance framework within which the NIHRC and the NIO operates and documents the NIHRC's core responsibilities as well as the governance and accountability framework that applies between the NIO and NIHRC and how the day-to-day relationship between them works in practice including in relation to governance and financial matters.

1.3 The document does not convey any legal powers or responsibilities but both parties agree to operate within its terms.

1.4 References to the NIHRC include any subsidiaries or joint ventures that are classified to the public sector and central government for national accounts purposes. If the NIHRC establishes a subsidiary or joint venture, there shall be a document setting out the arrangements between it and the NIHRC agreed with the NIO.

1.5 Copies of the document and any subsequent amendments have been placed in the libraries of both Houses of Parliament and made available to members of the public on the NIHRC website and GOV.UK.

1.6 This framework document should be reviewed and updated at least every 3 years and immediately after any review of the NIHRC's status, unless there are exceptional reasons that render this inappropriate that have been agreed with HM Treasury and the Principal Accounting Officer of the sponsor department. The NIO will manage the provision of amendments, which will be agreed with the NIHRC. The latest date for review and updating of this document is 31 August 2025.

### **2. Objectives**

2.1 The NIO and the NIHRC share the common objective to promote awareness of the importance of human rights, to review law and practice and to advise the government what steps need to be taken to fully protect human rights in Northern Ireland. To achieve this, the NIHRC and the NIO will work together in recognition of each other's roles and areas of expertise, providing an effective environment for the NIHRC to achieve its objectives through the promotion of partnership and trust and ensuring that the NIHRC also supports the strategic aims and objective of the department and wider government as a whole.

### **3. Classification**

3.1 The NIHRC has been classified as a central government organisation by the ONS/HM Treasury Classifications Team.

3.2 It has been administratively classified by the Cabinet Office as a non-departmental public body (NDPB) of the NIO.

## **PURPOSES, AIMS AND DUTIES**

### **4. Purposes**

4.1 The NIHRC was provided for in the Belfast (Good Friday) Agreement and was formally established on 1 March 1999 to promote awareness of the importance of human rights, to review law and practice and to advise the government what steps need to be taken to fully protect human rights in Northern Ireland.

4.2 The Commission is also designated, with the Equality Commission, under the United Nations Convention on the Rights of Disabled Persons as the independent mechanism tasked with promoting, protecting and monitoring implementation of the Convention in Northern Ireland and engages with other National Human Rights Institutions in the United Kingdom on issues of common interest.

4.3 The NIHRC are jointly responsible with the Equality Commission for Northern Ireland for ensuring that Article 2 of the Northern Ireland Protocol is enforced in line with the UK Governments commitment to 'no diminution of rights, safeguards and equality of opportunity' in Northern Ireland.

### **5. Powers and Duties**

5.1 The NIHRC was established under the Northern Ireland Act 1998 (1998 Act), as amended by the Justice and Security (Northern Ireland) Act 2007 (2007 Act) and the European Union (Withdrawal Agreement) Act 2020.

5.2 The NIHRC's powers and duties are set out in detail in sections 69-70 of the 1998 Act, sections 14-16 of the 2007 Act and Schedule 3 of the 2020 Act.

5.3 The NIHRC is recognised at the United Nations as operating in compliance with the General Assembly resolution 48/134 (the 'Paris Principles'). The 'Paris Principles' list requirements to be met by a National Human Rights Institution. This includes having an infrastructure which is suited to the smooth conduct of its activities, in particular adequate funding. The purpose of this funding should be to enable it to have its own staff and premises, in order to be independent of the Government and not be subject to financial control which might affect its independence.

## 6. Aims

6.1 The NIHRC contributes to the delivery of the NIO's *Society* outcome which aims to support greater inclusion, tolerance, and openness in Northern Ireland.

6.2 As the National Human Rights Institution in Northern Ireland, the NIHRC statutory duties and functions include contributing to the monitoring of international human rights treaties in Northern Ireland. The core aspects of its daily operation are fundamental to fulfilling its mission. They are key to its compliance with the Paris Principles and the Nolan principles of ethical standards in public life. The statutory functions of the Commission in accordance with the Northern Ireland Act 1998 are:

- keeping under review the adequacy and effectiveness in Northern Ireland of law and practice relating to the protection of human rights;
- advising the Secretary of State and the Northern Ireland Executive of legislative and other measures which ought to be taken to protect human rights—as soon as reasonably practicable after receipt of a general or specific request for advice; and on such other occasions as the Commission thinks appropriate;
- advising the Northern Ireland Assembly whether legislative Bills are compatible with human rights;
- providing advice to the UK government and Westminster Parliament on matters affecting human rights in NI;
- conducting investigations on systemic human rights issues. To do so, we may enter places of detention, and can compel individuals and agencies to give oral testimony or to produce documents;
- promoting understanding and awareness of the importance of human rights in Northern Ireland. To do so, we may undertake or support research and educational activities;
- providing legal assistance to individuals and initiating strategic cases, including own motion legal challenges;
- monitoring the implementation of international human rights treaties and reporting to the United Nations and Council of Europe; and
- working in partnership with the Irish Human Rights and Equality Commission as mandated through the joint committee created in accordance with the Belfast (Good Friday) Agreement.

6.3 The NIHRC's statutory functions in accordance with the European Union (Withdrawal Agreement) Act 2020 are:

- monitoring the implementation of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement (rights of individuals);

- reporting to the Secretary of State and the Executive Office in Northern Ireland on the implementation of Article 2(1)—as soon as reasonably practicable after receipt of a general or specific request for such a report, and on such other occasions as the Commission thinks;
- advising the Secretary of State and the Executive Committee of the Assembly of legislative and other measures which ought to be taken to implement Article 2(1)—as soon as reasonably practicable after receipt of a general or specific request for advice, and on such other occasions as the Commission thinks appropriate;
- advising the Assembly (or a committee of the Assembly) whether a Bill is compatible with Article 2(1)—as soon as reasonably practicable after receipt of a request for advice, and on such other occasions as the Commission thinks appropriate;
- promoting understanding and awareness of the importance of Article 2(1); and for this purpose we may undertake, commission or provide financial or other assistance for—research, and educational activities;
- bringing any appropriate matters of relevance to Article 2(1) to the attention of the Specialised Committee on issues related to the implementation of the Protocol on Ireland/Northern Ireland established by Article 165 of the Withdrawal Agreement; and
- taking judicial review proceedings in respect of an alleged breach (or potential future breach) of Article 2(1) of the Protocol on Ireland/Northern Ireland in the EU withdrawal agreement; or intervening in legal proceedings, whether for judicial review or otherwise, in so far as they relate to an alleged breach (or potential future breach) of Article 2(1).

## **GOVERNANCE AND ACCOUNTABILITY**

### **7. Governance and Accountability**

7.1 The NIHRC shall operate corporate governance arrangements that, so far as practicable and in the light of other provisions of this framework document or as otherwise may be mutually agreed, accord with good corporate governance practice and applicable regulatory requirements and expectations.

7.2 In particular (but without limitation) the NIHRC should:

- comply with the principles and provisions of the *Corporate Governance in Central Government Departments Code of Good Practice* (as amended and updated from time to time) to the extent appropriate and in line with their statutory duties or specify and explain any non-compliance in its annual report;

- comply with *Managing Public Money*;
- have regard to the relevant Functional Standards, in particular those concerning Finance, Commercial and Counter Fraud, as appropriate; and
- take into account the codes of good practice and guidance set out in **Appendix 1** of this framework document, as they apply to ALBs.

7.3 In line with *Managing Public Money* Annex 3.1, the NIHRC shall provide an account of corporate governance in its annual governance statement including the Board's assessment of its compliance with the Code with explanations of any material departures. To the extent that the NIHRC does intend to materially depart from the code, the sponsor should be notified in advance.

## **ROLE OF THE DEPARTMENT**

### **8. The Responsible Minister**

8.1 The Secretary of State for Northern Ireland, is accountable to parliament for all matters concerning the NIHRC. They may delegate responsibility for day-to-day matters to the Minister of State for Northern Ireland (MoS).

8.2 The ministers' statutory powers in respect of the NIHRC include:

- appointing the Chief Commissioner and Commission members as specified in the Act;
- overseeing the policy and resources framework within which the NIHRC is required to operate; and
- paying the NIHRC such sums, through grant-in-aid, grant or other funds, as deemed appropriate for meeting the NIHRC's expenditure and securing Parliamentary approval.

### ***Appointments to the NIHRC***

8.3 The Chief Commissioner and Commissioners of the NIHRC are appointed by the Secretary of State for Northern Ireland (SoS) under Section 68(2) of the Northern Ireland Act 1998. These appointments are subject to the Public Appointments Order in Council and as such must comply with the Governance Code on Public Appointments.

8.4 The NIHRC Chief Commissioner and Commission members are appointed for a period of 5 years and 3 years respectively by the SoS. The Chief Executive is appointed by the Chief Commissioner in consultation and agreement with the Commissioners.

8.5 In line with best practice, the NIHRC should appoint an independent non-executive director to Chair the NIHRC's Audit and Risk Committee. Whoever is

appointed as Chair should have relevant experience and be able to provide support and constructive challenge to the NIHRC Board of Commissioners.

8.6 All such appointments should have regard to the principle that appointments should reflect the diversity of the society in which we live, and appointments should be made taking account of the need to appoint individuals with a balance of skills and backgrounds.

8.7 The minister is also responsible for:

- the policy framework within which the NIHRC operates;
- matters regarding spending approvals, acquisitions, disposals, and joint ventures in line with delegations as set out in the delegation letter; and
- such other matters as may be appropriate and proportionate.

## **9. The NIO Principal Accounting Officer**

9.1 The Principal Accounting Officer (PAO) is the Permanent Secretary of the NIO.

### ***Principal Accounting Officer's specific accountabilities and responsibilities***

9.2 The PAO of the NIO designates the Chief Executive as the NIHRC's Accounting Officer (AO) and ensures they are fully aware of their responsibilities. The AO's responsibilities and delegated authorities are set out in the letter of appointment from the PAO.

9.3 The respective responsibilities of the PAO and AO's are set out in Chapter 3 of *Managing Public Money*.

9.4 The PAO is accountable to Parliament for the issue of any grant-in-aid to the NIHRC.

9.5 The PAO is also responsible for advising the responsible minister on:

- how the NIHRC's strategic aims and objectives contribute to the wider strategy and priorities of the NIO;
- an appropriate budget for the NIHRC in light of the sponsor department's overall public expenditure priorities;
- how well the NIHRC is achieving its strategic objectives and whether it is delivering value for money; and
- the exercise of the minister's statutory responsibilities concerning the NIHRC as outlined above.

9.6 The PAO, via the sponsorship team, is also responsible for ensuring arrangements are in place in order to:

- monitor the NIHRC's activities on a continuing basis;
- address significant problems in the governance or management of the NIHRC, making such interventions as are judged necessary;
- support the development of positive and effective working relationships between the NIHRC and the NIO, ensuring that the stewardship relationship is tailored and proportionate to the needs of both organisations;
- periodically, and at such frequency as is proportionate to the level of risk, carry out an assessment of the risks both to the NIO and NIHRC objectives and activities in line with the wider departmental risk assessment process;
- inform the NIHRC of relevant new or revised government policies in a timely manner; and
- bring concerns about the activities of the NIHRC to the Chief Executive, requiring explanations and assurances that appropriate action has been taken.

## **10. The Role of the NIO Sponsorship Team**

10.1 The senior sponsor in the NIO is the Deputy Director of the Constitutional and Rights Policy Group who is the primary contact for the NIHRC. The sponsor is the main source of advice and support to the responsible minister and the PAO on the discharge of their responsibilities in respect of the commission. The sponsor oversees the working relationship between the NIO and the NIHRC and, with other NIO teams, secures the necessary financial, management and operational information required to monitor the NIHRC's performance.

10.2 Accountability meetings will take place at least quarterly between the sponsor and the NIHRC to discuss financial management and progress against the NIHRC's strategic aims and objectives.

## **11. Resolution of disputes between the NIHRC and the NIO**

11.1 Any disputes between the NIO and the NIHRC will be resolved in as timely a manner as possible. The NIO and the NIHRC will seek to resolve any disputes through an informal process in the first instance. If this is not possible, then a formal process, overseen by the senior sponsor, will be used to resolve the issue. Failing this, the senior sponsor will ask the relevant policy director to oversee the dispute. They may then choose to ask the Permanent Secretary to nominate a non-executive member of the department's Board to review the dispute, mediate with both sides and reach an outcome in consultation with the Secretary of State.

## **12. Freedom of Information Requests**

12.1 Where a request for information is received by either party under the Freedom of Information Act 2000 or the Data Protection Act 1998 or 2018, the party receiving the request will consult with the other party prior to any disclosure of information that may affect the other party's responsibility.

12.2 The NIHRC will maintain a central monitoring record of FOI and DPA requests received and answered. The NIO may require this information for inclusion in departmental statistical returns.

## **13. Reporting on legal risk and litigation**

13.1 The NIHRC shall notify the sponsor of the existence of any active litigation brought against the NIHRC and any threatened or reasonably anticipated litigation. The parties acknowledge the importance of ensuring that legal risks are communicated appropriately to the sponsor in a timely manner.

13.2 In respect of each substantial piece of litigation involving the NIHRC as set out in 13.1, the parties will agree a litigation protocol which will include specific provisions to ensure appropriate and timely reporting on the status of the litigation and the protection of legally privileged information transmitted to the sponsor to facilitate this. Until such time as a protocol is agreed, the parties will ensure that:

- material developments in the litigation are communicated to the sponsor in an appropriate and timely manner;
- legally privileged documents and information are clearly marked as such individual employees handling the legally privileged documents are familiar with principles to which they must adhere to protect legal privilege; and
- circulation of privileged information within government occurs only as necessary.

## **GOVERNANCE STRUCTURE**

### **14. The Chief Executive**

#### ***Responsibilities of the NIHRC Chief Executive as Accounting Officer***

14.1 The PAO has designated the NIHRC Chief Executive as the NIHRC's Accounting Officer (AO) with responsibilities as set out in *Chapter 3 of Managing Public Money*. The NIHRC Chief Executive as AO is personally responsible for safeguarding the public funds for which they have charge, for ensuring propriety and regularity, value for money and feasibility in the handling of those public funds; and for the day-to-day operations and management of the NIHRC. In addition, they should ensure that the NIHRC as a whole is run on the basis of the standards, in terms of governance, decision-making and financial management, that are set out in Chapter 3.3 of



*Managing Public Money*, this Framework Document and the annual delegation letter from the NIO PAO. These responsibilities include those set out below and in the AO appointment letter issued by the NIO PAO.

### ***Responsibilities for accounting to Parliament***

14.2 As AO, the Chief Executive's responsibilities to Parliament include:

- signing the NIHRC accounts and ensuring that proper records are kept relating to the accounts and that the accounts are properly prepared and presented in accordance with any directions issued by the Secretary of State;
- as Consolidation Officer preparing the NIHRC consolidation information and complying with the requirements set out in HM Treasury guidance on preparing *Whole of Government Accounts*;
- publication and signing of an annual report preparing and governance statement covering corporate governance, risk management and oversight of any local responsibilities for inclusion in the annual report and accounts;
- ensuring that effective procedures for handling complaints about the NIHRC are established and made widely known within the organisation;
- acting in accordance with the terms of this document, *Managing Public Money* and other instructions and guidance issued from time to time by the NIO, the Treasury and the Cabinet Office;
- ensuring that the NIHRC operates within the legislation governing its operations, this framework document, any delegation letter issued to the body, and any relevant elements of any settlement letter issued to the sponsor department;
- ensuring they have appropriate internal mechanisms for monitoring, governance and external reporting regarding non-compliance with any conditions arising from the above documents; and
- giving evidence, normally with the PAO, if summoned before the Public Accounts Committee, on the NIHRC's stewardship of public funds.

### ***Responsibilities to the NIO***

14.3 The Chief Executive is responsible for ensuring that the NIHRC's policies and actions support the NIO's wider strategic policies and that its affairs are conducted with probity. Where appropriate, these policies and actions should be clearly communicated and disseminated throughout the NIHRC. Their responsibilities also include:

- establishing, in agreement with the NIO, the NIHRC's corporate and business plans in the light of the department's wider strategic aims and agreed priorities;

- informing the NIO of progress against plans including how resources are being used to achieve those objectives;
- ensuring that the NIO is provided with timely forecasts and monitoring information on performance and that the NIO finance business partner, is notified of likely over or under spends (and of corrective action taken) or of any other significant financial or other problems in a timely fashion; and
- notifying the NIO at the earliest opportunity if there is a risk of legal challenge against the NIHRC.

### ***Responsibilities to the NIHRC***

14.4 The Chief Executive is responsible for:

- advising the Board of Commissioners on the discharge of the NIHRC's responsibilities as set out in this document, the founding legislation or in any other relevant instructions and guidance that may be issued from time to time;
- formulating the NIHRC's corporate strategy and advising on performance against its aims and objectives;
- promoting the efficient and effective use of resources and ensuring that financial considerations are taken fully into account at all stages in reaching and executing decisions, and that financial appraisal techniques are followed; and
- delivering high standards of regularity and propriety.

### ***Managing Conflicts***

14.5 The Chief Executive should follow the advice and direction of the Board of Commissioners, except in very exceptional circumstances with a clear cut and transparent rationale for not doing so.

14.6 If the Board of Commissioners, or its chair is contemplating a course of action involving a transaction which the Chief Executive considers would infringe the requirements of propriety or regularity or does not represent prudent or economical administration, efficiency or effectiveness, is of questionable feasibility or is unethical, the chief executive in their role as AO should reject that course of action and ensure that the Board of Commissioners have a full opportunity to discuss the rationale for that rejection.

14.7 Such conflicts should be brought to the attention of the PAO via the senior sponsor and the responsible Minister as soon as possible.

14.8 Furthermore, and if agreed with the responsible minister, the AO must write a letter of justification to the chair of the board setting out the rationale for not following the advice and recommendation of the board and copy that letter to the NIO PAO.

14.9 If the responsible Minister agrees with the proposed course of action of the Board it may be appropriate for the Minister to direct the AO in the manner set out in *Managing Public Money*.

## **15. The Board of Commissioners**

### ***Composition of the Board***

15.1 The NIHRC Board of Commissioners will operate in line with good standards of corporate governance and as set out in its establishing statute and the guidance at **Annex A**. The role of the Board shall be to run the NIHRC and to deliver the organisation's objectives in accordance with the purposes as set out above, their statutory, regulatory, common law duties and their responsibilities under this framework document. Detailed responsibilities of the board shall be set out in the Board terms of reference. Remuneration of the Board will be disclosed in line with the guidance in the Government Financial Reporting Manual (FReM).

15.2 The Board will consist of a Chair, and Commissioners, who together with the Chief Executive as a board attendee, will collectively have a balance of skills and experience appropriate to directing the NIHRC. .

### ***Board Committees***

15.3 The Board may set up such committees as necessary for it to fulfil its functions. As is detailed below, at a minimum this should include an Audit and Risk Committee chaired by an independent and appropriately qualified non-executive member of the Board or suitably qualified independent person from outside the NIHRC.

15.4 While the Board may make use of the committees to assist its consideration of appointments, succession, audit, risk and remuneration it retains responsibility for and endorses final decisions in all of these areas. The chair should ensure that sufficient time is allowed at the board for committees to report on the nature and content of discussion, on recommendations and on actions to be taken.

15.5 The Chair should ensure board committees are properly structured with appropriate terms of reference. The terms of each committee should set out its responsibilities and the authority delegated to it by the Board. The Chair should ensure that committee membership is periodically refreshed and that individual independent non-executive directors are not overburdened when deciding the chairs and membership of committees.

### ***Duties of the Board of Commissioners***

15.6 The Board of Commissioners is specifically responsible for:

- establishing and taking forward the strategic aims and objectives of the NIHRC consistent with its overall strategic direction and within the policy and resources framework determined by the Secretary of State;

- informing the responsible minister of any changes likely to impact on the NIHRC's strategic direction, the attainability of its targets or the reputation of the NIO, determining the steps needed to deal with such changes;
  - providing effective leadership of the NIHRC within a framework of prudent and effective controls which enables risk to be assessed and managed;
  - ensuring that it is kept informed of any changes which are likely to impact on the NIHRC's strategic direction, attainability of its targets or the reputation of the NIO, determining the steps needed to deal with such changes and where appropriate, bringing such matters to the attention of the responsible Minister and PAO via the executive team, NIO sponsorship team or directly;
  - regularly reviewing financial information about the management of the NIHRC, ensuring they are informed in a timely manner about any concerns about the activities of the NIHRC; and can assure NIO that appropriate action has been taken on such concerns;
  - ensuring the financial and human resources are in place for the NIHRC to meet its objectives;
  - ensuring that in reaching decisions, the guidance issued by the NIO is taken into account;
  - ensuring that any statutory or administrative requirements for the use of public funds are complied with, that the NIHRC operates within the limits of its statutory authority and any delegated authority agreed with the NIO, as well as in accordance with any other conditions and/or HM Treasury guidance relating to the use of public funds.
  - ensuring that as part of the above compliance, they are familiar with this framework document, any delegation letter issued to the body as set out in **Appendix 2**, and that they have appropriate internal mechanisms for the monitoring, governance and external reporting regarding any conditions arising from the above documents and ensure that the Chief Executive and the NIHRC act in accordance with their obligations under the above documents;
  - demonstrating high standards of corporate governance at all times, in line with the *Corporate Governance Code of Good Practice*, using the independent audit committee to help address key financial and other risks;
  - appointing a Chief Executive in consultation with the NIO and with appropriate Departmental and Ministerial approval. The objectives of the role should be linked to those of the NIHRC and remuneration should be consistent with similar roles across NIO, demonstrating value for money, consistent with the need to attract, retain and motivate staff on a sustainable basis; and
- complying with any open government or transparency policies, initiatives and guidance issued by the NIO, HM Treasury or Cabinet Office.

15.7 The Board of Commissioners should ensure that effective systems and arrangements are in place to provide assurance on risk management, governance and internal control.

15.8 The Board should make a strategic choice about the style, shape and quality of risk management and should lead the assessment and management of opportunity and risk. The board should ensure effective arrangements are in place to provide assurance over the design and operation of risk management, governance and internal control in line with the management of risk- principles and concepts. The board must set up an Audit and Risk Assurance Committee chaired by an independent and appropriately qualified non-executive member to provide independent advice and ensure the department's audit and risk committee are provided with routine assurances with escalation of any significant limitations or concerns. The Board is expected to assure itself of the adequacy and effectiveness of the risk management framework and operation of internal control.

## **16. The Chief Commissioner's Role and Responsibilities**

16.1 The Chief Commissioner is responsible for leading the Board in the delivery of its responsibilities which should be exercised in light of the duties and responsibilities as set out in their appointment letter, the statutory authority governing the NIHRC, this framework document and the documents and guidance referred to within this document.

16.2 Communications between the NIHRC board and the responsible minister should normally be brought through the chair.

16.3 The Chief Commissioner is bound by the code of conduct for Board Members of Public Bodies, which covers conduct in the role and includes the Nolan Principles of Public Life.

16.4 In addition, the Chief Commissioner is responsible for ensuring that:

- NIHRC affairs are conducted with probity; and
- NIHRC policies and actions support the responsible ministers' wider strategic policies.

16.5 The Chief Commissioner has the following leadership responsibilities:

- formulating the NIHRC strategy;
- ensuring that the NIHRC in reaching decisions, takes proper account of guidance provided by the responsible minister or the department;
- promoting the efficient and effective use of staff and other resources;
- delivering high standards of regularity and propriety; and
- representing the views of the NIHRC to the general public.

16.6 The Chief Commissioner also has an obligation to ensure that:

- the work of the Board and its members are reviewed and working effectively including ongoing assessment of the performance of individual board members with a formal annual evaluation and more in-depth assessments of the performance of individual board members when being considered for re-appointment. The Chief Commissioner will also carry out appraisals for the Chief Executive. Assessments will be linked to objectives for each year of the appointment and to the performance of the NIHRC;
- that the Board has a balance of skills appropriate to directing the NIHRC's business, and that all members including the Chair and Chief Executive continually update their skills, knowledge and familiarity with the NIHRC to fulfil their role both on the Board and Committees. This will include but not be limited to skills and training in relation to financial management and reporting requirements, risk management and the requirements of board membership within the public sector;
- Board members are fully briefed on terms of appointment, duties, rights and responsibilities;
- they, together with other Board members, receive appropriate training on financial management and reporting requirements and on any differences which may exist between private and public sector practice;
- the responsible minister is advised of NIHRC's needs when Board vacancies arise;
- there is a Board Operating Framework in place setting out the role and responsibilities of the board consistent with the Governance Code of Good Practice for Corporate Governance; and
- there is a code of practice for Board members in place, consistent with the Cabinet Office Code of Conduct for Board Members of Public Bodies.

## **17. Individual Commissioner Responsibilities**

17.1 Individual Commissioners should:

- comply at all times with their terms of appointment and the [Cabinet Office's Code of Conduct for Board Members of Public Bodies](#) which covers conduct in the role as well as the rules relating to the use of public funds, and to conflicts of interest;
- not misuse information gained in the course of their public service for personal gain or for political profit, nor seek to use the opportunity of public service to promote their private interests or those of connected persons or organisations;
- comply with the NIHRC rules on the acceptance of gifts and hospitality and business appointments; and

- act in good faith and in the best interests of the NIHRC.

## **MANAGEMENT AND FINANCIAL RESPONSIBILITIES**

### **18. Delegated Authorities**

18.1 The NIHRC delegated authorities are set out in the delegation letter issued annually by the NIO PAO attached at **Appendix 2**. This delegation letter may be updated and superseded by later versions which may be issued by the sponsor department in agreement with HM Treasury.

18.2 In line with *Managing Public Money Annex 2.2*, these delegations will be reviewed on an annual basis.

18.3 The NIHRC shall obtain the NIO's prior written approval before:

- entering into any undertaking to incur any expenditure that falls outside the delegations or which is not provided for in the NIHRC's annual budget as approved by the NIO;
- incurring expenditure for any purpose that is or might be considered novel or contentious or which has or could have significant future cost implications;
- making any significant change in the scale of operation or funding of any initiative or particular scheme previously approved by the NIO;
- making any change of policy or practice which has wider financial implications that might prove repercussive or which might significantly affect the future level of resources required; and
- carrying out policies that go against the principles, rules, guidance and advice in *Managing Public Money*.

### **19. Spending Authority**

19.1 Once the budget has been approved by the sponsor department, and subject to any restrictions set out in the delegation letter, the NIHRC shall have authority to incur expenditure approved in the budget without further reference to the sponsor department on the following conditions:

- the NIHRC shall comply with the delegations set out in the delegation letter. These delegations shall not be altered without the prior agreement of the NIO;
- the NIHRC shall comply with *Managing Public Money* regarding novel, contentious or repercussive proposals;

- inclusion of any planned and approved expenditure in the budget shall not remove the need to seek formal departmental approval where any proposed expenditure is outside the delegated limits or is for new schemes previously agreed; and
- the NIHRC shall provide the NIO with such information about its operations, performance, individual projects or other expenditure as the NIO may reasonably require.

## **20. Banking and Managing Cash**

20.1 The NIHRC must maximise the use of publicly procured banking services (accounts with central government commercial banks managed centrally by Government Banking).

20.2 The NIHRC should only hold money outside Government Banking Service accounts where a good business case can be made for doing so and HM Treasury consent is required for each account to be established. Only commercial banks which are members of relevant UK clearing bodies may be considered for this purpose.

20.3 The AO is responsible for ensuring that the NIHRC has a banking policy as set out in *Managing Public Money* and ensuring that policy is complied with.

## **21. Procurement**

21.1 The NIHRC shall ensure its procurement policies are consistent with Government guidance, and comply with any relevant UK or international procurement, in particular the Public Contracts Regulations 2015, including *Annex 4.6 of Managing Public Money*, and NIO procurement guidelines and policies.

21.2 The NIHRC shall put in place a procurement framework which sets out its procurement processes and control mechanisms under the statement of delegated authority for general procurement provided by the NIO.

21.3 Where likely to exceed its delegated authority limit, procurement strategy approval for the specific planned purchase must be sought from the NIO Sponsor Team.

21.4 Goods, services and works should be acquired by competition. Proposals to let single tender or restricted contracts shall be limited and exceptional and a quarterly report explaining those exceptions should be sent to the department; and

21.5 Procurement by NIHRC of works, equipment, goods and services shall be based on a full option appraisal and value for money i.e the optimum combination and whole life costs and quality.

21.6 The NIHRC shall:

- engage fully with NIO and government wide procurement initiatives that seek to achieve value for money from collaborative projects;



- comply with all relevant Procurement Policy Notes issued by Cabinet Office; and
- cooperate fully with initiatives to improve the availability of procurement data to facilitate the achievement of value for money.

21.7 The NIHRC shall comply with relevant functional standards including those that apply to the planning, delivery and management of government, commercial activity, including management of grants in all departments and ALBs, regardless of commercial approach used and form part of a suite of functional standards that set expectations for management within government.

## **22. Risk Management**

22.1 The NIHRC shall ensure that the risks that it faces are dealt with in an appropriate manner, in accordance with relevant aspects of best practice in corporate governance, and shall develop a risk management strategy, in accordance with the current HM Treasury guidance, *Management of Risk: Principles and Concepts* and NIO policies, including a reference to risk in the Governance Statement.

22.2 The NIHRC will share its risk register with the NIO and risks should be subject to regular review at accountability meetings and, where the risk is capable of impacting on the NIO itself, escalated to the NIO as appropriate.

## **23. Counter Fraud and Theft**

23.1 The NIHRC should adopt and implement policies and practices to safeguard itself against fraud and theft.

23.2 The NIHRC should act in line with guidance issued by the Counter Fraud Function and in compliance with the procedures and considerations as set in in *Managing Public Money Annex 4.9* and the Counter Fraud Functional Standard. It should also take all reasonable steps to appraise the financial standing of any firm or other body with which it intends to enter a contract or to provide grant or grant-in-aid.

23.3 The NIHRC should keep records of and prepare and forward to the NIO an annual report on fraud and theft suffered by the NIHRC and notify the sponsor department of any unusual or major incidents as soon as possible. NIHRC should also report detected loss from fraud, bribery, corruption and error, alongside associated recoveries and prevented losses, to the counter fraud centre of expertise in line with the agreed government definitions as set out in Counter Fraud Functional Standard.

## **24. NIHRC Staff**

### **Broad Responsibilities for Staff**

24.1 Subject to the provisions of the 1998 Act and within the arrangements approved by the responsible minister and HM Treasury, the NIHRC will have responsibility for

the recruitment, retention and motivation of its staff. To this end the NIHRC will ensure that:

- the rules for recruitment and management of staff create an inclusive culture in which diversity is fully valued; appointment and advancement is based on merit; there is no discrimination against employees with protected characteristics under Section 75 of the Northern Ireland Act 1998;
- there is an effective equality and diversity policy and statement in place demonstrating how the NIHRC is meeting the legal responsibilities to pay due regard to the public sector equality duty including carrying out proportionate equality impact assessments where appropriate;
- the level and structure of its staffing including grading and staff numbers, are appropriate to its functions and the requirements of economy, efficiency and effectiveness;
- the performance of its staff at all levels is satisfactorily appraised and the NIHRC performance measurement systems are reviewed from time to time;
- its staff are encouraged to acquire the appropriate professional, management and other expertise necessary to achieve the NIHRC's objectives;
- proper consultation with staff takes place on key issues affecting them;
- adequate grievance and disciplinary procedures are in place;
- whistle-blowing procedures consistent with the Public Interest Disclosure Act are in place;
- a code of conduct for staff is in place, and
- it complies with all relevant statutory requirements.

### **Staff Costs**

24.2 Subject to its delegated authorities, the NIHRC shall ensure that the creation of any additional posts does not incur forward commitments that will exceed its ability to pay for them.

### **Pay and Conditions of Service**

24.3 NIHRC staff are subject to levels of remuneration and terms and conditions of service in accordance with the Northern Ireland Civil Service (NICS) general pay structure. The NIHRC has no delegated power to amend these terms and conditions without prior approval from the NIO.

24.4 Staff must receive a statement of their main terms and conditions of employment and this should include reference to the relevant policies and procedures.

## **Pensions, Redundancy and Compensation**

24.5 Compensation scheme rules and pension scheme rules should reflect legislative and HM Treasury guidance requirements regarding exit payments.

24.6 NIHRC staff shall be automatically enrolled for a pension provided by Civil Service Pensions (CSP). Staff may opt out of the occupational pension scheme provided by the NIHRC and are entitled to a CSP partnership pension.

24.7 Any proposal by the NIHRC to move from the existing pension arrangements, or to pay any redundancy or compensation for loss of office, requires the prior approval of NIO. Proposals on severance must comply with the rules in *Annex 4 of Managing Public Money*.

## **BUSINESS PLANS, FINANCIAL REPORTING AND MANAGEMENT INFORMATION**

### **25. Business Plans**

25.1 The NIHRC shall submit annually to the NIO a business plan which should demonstrate how the NIHRC will achieve its statutory duties and, within those duties, any priorities agreed with the NIO in the light of wider public expenditure decisions and strategic aims.

25.2 The plan should include key performance measures for the discharge of the NIHRC's functions aligned as appropriate with the structure and content of the NIO Outcome Delivery Plan (ODP). All financial commitments contained in the plan should be within the limits of the agreed ring-fenced annual budget.

25.3 Subject to any commercial considerations, the business plan should be published by the NIHRC on their website and separately made available to staff. Copies should also be made available in line with the NIHRC's publication scheme and any statutory duty to publish.

25.4 The annual business plan should also include a budget of estimated payments and receipts together with a profile of expected expenditure. This profile should be updated throughout the year and any significant deviations should be explained through the departmental budget monitoring procedures set out in the annual delegation letter from NIO.

25.5 The plan must also include the following:

- key objectives and associated key performance measures and the strategy for achieving those objectives;
- a review of performance in the preceding financial year together with comparable outturns for prior years and an estimate of performance in the current year;

- the current budget and the budget for the previous year;
- an assessment of the context in which the NIHRC will operate including risk factors that may significantly affect the execution of the plan but that cannot be accurately forecast; and
- other matters as agreed by the NIO and the NIHRC.

## **26. Budgeting Procedures**

26.1 Each year the NIO will send to NIHRC:

- a formal statement of the annual budgetary provision allocated by the department in the light of competing priorities across the department and of any forecast income approved by the department; and
- a statement of any changes in policies affecting the NIHRC.

## **27. Grant-in-aid and any Ring-Fenced Grants**

27.1 Any grant-in-aid provided by the department for the year in question will be voted in the NIO's supply estimate and be subject to parliamentary control.

27.2 Grant-in-aid will normally be paid in monthly instalments on the basis of written applications showing evidence of need. The NIHRC will comply with the general principle that there is no payment in advance of need. Cash balances accumulated during the course of the year from grant-in-aid or other Exchequer funds shall be kept to a minimum level consistent with the efficient operation of the NIHRC. Grant-in-aid not drawn down by the end of the financial year shall lapse. Subject to approval by Parliament of the relevant Estimates provision, where grant-in-aid is delayed to avoid excess cash balances at year-end, the NIO will make available in the next financial year any such grant-in-aid that is required to meet any liabilities at the year-end, such as creditors.

27.3 In the event that NIO provides the NIHRC separate grants for specific (ring-fenced) purposes, it will issue the grant as and when the NIHRC needs it on the basis of a written request. The NIHRC will provide evidence that the grant will be used for the purposes authorised by the NIO. The NIHRC shall not have uncommitted grant funds in hand, nor can it carry grant funds over to another financial year.

## **28. Annual Report and Accounts**

28.1 The NIHRC must publish an annual report of its activities together with its audited accounts after the end of each financial year. The NIHRC shall provide the NIO with its finalised accounts and consolidation information as appropriate within the timetable issued by the NIO Finance team each year. The NIHRC should also submit a draft of the annual report to the NIO two weeks before the proposed publication date. The

accounts should be prepared in accordance with relevant statutes and specific accounts direction issued by the department as well as the Treasury's Financial Reporting Manual.

28.2 The annual report must:

- comply with all relevant financial reporting requirements including HM Treasury's Financial Reporting Manual (FReM);
- comply with any requirements set out in the founding legislation; and
- outline main activities and performance during the previous financial year and set out in summary form any forward plans.

28.3 Information on performance against key financial targets included within the annual report is subject to the auditor's consistency opinion. The report and accounts shall be laid in Parliament by the SoS and made available on the NIHRC website, in accordance with HM Treasury directions and any other relevant guidance or procedures.

## **29. Reporting performance to the NIO**

29.1 The NIHRC shall operate management, information and accounting systems that enable it to review in a timely and effective manner its financial and non-financial performance against the budgets and targets set out in the corporate and business plans.

29.2 The NIHRC shall inform the NIO of any changes that make the achievement of objectives more or less difficult. The NIHRC shall report financial and non-financial performance, including performance in helping to deliver Ministers' policies and the achievement of key objectives regularly.

29.3 The NIHRC's performance shall be formally reviewed by the NIO bi-annually.

29.4 The responsible minister will, unless other arrangements have been agreed, meet the Chief Commissioner of the NIHRC at least once a year to discuss the NIHRC's performance and current issues.

29.5 The PAO will meet the Chief Executive at least once a year.

## **30. Information Sharing**

30.1 The NIO has the right of access to all NIHRC records and personnel for any purpose including, for example, sponsorship audits and operational investigations.

30.2 The NIHRC shall provide the sponsor department with such information about its operations, performance, individual projects or other expenditure as the sponsor department may reasonably require.

30.3 The NIO and HM Treasury may request the sharing of data held by the NIHRC in such a manner as set out in central guidance except insofar as it is prohibited by law.

30.4 As a minimum, the NIHRC shall provide the NIO with information that will enable them to satisfactorily to monitor:

- NIHRC's cash management;
- draw-down of grant-in-aid;
- forecast outturn by resource headings;
- other data required for the Online System for Central Accounting and Reporting (OSCAR); and
- data as required in respect of its compliance with any Cabinet Office Controls pipelines or required in order to meet any condition as set out in any settlement letter.

## **AUDIT**

### **31. Internal Audit**

31.1 The NIHRC shall:

- establish and maintain arrangements for internal audit in accordance with *Public Sector Internal Audit Standards*, setting up an audit committee in accordance with the Cabinet Office's *Code of Good Practice for Public Bodies* and the *Audit Committee Handbook*. The Chair of the Audit Committee shall have access to the NIO Audit Committee Chair and their performance will be subject to annual review by the Chief Executive;
- consult the NIO to ensure they are satisfied with the competence and qualifications of those fulfilling the internal audit function;
- provide the NIO with a copy of the audit strategy, periodic audit plans and annual audit report, including the internal audit opinion on risk management, control and governance. The annual internal audit report should also be provided to the NIO Audit & Risk Committee;
- keep records of, and prepare and forward to the NIO, including the NIO Audit & Risk Committee, an annual report on fraud and theft suffered by the NIHRC and notify the NIO of any unusual or major incidents as soon as possible; and
- share with the NIO information identified during the audit process and at the Annual Audit Opinion Report at the end of the audit, in particular on issues impacting on the department's responsibilities in relation to financial systems within the NIHRC.

31.2 The NIO internal audit service has a right of access to all documents prepared by the NIHRC's internal auditor, including where the service is contracted out.

## **32. External Audit**

32.1 The Comptroller & Auditor General (C&AG) audits the NIHRC annual accounts; which are then submitted to the Secretary of State who will lay the accounts together with the C&AG's report before parliament.

32.2 The C&AG:

- will consult the NIO and the NIHRC on whom – the NAO or a commercial auditor – shall undertake the audit(s) on his behalf, though the final decision rests with the C&AG.
- has a statutory right of access to relevant documents, including by virtue of section 25(8) of the Government Resources and Accounts Act 2000, those held by another party in receipt of payments or grants from the NIHRC;
- will share with NIO at the end of the audit, information identified during the audit process and the audit report (together with any other outputs), in particular on issues impacting on the NIO's responsibilities in relation to financial systems within the NIHRC; and
- will consider requests from departments and other relevant bodies to provide regulatory compliance reports and other similar reports at the commencement of the audit. Consistent with the C&AG's independent status, the provision of such reports is entirely at the C&AG's discretion.

32.3 The C&AG may carry out examinations into the economy, efficiency and effectiveness with which the NIHRC has used its resources in discharging its functions. For the purpose of these examinations, the C&AG has statutory access to documents as provided for under section 8 of the National Audit Act 1983. In addition, the NIHRC shall make provision in grant and contract terms & conditions, for the C&AG to exercise such access to documents held by grant recipients and contractors and sub-contractors as may be required for these examinations; and shall use its best endeavours to secure access for the C&AG to any other documents required by the C&AG which are held by other bodies.

## **REVIEWS AND WINDING UP ARRANGEMENTS**

### **33. Review of the NIHRC's status**

33.1 The NIHRC will be reviewed as part of the wider Public Bodies Reviews programme, at a time determined by the responsible minister and their PAO. The UK Government has committed to review all non-departmental public bodies (NDPBs), executive agencies and non-ministerial departments at least once in the lifetime of each Parliament. These administrative reviews are conducted in line with guidance issued by the Cabinet Office, which has responsibility for classifying public bodies.

33.2 As a public body funded by Her Majesty's Treasury and sponsored by the NIO, the NIHRC will be periodically reviewed in line with this guidance.

### 34. Arrangements in the event that the NIHRC is wound up

34.1 If such a review as outlined above recommends the winding up or merging of the NIHRC's functions with another public body, or the Secretary of State brings forward an Order in Council to make the NIHRC a transferred matter, then this will be subject to public consultation and in the event of devolving the functions consideration must be given to the requirements set out in the Northern Ireland (Miscellaneous Provisions) Act 2014.

34.2 The NIO will consult the Government of Ireland following any review and prior to any changes being brought forward to merge, wind up or transfer the NIHRC's functions.

34.3 The NIO shall put in place arrangements to ensure the orderly winding up of the NIHRC where this results from a review or in other circumstances. In particular the NIO will ensure that the assets and liabilities of the NIHRC are passed to any successor organisation and accounted for properly. To this end, the NIO shall:

- have regard to Cabinet Office guidance on winding up of ALBs;
- ensure that procedures are in place in the NIHRC to gain independent assurance on key transactions, financial commitments, cash flows and other information needed to handle the wind-up effectively and to maintain the momentum of work inherited by any residuary body;
- specify the basis for the valuation and accounting treatment of the NIHRC's assets and liabilities;
- ensure that arrangements are in place to prepare closing accounts and pass to the C&AG for external audit, and that, for non-Crown bodies funds are in place to pay for such audits. It shall be for the C&AG to lay the final accounts in Parliament, together with his report on the accounts; and
- arrange for the most appropriate person to sign the closing accounts. In the event that another ALB takes on the role, responsibilities, assets and liabilities, the succeeding AO should sign the closing accounts. In the event that the NIO inherits the role, responsibilities, assets and liabilities, the PAO will sign.

34.4 As part of this process the NIHRC shall provide the NIO with full details of all agreements entered into and should also pass on any details of any other forms of claw-back due to the NIHRC.

Signed 

Signed 



Date: ...17 February 2023.

(On behalf of the NIO)

Date: .....13 February 2023

(On behalf of the NIHRC)

## GENERAL GUIDANCE

Current guidance with which the NIHRC must comply:

- This Framework Document and any other specific instructions and guidance issued by the NIO as sponsor department or by central departments;
- Appropriate sections of Corporate Governance in Central Government Departments: [Code of Practice for Public Bodies](#)
- [Code of conduct for Board members of public bodies](#)
- Relevant sections of [Public Bodies: A Guide for Departments](#)
- [The Parliamentary and Health Service Ombudsman's Principles of Good Administration](#)
- Relevant Freedom of Information Act guidance published by the Information Commissioner's Office [[guide-to-freedom-of-information](#)];
- [Managing Public Money](#)
- [Government Financial Reporting Manual \(FrEM\)](#)
- [Relevant Government Functional Standards](#)
- [Relevant Dear Accounting Officer letters](#)
- [Audit Committee Handbook](#)
- [Public Sector Internal Audit Standards](#)
- [Management of Risk: Principles and Concepts](#)
- [Guide to managing fraud for public bodies.](#)
- [Tacking Fraud, issued by the Treasury](#)
- [Cabinet Office Control Limits](#); and
- Recommendations made by the Public Accounts Committee, or by other Parliamentary authority, that have been accepted by the Government and relevant to the Commission.



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19 May 2022

## **Delegated Authority Letter – Northern Ireland Human Rights Commission**

Dear David,

This letter sets out the Northern Ireland Human Rights Commission delegated authorities and budget from the Northern Ireland Office for the 2022/23 financial year. It should be read in conjunction with the Settlement Letter you received following the conclusion of Spending Review 2021 (dated 17th December 2021). In addition, I attach a formal delegation letter in line with HMT guidelines at Annex 2.

Where applicable this letter supersedes any relevant content in your Framework Document, which will now be renewed as necessary by your sponsor team.

It also sets out the Northern Ireland Human Rights Commission responsibilities in regards to how these funds are used and your necessary responsibilities to me as the departmental Principal Accounting Officer.

As the Principal Accounting Officer, I am pleased to confirm that your agreed budget for 2022/23, as per your SR21 Settlement Letter, is:

- RDEL 2022/23: £1,605,391
- CDEL 2022/23: £0
- Dedicated Mechanism 2022/23: £859,000

It is your responsibility to manage within the budget allocation and to meet your corporate objectives and targets where appropriate.

The Northern Ireland Human Rights Commission is responsible for ensuring that all spend is in accordance with the principles of HM Treasury's *Managing Public Money* and complies with the HM Treasury *Consolidated Budgeting Guidance*.

Your new delegated authority limit is £150,000 excluding VAT. Any transactions greater than this require NIO approval in advance, before spend is made. The Northern Ireland Human Rights Commission can set delegation authority limits to named individuals within your organisation subject to recording these limits and meeting the requirements of the National Audit Office (NAO). You are also the authorised signatory for third party contracts for goods and services that have an estimated contract value within the limits of your budget delegation and comply with Government Spending Controls.

The budget is set for the year. Your NIO Sponsorship Team and your NIO Finance Business Partner will provide support to you and your team throughout the financial year, and will meet with you regularly to review progress against budget allocations and forecasts and discuss adherence to your responsibilities - including compliance with Government Spending Controls. Progress against your budget is reported to me as the Principal Accounting Officer on a monthly basis.

Formal financial reviews will be held at M3 and M6, led by the NIO Finance Team. If it is evident that your budget is not being spent as planned, as Principal Accounting Officer I reserve the right to redirect elements of your budget to areas of greatest financial need across the NIO Group. In this eventuality, this will be discussed with you.

There will also be a new six monthly formal review meeting with the NIO Finance Director. Further details regarding this, including your broader responsibilities, are set out in Annex 1.

Please inform your NIO Sponsorship Team and the NIO Finance Business Partner at the earliest opportunity if there are any unforeseen events or changes that impact your financial position.

I would be grateful if you could respond to me by email within ten working days to confirm that you are content that you have adequate arrangements in place to provide assurance for the responsibilities as set out in this delegation letter.

Please contact Callum Hughes (NIO Finance Business Partner) or Holly Clark (NIO Sponsorship Team) in the first instance if you have any questions regarding this delegation letter.

Yours sincerely,



Madeleine Alessandri  
**Permanent Secretary**  
**Northern Ireland Office**

## **ANNEX 1 - NORTHERN IRELAND HUMAN RIGHTS COMMISSION RESPONSIBILITIES**

### **Managing your budget**

1. As a budget holder, you are responsible for living within your budget and achieving value for money in compliance with HMT's *Managing Public Money*.

2. Your organisation is required to submit the following Management Information to NIO Finance Team on the 3<sup>rd</sup> working day of each month:

- Monthly journals - with supporting documentation
- Accruals and prepayments - with supporting documentation. If there is a nil return please complete the return stating this.
- Bank reconciliations
- Regular review of staff access and permissions on Account NI
- Cash requirements to inform the monthly cash forecast
  
- At year end, provide year-end documentation, calculation, information and evidence as requested by NIO/EY for preparation of year end ARA and audit files.

3. Please note that requests for journals, accruals, and prepayments will not be accepted and actioned by Finance if:

- They are below £500 per transaction (including any applicable VAT)
- Supporting documentation is not provided
- They are submitted beyond the deadline

4. You should ensure your organisation has sufficient resource (with cover arrangements) in managing your budget, including knowledge of Account NI to access financial data.

Monthly reviews will be undertaken by the NIO Finance Business Partner to review in year spending and to scrutinise forecasts. Significant deviations from year to date spend and/or full year forecasts from the budget allocation at the mid-year point must be supported by a recovery plan showing how spend will be brought back in line with budgets. This will be followed by subsequent check-ins with your Finance Business Partner to discuss any developments or changes to your position since the mid-year review.

5. Performance against budgets this year may impact budgetary decisions during the year and in subsequent years.

6. You are responsible for ensuring that policy or operational proposals which will significantly impact the Northern Ireland Office resources or balance sheet (novel, contentious or repercussive items) are approved by your NIO Sponsorship Team and NIO Finance Business Partner before submitting advice to the NIO Permanent Secretary.

7. There are rules and restrictions regarding switches between expenditure categories:

- (i) Switches from (a) Resource into Capital (b) Admin into Programme require approval from the NIO. Your Finance Business Partner must be consulted prior to switches being proposed;

(ii) Any switches can only be approved by the NIO and HMT through the parliamentary Estimates process at the start of the financial year and at Supplementary Estimates (November / December of each year); and

(ii) Switches from (a) Capital into Resource and from (b) Programme into Admin are not permitted, in line with HMT's *Consolidated Budgeting Guidance*.

### **Special Payments**

8. The NIHRC must comply with HMT's *Managing Public Money* (Annexes 4.10 - 4.14) guidance in relation to special payments (including special severance payments), overpayments, losses and write offs, gifts, remedy payments and consolatory payments (£500+). Approval from the NIO Finance Business Partner is required prior to making an offer of a special payment.

9. All payments regardless of value require NIO approval if they are deemed novel, contentious or potentially repercussive. If you have any of these, please discuss with your NIO Sponsorship Team and NIO Finance Business Partner at the earliest opportunity.

### **Procurement Rules**

10. Subject to the value and category of the procurement, different procurement routes are required under Procurement Central Limits :

- i) Up to £5k - Bodies must demonstrate that VFM is secured.
- ii) £5k to £30k - Bodies must seek a minimum of two (2) tenders.
- iii) £30k to EU threshold – Advertise on eSourcingNI through CPD.

Above EU Thresholds – EU Directives apply, and must advertise in the Official Journal of the European Union (OJEU).

11. You must follow your own internal policies for spend approval and contract signature as well as ensuring that you are compliant with Government Spend Controls.

12. You must maintain effective oversight of the following activity and should engage with NIO for guidance if required prior to undertaking any of the following:

- i) Procuring goods and services with an estimated contract value above £5,000 (excl. VAT)
- ii) Varying an existing contract either by term, value or scope
- iii) If you wish to award a contract with a value over £5,000 without competition (Direct Award/Single Tender). This should only be done in exceptional circumstances and will require prior legal approval.
- iv) For any pro-bono, zero charge or trial contracts
- v) If the services procured must commence before a contract has been signed and awarded. This should only be done in exceptional circumstances.

13. Where there is an operational emergency, and NIHRC are unable to conduct the procurement process in accordance with CPD guidance in the necessary time frame, NIHRC

may source external procurement support. This should only be done in exceptional circumstances and be approved by your NIO Finance Business Partner in advance.

### **Government Spend Controls**

14. Spend in the following categories are subject to Government Spending Controls and may require prior approval from the Cabinet Office. Guidance on gaining Approvals can be obtained at the following link:

<https://www.gov.uk/government/publications/cabinet-office-controls-version-6>

- Commercial activity, including dispute disclosure
- Consultancy and professional services (including legal)
- Property, including facilities management
- Grants
- Digital and technology, including identity assurance
- Advertising, marketing and communications
- Learning and development (Civil Service Learning)
- Redundancy and compensation
- External recruitment

15. You must use centrally established and managed corporate contracts where possible where they already exist. These are designed to achieve the best VFM and include favourable terms & conditions.

16. You must first satisfy yourself that interim staff coming to work for your organisation for a temporary period will be meeting their tax and national insurance commitments. To do this, you must formally assess whether appointees are within scope of the Intermediaries (IR35) Regulations.

### **Commercial Pipeline**

17. You are responsible for ensuring that an up-to-date commercial pipeline is maintained, and all planned spend with a third party is recorded; a contract (including variations and extensions) should only be signed if there is a corresponding pipeline entry.

18. Your commercial pipeline should be maintained in line with the standard government template and should be shared with the NIO Finance Business Partner on a quarterly basis and on an ad-hoc basis as requested.

### **Contract Management**

19. Appropriate rigour should be applied to this part of the procurement lifecycle to ensure contracts deliver the value that was originally intended. You are accountable for the effective contract management and delivery of procured services. This includes; ensuring all contracts have named contract managers who are appropriately accredited (or working towards) under the GCO's Contract Management Capability Programme and are actively managing the contracts, including tracking and reporting KPIs and SLAs on any Gold level contracts within your portfolio.

20. At the business case stage, contracts must be tiered (Gold/Silver/Bronze) in accordance with the Contract Tiering Tool guidance and contract management plans produced and maintained in line with prevailing guidance as appropriate for the tier level.

21. Details of live contracts (including KPIs where applicable) should be shared with the NIO when requested.

### **Contract Publication**

22. All contracts with a value of over £10k are legally required to be published on Contracts Finder once awarded, and all contracts with a value over £118k are required to be published on Find a Tender.

### **Prompt Payment Policy**

23. The government commitment is to pay 90% of undisputed and valid invoices from Small and Medium Enterprises (SMEs) within 5 days and 100% of all undisputed and valid invoices to be paid within 30 days. Government departments are required to publish their performance (including its ALBs) against these payment targets on a quarterly basis on gov.uk. This is therefore a collective responsibility and your organisation must ensure it processes invoices in a timely and efficient manner.

### **Risk and assurance**

24. You are responsible for ensuring an effective risk management system is in place to address risks to delivery of the NIHRC objectives.

25. You will report at six monthly intervals to your Sponsorship Team in identifying, assessing, managing and escalating operational risks and in providing an assurance that an effective risk management system is in place and operating to a common standard, including cyber security. This is done via the stewardship statement process.

### **Propriety & Ethics**

26. You have an obligation to disclose conflicts or potential/perceived conflicts of interest and take all reasonable steps to prevent conflicts of interest giving rise to material or perceived risks.

27. Officials within the Northern Ireland Human Rights Commission must not abuse their position by making use of privileged information for personal advantage or to help others to personally gain.

28. When considering whether to accept offers of gifts or hospitality, you must be confident that it involves no reasonable suspicion that personal judgement, impartiality or integrity has been compromised.

29. You must submit to the Permanent Secretary's Office if you or any of your staff are leaving NIHRC and taking any form of full, part-time or fee paid employment falling within the scope of the Business Appointment Rules. Whilst these rules are drafted and labelled for the attention of UKG Civil Servants, your organisation must comply with the spirit of these rules whatever the status of employees.



30. All business appointments must be reviewed by your Leadership Team, and, where applicable in line with your internal processes, your Audit and Risk Committee, to ensure mitigations are discussed and in place for leavers in line with Departmental practice.

### **Counter fraud responsibilities**

31. You have a responsibility for managing fraud within your organisation by acting in accordance with the Civil Service Code, Managing Public Money and the Government Counter Fraud Functional Standard ensuring:

(i) Accountabilities and responsibilities for managing fraud, bribery and corruption risk are defined across all levels of the organisation;

(ii) Employees have the skills, awareness and capability to protect the organisation against fraud, bribery and corruption;

(iii) Controls are in place to mitigate fraud, bribery and corruption risks and are regularly reviewed to meet evolving threats;

(iv) A counter fraud, bribery and corruption strategy is in place and approved by the organisation's board or executive risk committee; and

(v) Risk assessments are undertaken for new projects or areas of spend. Appropriate funding should be set aside for fraud and compliance activities from the outset.

32. You should promote a counter-fraud culture within your organisation. This includes highlighting to staff members the appropriate process to report concerns about actual, attempted or suspected fraud in line with whistleblowing legislation.

## ANNEX 2 - FORMAL HM TREASURY DELEGATION LETTER



Northern  
Ireland  
Office

Permanent Secretary for  
Northern Ireland Office  
1 Horse Guards London  
SW1 2HQ  
T: 020 7210 645

Erskine House, 20-32 Chichester  
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19 May 2022

### Delegated Authority Letter – Northern Ireland Human Rights Commission

Dear David,

I am writing to set out the Northern Ireland Human Rights Commission updated delegated spending authorities. This supersedes all previous communication on delegated authorities, and includes the arrangements for approving:

- new policy proposals and announcements;
- projects and programmes; and
- internal funding allocations

HM Treasury approval for expenditure is one aspect of the convention whereby the Treasury controls all other departments in matters of finance and public expenditure on behalf of Parliament. Formally, Treasury consent is required for all expenditure or resource commitments. In practice, the Treasury delegates to departments the authority to enter into commitments and to spend within predefined limits without specific prior approval from the Treasury (with certain exceptions). Such delegated authorities strike a balance between the Treasury's need for control in order to fulfil its responsibilities to Parliament and the department's freedom to manage within its agreed budget limits and Parliamentary provision. Annex 2.2 of *Managing Public Money* sets this out in further detail.

The delegated authorities set out in this letter give the Northern Ireland Human Rights Commission standing authorisation to commit resources or incur expenditure without specific prior approval from the Northern Ireland Office in specific areas and within specific limits. Where expenditure does not fall within these delegations, Northern Ireland Office consent will be necessary. Details of these delegated authorities are set out in Annex A, alongside a list of the categories of spending which always require Northern Ireland Office approval. These

include proposals for expenditure which is novel and contentious, or could cause repercussions elsewhere in the public sector. Expenditure slotting into any of these categories requires Northern Ireland Office consent. If no delegation is set out specifically in the letter, then the delegation is nil and Northern Ireland Office consent will need to be sought. Where appropriate Northern Ireland Office will liaise with HMT in order to seek their approval. Programme specific delegations are also set out in Annex A.

This delegation letter commences from the date of this letter and will be reviewed on annual basis by the Northern Ireland Office. The letter should be read in conjunction with other guidance setting out the parameters of departmental spending authority, such as *Managing Public Money*. Any questions on the contents of this letter should be referred to your Body's sponsor Team in the Northern Ireland Office.

### **New policy proposals and announcements**

New policy proposals and announcements with financial implications must be cleared with the Northern Ireland Office when:

- they are outside your delegated authorities;
- they are included within the list of categories of spending which always require HM Treasury approval (via NIO);
- they are to be submitted to the Cabinet or a Ministerial committee for collective approval.

Cost estimates must be provided to the Northern Ireland Office with an identification of how the costs will be met, including cost impacts for other departments. Except where specifically agreed with the Northern Ireland Office, Arm's Length Bodies are expected to submit a business case using the techniques set out in the Green Book, including cost-benefit analysis, to appraise and evaluate policy announcements and proposals, as well as projects and programmes.

Where proposals with financial implications are to be submitted to the Cabinet or a Ministerial committee for collective approval, Northern Ireland Office approval must be secured well in advance. Where the NIO (on behalf of the Northern Ireland Human Rights Commission) and Treasury cannot agree in advance, any proposal for collective ministerial consideration must record the Treasury's position in terms which are acceptable to the Treasury. Cabinet Committees will not sign-off policy proposals with public expenditure implications unless Treasury ministers are content. Issues will be referred to the Prime Minister, if necessary, for decision, or to Cabinet if the Prime Minister so decides.

### **Project and programme spending**

#### **When approval is required**

Projects and programmes require Northern Ireland Office approval where they exceed, or are likely to exceed, the Arm's Length Body delegated authorities. The need for Northern Ireland Office approval extends to the renewal of existing projects and programmes where significant changes are being proposed as well as new projects and programmes. For clarification, Northern Ireland Office approval must be sought where multiple contracts tendered for a programme would, in aggregate, take expenditure over a given delegation limit; contracts must

not be broken down in order to avoid the need for Northern Ireland Office approval. It will also be appropriate to seek Northern Ireland Office consent where additional contracts in relation to a programme of activity raise the expenditure above the delegation limit.

Where expenditure is or is likely to be beyond the Arm's Length Body delegated authorities, Northern Ireland Office approval (who will seek Treasury approval) must be given at a minimum at each key stage of the project or programme under the Five Case Model, as set out in the Green Book supplementary business case guidance:

- initial approval at the Strategic Outline Case (SOC) phase;
- approval at the Outline Business Case (OBC) phase, before going out to the market or tender;
- approval at the Full Business Case (FBC) phase before any spending is committed. In the case of projects and programmes procured under the competitive dialogue process, approval is required before close of dialogue; further approval is then required at the FBC stage for any substantive changes since close of dialogue.

Additionally, for major projects as defined by the 'Treasury approvals process' guidance, the following apply:

- NIO, through HM Treasury and the Infrastructure & Projects Authority (IPA) will agree with the Arm's Length Body a set of milestones as part of the project's Integrated Assurance and Approval Plan (IAAP). The Treasury reserves the right to add further approval milestones where necessary;
- the Arm's Length Body must continue to provide the NIO, who will provide Treasury and the Infrastructure & Projects Authority (IPA) with details of projects and programmes after FBC approval until the project or programme is operational, including on project performance, cost and time envelope, on a quarterly basis. This information will be collected via the IPA's Government Major Project Portfolio (GMPP); and
- the Arm's Length Body is required to share its post-implementation review for each project with NIO, who will share with HM Treasury and the IPA.

Where this is not the case, or where the Northern Ireland Human Rights Commission does not accept IPA recommendations, the NIO, and Treasury will consider withholding funding until it is satisfied the recommendations have been properly implemented or considered.

## **Project Reporting**

In addition to setting delegated limits, we are also maintaining lower disclosure thresholds for projects and programmes as set out in Annex A.

To facilitate effective Northern Ireland Office and Treasury oversight and knowledge of Arm's Length Body spending, and Cabinet Office oversight of delivery risk and capability, the Northern Ireland Human Rights Commission is required, on a quarterly basis, to provide the Northern Ireland Office, and relevant IPA contact, with information on projects whose whole life costs fall outside, or are likely to fall outside, delegated authorities or exceed disclosure thresholds. The quarterly GMPP process provides the primary means of collecting the information, which includes:

- project summary;

- the lifecycle stage, the next significant milestone, and when that is likely to take place;
- annual project costs and whole life costs, in government budgeting terms;
- where appropriate, the NPV of the project or programme;
- delivery confidence;
- the relative priority of the project in the department's project portfolio;
- the future timetable; and
- where applicable, the date and amount of any existing approval from HM Treasury.

The Northern Ireland Office and Treasury will normally only approve projects and programmes outside delegated authorities where Arm's Length Bodies comply with this and associated processes to prioritise and rank their portfolio(s).

This process includes all initiatives outside delegated authorities or above disclosure thresholds, including:

- those that are identified within your Arm's Length Bodies as in development, as well as serious options where project or programme initiation is envisaged; and

For any new initiative which is:

- likely to fall outside the relevant delegated authorities; or
- requires specific functional input or technical expertise (e.g. finance; digital; infrastructure; construction etc); or
- is novel, contentious, or is expected to lead to ministerial announcement

You are asked to engage the relevant Northern Ireland Office sponsor at the outset to determine the degree of challenge and whether the initiative and proposed delivery approach would benefit from Major Project status or IPA support. IPA and Treasury engagement in an initiative's transition from policy to delivery should be as early as possible and should not rely on the more formal quarterly cycle. As set out in the Northern Ireland Human Rights Commission most recent Spending Review settlement letter and if needed, there will be a quarterly meeting between the Northern Ireland Human Rights Commission and The Northern Ireland Office, who will liaise with the relevant Treasury spending team, and IPA contact where such matters should be formally discussed. In addition, the Treasury should be kept informed on a regular basis of details of planned savings measures, especially where they are novel or contentious. This communication will come from The Northern Ireland Office on behalf of the Northern Ireland Human Rights Commission.

### **Spending commitments beyond Spending Review settlement**

In line with *Managing Public Money*, any new spending proposal which would entail contractual commitments to significant levels of spending in future years for which plans have not been set must be approved by the Northern Ireland Office. If necessary the NIO will seek Treasury approval. In addition, the Northern Ireland Office requires Arm's Length Bodies to report on a quarterly basis on the total amount of capital spending which has been committed per financial year beyond the current Spending Review settlement. This applies to capital spending beyond 2022-25. If the Northern Ireland Office has concerns about the level of commitments that have built up, it may require all spending proposals committing money beyond the current Spending Review settlement to have NIO approval, regardless of the level of spending involved.

## **Process for obtaining approval**

Before any expenditure outside the delegated authorities is submitted by the Arm's Length Body to NIO for formal approval, it should already have passed the highest level of scrutiny within the body, which as a minimum will require sign-off by the Principal Accounting Officer (PAO), Finance Director, or other official with full delegated powers. Expenditure submitted to the Treasury via NIO for approval should also have been signed-off by the relevant minister within the Northern Ireland Office (excepting cases related to special payments). Where the PAO assesses that a ministerial direction will likely be needed in relation to the expenditure, the reasons for this should be discussed with Treasury. No direction should be sought in advance of obtaining Northern Ireland Office approval for the expenditure.

## **Policy proposals and projects**

Applications for approval should be submitted to the NIO, who will liaise with HMT spending team, and will then communicate in writing whether approval has been granted. Projects outside delegated authority will be scrutinised through the Treasury Approval Point process, or the Major Projects Review Group for Government's largest and riskiest projects and programmes. You will normally receive a response within 28 days of the business case formally being received.

## **Cabinet Office controls**

The Cabinet Office will continue to operate a subset of spending controls on behalf of the Treasury. They apply to the following types of expenditure:

- Advertising, marketing, and communications;
- Commercial activity, including dispute disclosure;
- Consultancy and professional services;
- Digital and technology, including identity assurance;
- Grants;
- Property, including facilities management;
- External recruitment;
- Learning and development (Civil Service Learning); and
- Redundancy and compensation.

Detailed guidance on their operation and requirements is available at: <https://www.gov.uk/government/publications/cabinet-office-controls>.

The controls apply to your arms-length body, unless exempted. Following a review, most spending control exemptions have been withdrawn or updated (details are set out at Annex B).

Your arms-length body, is required to develop and share spending 'pipelines' containing information on proposed commercial procurement, digital and technology, and property spending for at least the next 18 months (publishing commercial procurement pipelines). As well as meeting this requirement your staff should also continue to produce other business cases and seek other NIO consent, (who will seek Treasury and Cabinet Office consent) as required. As it constitutes a delegation from NIO, Treasury consent, spending without the required Cabinet Office approval, or without meeting the conditions set for delegated or Cabinet Office approval, may be considered irregular. The PAO must notify the NIO, (who will notify the

Cabinet Office and HM Treasury) as soon as you become aware of a breach of spending controls, and the National Audit Office (NAO) may also need to be informed.

Arm's Length Body also needs to seek NIO approval for redundancy schemes where these fall outside delegated authorities, including where this involves a request to draw down funding ring-fenced for redundancy costs in the Spending Review. HM Treasury and Cabinet Office are jointly reviewing the operation of these controls and will notify NIO who will notify the Northern Ireland Human Rights Commission of further changes.

In addition, please also note the Cabinet Office Guidance on the use of Settlement Agreements, Special Severance Payments, and Confidentiality Clauses on Termination of Employment. As of 1 February 2015 Accounting Officers are required to seek the prior approval of the Secretary of State for Northern Ireland Office for any use of a confidentiality clause and then the approval of the Minister for the Cabinet Office in specified criteria, one of which is a proposed payment of £100,000 or more (at any grade).

### **Special payments**

Certain categories of transaction require distinct treatment, including special payments, overpayments, losses & write-offs, gifts, and remedy payments. Annexes 4.10 to 4.14 of *Managing Public Money* contain guidance on these categories and the circumstances under which NIO and Treasury approval must be sought. The NIO will liaise with HM Treasury on behalf of the Northern Ireland Human Rights Commission.

You should note that all severance payments outside of normal statutory or contractual requirements require NIO approval (who will seek Treasury approval) and, unless separately agreed with the Treasury Officer of Accounts (TOA), any consolatory payment of above £500 also requires NIO approval (who will seek Treasury approval) (further detail set out in annex C). In addition, all payments, regardless of value, require NIO approval (who will seek Treasury approval) if they are novel, contentious, or repercussive (paragraph 2.3.4 of *Managing Public Money*). Annex A of this letter contains further detail on the delegations relating to special payments, overpayments, losses & write-offs, gifts, and remedy payments.

### **Contingent Liabilities**

NIO consent (who will seek HM Treasury consent) must be sought for all contingent liabilities that are novel, contentious, or repercussive, before they are agreed. In addition, where such proposed contingent liabilities have maximum exposure of £3 million or more, a completed Contingent Liability approval framework checklist must be submitted to the NIO and onward to Treasury alongside the request for approval. This process is also required for remote contingent liabilities. The NIO will liaise with HM Treasury on behalf of the Northern Ireland Human Rights Commission.

### **New Services and Sole Authority**

NIO agreement (who will seek HM Treasury agreement) is also needed to introduce new services on the sole authority of the Supply and Appropriations Acts. New services can never be introduced on a permanent footing without legislation, but there is a temporary services derogation that may be used for services lasting no more than two years in total. Using this derogation requires agreement from the Treasury through NIO.

## **Fees and Charges**

NIO agreement (who will seek HM Treasury agreement) is needed to introduce or modify fees and charges schemes and for any proposal to retain fee and charge income to finance expenditure. The NIO will liaise with HM Treasury on behalf of the Northern Ireland Human Rights Commission.

## **Banking and Cash Management**

The Northern Ireland Human Rights Commission must maximise the use of publicly procured banking services (accounts with commercial banks managed centrally by Government Banking). Arm's Length Bodies should only hold funds outside of the Exchequer where a good business case can be made for doing so. It should also be noted that specific NIO agreement (who will seek HM Treasury agreement) to each commercial account is required before it is established. Further details are set out in the Banking and managing cash annex of *Managing Public Money*. This also provides guidance on banking policy. As a matter of good financial management, the Northern Ireland Human Rights Commission should never go overdrawn.

As part of its delegated authority Northern Ireland Human Rights Commission should plan its own cash management efficiently. Arm's Length Bodies must support central cash management processes through forecasting of their cashflow via the cash management scheme as set out in guidance on OneFinance and *Managing Public Money*. This captures Arm's Length Bodies inflows and outflows at the point they leave the department's group of accounts within the exchequer.

For effective cash management it is important to distinguish cash flow from accrued budgets. Cash flow should be profiled for each day to inform Exchequer Funds and Accounts (EFA) of the Exchequer's demand for cash and expectations of income on a daily, weekly and monthly basis. The Debt Management Office (DMO) relies on the accuracy of this information to minimise the risks and cost of managing the government's overall cash position daily, and therefore the earliest possible communication with EFA on changes to cash flow is essential.

## **Sharing information with NIO and HM Treasury**

To support the effective monitoring of spend, and to inform decision making, Arm's Length Bodies must provide NIO, with robust spending and forecasting information, and share data to demonstrate whether priority outcomes are being achieved and contribution to key government objectives. NIO will share with HM Treasury as appropriate.

## **Review of delegated authorities**

The Northern Ireland Human Rights Commission delegated authorities will be reviewed by the Northern Ireland Office on at least an annual basis, beginning from the date of this letter. That means that your delegations will be reviewed by **31<sup>st</sup> March 2023**. Notwithstanding these regular reviews, the NIO reserves the right to withdraw, reduce, or amend these delegated authorities. Before doing this, the NIO will set out its reasons for making the changes and give The Northern Ireland Human Rights Commission the opportunity to comment.



### **Change of Circumstances**

For the avoidance of doubt, where there are material changes to the key metrics (e.g. cost base, forecast benefits, delivery schedule) of a programme, The Northern Ireland Human Rights Commission should consult the NIO for its view on whether the considerations that led to approval should be revisited, and if fresh consent for the continuation of funding should be sought. Failure to do so may lead the NAO to regard spending following the identification of the material change of circumstances, benefits, or costs as irregular.

### **Change control procedure**

Where The Northern Ireland Human Rights Commission delegated authorities are amended a fresh delegation letter must be issued immediately to record this change. If a new delegation letter is not issued within 14 days of the change then it will lapse, and The Northern Ireland Human Rights Commission delegation limits will be as in the unamended letter.

### **ANNEX 3: DETAIL OF THE NORTHERN IRELAND HUMAN RIGHTS COMMISSION DELEGATED AUTHORITIES**

The Northern Ireland Human Rights Commission delegated authorities are set out below. Notwithstanding these delegations, certain categories of spending proposal override any delegated authority and must be submitted to NIO for onward submission to HM Treasury. These are proposals which:

- could create pressures leading to a breach in Departmental Expenditure Limits, administration costs limits, or Estimates provision;
- would entail contractual commitments to significant levels of spending in future years for which plans have not been set;
- could set a potentially expensive precedent;
- could cause significant repercussions for others;
- require primary legislation;
- are novel and contentious; or
- Where Treasury consent is a statutory requirement.

In addition:

- The Northern Ireland Human Rights Commission will always act within the rules of *Managing Public Money*;
- The Arm's Length Body will abide by any specific agreements reached with NIO and Treasury Ministers or officials during Spending Review discussions or otherwise;
- If spending falls under more than one category of delegation, the lower delegated limit applies.

The delegated authorities for The Northern Ireland Human Rights Commission are set out in the following table:

Notes:

1. Approval is required if spending falls outside one or more of the applicable delegated limits. Spending should be measured on a whole life cost basis except where this is not sensible, for example for ongoing annual commitments.
2. This includes all new projects and proposals/announcements, even when they are part of a larger programme or payment that was provided for as part of a Spending Review or other NIO written approval (who will seek Treasury written approval) and that are not covered by prior written approval from the NIO/Treasury.
3. This also includes renewal of existing projects and programmes where significant changes are being proposed.
4. Costs are on current net present value accruals basis.
5. Where relevant, when comparing costs against delegated limits, non-recoverable VAT will count towards the delegated limit (recoverable VAT will not).
6. The cost is the sum of all payments committed to a body, organisation or individual from a single programme over its lifetime (i.e. costs should not be "unbundled" to fall below the delegation).

Nature of delegation		Delegated limit	Disclosure threshold
Novel, contentious, or repercussive spend. This includes where commitments are made that may give rise to such spend in future i.e. novel guarantees, indemnities and contingent liabilities, novel financing techniques, significant departures from standard departmental terms and conditions.		Nil	Nil
Projects and programs, and announcements and policy proposals with a defined timeline	Resource	£150,000	£150,000
	Capital	£150,000	£150,000
Announcements and policy proposals creating ongoing expenditure	Resource and Capital	£150,000	£150,000
Spending commitments beyond the current Spending Review settlement	Resource and Capital	£150,000	£150,000
Administrative expenditure	N/A	£150,000	£150,000
Stock write-offs and impairments	Equipment, SOSP, IS/IT etc.	£150,000	£150,000
Claims waived or abandoned	Any	£150,000	£150,000
Special payments	All special payments (save special severance payments) are included in this category. This includes extra-contractual payments involving departmental default	£150,000	£150,000

	made on appropriate legal or other professional advice, ex-gratia compensation payments made on appropriate legal or other professional advice, extra-statutory payments, and extra-regulatory payments. Managing Public Money should be consulted for appropriate guidance. For the avoidance of doubt these limits can be taken to exclude reasonable costs agreed or estimated and confirmed as reasonable by appropriate legal advice.		
Consolatory payments (ex-gratia payments to individuals in respect of incidents which do not involve financial loss and there is no legal redress available)		£500	£500
Special severance payments, including PILON and CILON, outside of normal statutory or contractual requirements.		Nil	Nil
Other	Charitable grants	Nil	Nil
	Subsidies	Nil	Nil
	Guarantees, indemnities, and loans	Nil	Nil
	Gifts	Nil	Nil
	Losses	Nil	Nil

	waived/abandoned claims, write offs: third party is solvent		
	Losses waived/abandoned claims, write offs: third party is insolvent	Nil	Nil

#### ANNEX 4: CABINET OFFICE CONTROLS

Controls requirements for the Northern Ireland Office and its arms-length and central government bodies.

Body	Exempt status	Thresholds	Review date	Other conditions
Northern Ireland Office and ALBs	Not exempt	As per guidance		

## **ANNEX 5: EXPLANATORY NOTE ON HM TREASURY APPROVAL IN RESPECT OF CONSOLATORY PAYMENTS**

### **Summary**

The Northern Ireland Human Rights Commission will through NIO seek Treasury approval for any consolatory payment which is over £500, or which is novel, contentious, or repercussive, or which is outside the delegated authority limit for ex-gratia payments agreed with Treasury. There are some exceptions, which are given below.

### **Definition**

Consolatory payments are ex gratia payments made to individuals by organisations in respect of incidents which do not involve financial loss, e.g. stress, inconvenience, embarrassment etc. They are a form of special payment, as defined by *Managing Public Money* (annex 4.13 – Special Payments).

### **Guidelines**

Due to the size of the amounts involved, NIO/Treasury approval is not required for any payment up to £500, which is not novel, contentious, or repercussive, and which is within the delegated authority limit for ex-gratia payments.

Given that there is no measure of financial loss in assessing consolatory payments, any such payment over £500 is liable to be novel and contentious by its nature and as such would require NIO/ Treasury approval in most cases, even if the level of payment is within the delegated authority limit for ex gratia payments for the department or agency concerned.

### **Exceptions**

The following exceptions to these guidelines apply **if and only if** the proposed payment is not novel, contentious or repercussive, and is within the delegated authority limit for ex gratia payments for the department or agency concerned.

- NIO/ Treasury approval is **not** required if a department is in a position to offer to settle a case which would otherwise be determined by the courts (e.g. a personal injury case), and the legal assessment is that the department is likely to lose the case and the proposed consolatory payment is less than the amount the court is likely to award.
- NIO/ Treasury approval is **not** required for cases where an arbiter which has legal authority has made a recommendation for payment. The Parliamentary and Health Service Ombudsman (PHSO) is an example of such an arbiter.
- NIO/ Treasury approval is **not** required if the proposed payment is above £500 but below a limit agreed bilaterally between the department and the Treasury in the context of an independent case examiner (ICE) within the department having made a formal determination of the appropriate level of compensatory payment.

An example of this is the Department for Work and Pensions, which has an ICE which carries out this role. The Treasury has agreed a threshold of £1,000 with the Department for consolatory payments assessed by the ICE.

## **Process**

Submissions for Treasury approval in respect of consolatory payments should be made through the usual NIO contacts, who will liaise with contacts in Treasury spending teams. As appropriate, the HMT spending teams will consult the Treasury Officer of Accounts team (TOA).

We would normally expect a fairly short business case, setting out the circumstances of the maladministration, the level of payment proposed, and justification for the level of payment.

## **Principles**

Given the absence of measurable financial loss in such cases, the NIO/ Treasury seeks to strike a balance between ensuring appropriate levels of scrutiny and avoiding disproportionately heavy clearance procedures for very low value cases.

In accordance with Managing Public Money, Treasury approval is required for any payment which is novel, contentious or repercussive, or which is outside the delegated authority limit for ex gratia payments agreed with NIO/ Treasury. Treasury approval will be sought by NIO on behalf of the Northern Ireland Human Rights Commission.



## Appendix 5

### OUR VISION, MISSION AND PRINCIPLES

#### **Our Vision:**

A society with human rights values and standards at its heart to achieve equality, peace and justice.

#### **Our Mission:**

To protect and promote the human rights of everyone in Northern Ireland.

#### **Our Principles:**

##### ***Independence:***

We value and protect our independence; we act professionally and with integrity; and we make all our decisions based on objective evidence.

##### ***Participation:***

We empower people to participate to the fullest extent possible in decisions that affect their human rights.

##### ***Effectiveness:***

We will advocate for, and work to ensure that human rights protection is built into all law and practice; so that it is guaranteed for everyone and meaningful remedies are available.

##### ***Inclusion:***

We will oppose any form of discrimination or prejudice. Any group of people who face discrimination will be supported.

##### ***Partnership:***

We will work to achieve the greatest impact through partnership with the community and other stakeholders.

## Appendix 6

### **HUMAN RESOURCE MANAGEMENT POLICIES AS THEY RELATE TO THE ROLE AND FUNCTION OF COMMISSIONERS**

It is intended that so far as is reasonably practicable the Commission will seek to mirror, as appropriate, the policies and procedures adopted and amended from time to time by the Northern Ireland Civil Service (NICS).

While Commissioners have no executive or managerial responsibility for the day-to-day work of Commission staff (apart from the supervision of the Chief Executive through the Chief Commissioner), Commissioners should refer to the NICS policies and procedures at <https://www.finance-ni.gov.uk/articles/northern-ireland-civil-service-handbook>

NICS policies and procedures address the following:

- Joining and Transferring
- Leaving the Service
- Leave and Attendance
- Recording, Reporting and Planning
- Learning and Development
- Employee Relations
- Health and Safety
- Pay and Reward
- Travel and Subsistence
- Performance Management

## APPENDIX 7

# AUDIT AND RISK MANAGEMENT COMMITTEE

## TERMS OF REFERENCE

The Commission has established an Audit and Risk Management Committee as a Committee of the Commission to support them in their responsibilities for issues of risk, control and governance by reviewing the comprehensiveness of assurances in meeting the Commission and Accounting Officer's assurance needs and reviewing the reliability and integrity of these assurances.

### Membership

The members of the Audit and Risk Management Committee are:

- David A Lavery CB  
Eddie Rooney  
Stephen White
- Independent External member:  
Sean Donaghy appointed from 2 June 2021 to 1 June 2024
- The Audit and Risk Management Committee will be chaired by Sean Donaghy.
- The Audit and Risk Management Committee will be provided with a secretariat function by the Director (Finance, Personnel and Corporate Affairs) and the Senior Finance, Personnel and Corporate Affairs Officer.
- 

### Reporting

- The Audit and Risk Management Committee will report to the Commission meeting and Accounting Officer after each meeting.
- The Audit and Risk Management Committee will provide the Commission and Accounting Officer with an Annual Report, timed to support finalisation of the accounts and the Governance Statement, summarising its conclusions from the work it has done during the year.

## Responsibilities

The Audit and Risk Management Committee will advise the Commission and Accounting Officer on:

- The strategic processes for risk, control and governance and the Governance Statement;
- The accounting policies, the accounts, and the annual report of the Commission, including the process for review of the accounts prior to submission for audit, levels of errors identified, and management's letter of representation to the external auditors;
- The planned activity and results of both internal and external audit;
- Adequacy of management response to issues identified by audit activity, including external audit's management letter;
- Assurances relating to the management of risk and corporate governance requirements for the organisation;
- (Where appropriate) proposals for tendering for either Internal or External Audit services or for purchase of non-audit services from contractors who provide audit services;
- Anti-fraud policies, whistle-blowing processes, and arrangements for special investigations; and
- The Audit and Risk Management Committee will also periodically review its own effectiveness and report the results of that review to the Board.

## Rights

The Audit and Risk Management Committee may:

- Co-opt additional members for a period not exceeding a year to provide specialist skills, knowledge and experience;
- Procure specialist ad-hoc advice at the expense of the organisation, subject to budgets agreed by the Board.

## Access

The Head of Internal Audit and the representative of External Audit will have free and confidential access to the Chair of the Audit and Risk Management Committee.

## Meetings

- The Audit and Risk Management Committee will meet at least four times a year. The Chair of the Audit and Risk Management Committee may convene additional meetings, as they deem necessary;
- A minimum of three members of the Audit and Risk Management Committee will be present for the meeting to be deemed quorate;
- Audit and Risk Management Committee meetings will normally be attended by the Chief Executive who is the Accounting Officer, the Director (Finance, Personnel and Corporate Affairs), Head of Internal Audit, a representative of External Audit and a representative of the Commission's sponsor department the Northern Ireland Office;
- The Audit and Risk Management Committee may ask any other officials of the organisation to attend to assist it with its discussions on any particular matter;
- The Audit and Risk Management Committee may ask any or all of those who normally attend but who are not members to withdraw to facilitate open and frank discussion of particular matters;
- The Commission or the Accounting Officer may ask the Audit and Risk Management Committee to convene further meetings to discuss particular issues on which they want the Committee's advice.

## Information requirements

**For each meeting the Audit and Risk Management Committee will be provided (well ahead of the meeting) with:**

- A report summarising any significant changes to the organisation's strategic risks and a copy of the strategic/corporate Risk Register;
- A progress report from the Head of Internal Audit summarising:
  - Work performed (and a comparison with work planned);
  - Key issues emerging from the work of internal audit;
  - Management response to audit recommendations;
  - Changes to the agreed internal audit plan; and
  - Any resourcing issues affecting the delivery of the objectives of internal audit;
- A progress report (written/verbal) from the External Audit representative summarising work done and emerging findings (this

may include, where relevant to the organisation, aspects of the wider work carried out by the NAO, for example, Value for Money reports and good practice findings);

- Management assurance reports; and
- Reports on the management of major incidents, “near misses” and lessons learned.

**As and when appropriate the Committee will also be provided with:**

- Proposals for the terms of reference of internal audit / the internal audit charter;
- The internal audit strategy;
- The Head of Internal Audit’s Annual Opinion and Report;
- Quality Assurance reports on the internal audit function;
- The draft accounts of the organisation;
- The draft Governance Statement;
- A report on any changes to accounting policies;
- External Audit’s management letter;
- A report on any proposals to tender for audit functions;
- A report on co-operation between internal and external audit; and
- The organisation’s Risk Management strategy.

*The above list suggests minimum requirements for the inputs which should be provided to the Audit and Risk Management Committee. In some cases more may be provided. For instance, it might be agreed that Audit and Risk Management Committee members should be provided with a copy of the report of every internal audit assignment, or with copies of management Stewardship Reports (or equivalents) if these are used in the organisation.*

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