GOVERNANCE & AUDIT & STANDARDS COMMITTEE

MINUTES OF THE MEETING of the Governance & Audit & Standards Committee held on Friday, 27 October 2017 at 10.30 am at the Conference Room B - Civic Offices

(NB These minutes should be read in conjunction with the agenda for the meeting which can be found at www.portsmouth.gov.uk.)

Present

Councillor John Ferrett (in the chair)
Councillor Scott Payter-Harris (Vice-Chair)
Councillor Steve Hastings
Councillor Leo Madden
Councillor Hugh Mason
Councillor Neill Young

Officers

Julian Pike, Deputy Head of Finance & S151 Officer Michael Lloyd, Directorate Finance Manager (Technical & Financial Planning)
Michael Lawther, City Solicitor
Paul Somerset, Principal Auditor
Greg Povey, Procurement Manager

External Auditor Helen Thompson

55. Apologies for Absence (Al 1)

There were no apologies for absence.

The chair welcomed the press to the meeting and also Mr Brown who had given notice that he wished to make deputations on agenda items 5, 6, 7, 8 and 10.

56. Declarations of Members' Interests (Al 2)

There were no declarations of Members' interests.

57. Minutes from the meeting held on 15 September 2017 (Al 3)

RESOLVED that the minutes of the meeting held on 15 September 2017 be confirmed and signed by the Chair as a correct record.

58. Updates on actions identified in the minutes (Al 4)

- The City Solicitor advised that it had been intended to bring reports
 revising the constitution and standing orders to this meeting but these
 had been deferred to a later meeting with the agreement of the chair.
- It was confirmed that Jon Bell had circulated an explanation of the apparent discrepancy between the earnings of the Chief Executive and senior officers referred to in minute 45.
- The chair read out a statement that had been provided to the committee by Mr Tom Southall in connection with a query about the property investment portfolio. The external auditor, Helen Thompson advised that the external auditors were happy with the response to the query.
- With regard to the comment contained in the performance management update "I have personally witnessed many incidents where units are unsafe and the needs both physical and emotional are not being met which breach the fundamental standards (happy to provide case examples)", the chair confirmed he had had a meeting when the case examples had been provided. He said the meeting had been constructive and the issues were really around resources and recruitment and retention of staff. He advised that the issues were known to the portfolio holder concerned. The chair said that he would arrange for the case examples to be circulated to the committee.

DEPUTATIONS

The chair advised that Mr Brown, a member of the public, had submitted deputation requests in respect of agenda items 5, 6, 7, 8 and 10 and invited him to speak on those items.

<u>Agenda item 5</u> - External Audit Annual Results Report 2016-17 (Update). Mr Brown's deputation included comments on

- Overstatement of depreciation charged on property, plant and equipment
- Overstatement of investment properties
- Understatement of valuation movements on investment property
- There has been no official notification to committee that the PCC Contract Highways PFI is being renegotiated.
- PCC pension fund deficit has increased by a large amount.
- Reference to the property investment portfolio and querying the lack of an annual report and details of investments
- With regard to senior management, PCC now provide services to two
 other local authorities and he commented that although this reduced
 PCC overheads, it also significantly reduced the thinking time of those
 senior officers. He commented that the audit report had made
 reference to reduced oversight and internal controls having worsened.

Agenda item 6 - Audit Reports. Mr Brown gave his deputation which included

- His views concerning the level of non-compliance by two directorates -Culture & City Development and Property & Housing.
- Some senior external consultants appear to have been appointed without having gone through any PCC formal process for appointment.
- Comments about the municipal energy company being surrounded in secrecy and that rumours were circulating about the amount of money being paid to consultants. He asked why PCC did not use Nottinghamshire Council as that council had already set up an energy company.

<u>Agenda item 7</u> - Gifts and Hospitality. Mr Brown said that the reporting levels for hospitality and gifts were set at very low rates and wondered whether the thresholds should be raised as the levels of reporting look to be labour intensive.

<u>Agenda item 8</u> - Review of Members' Allowance Scheme. Mr Brown's deputation included a comment that he thought the Deputy Lord Mayor's allowance should be closer to that for the Lord Mayor.

Agenda item 10 - Exclusion of Press and Public in relation to the Procurement Management Information exempt appendices. Mr Brown gave his deputation saying he thought the public interest in disclosing the contents of the exempt appendices outweighed the reasons for exempting the appendices concerned. He asked that more detail be given as to why the exemption should be upheld.

The chair thanked Mr Brown for his deputations.

59. External Audit Annual Results Report 2016 - 17 (Update) (AI 5) (TAKE IN REPORT)

Helen Thompson, Executive Director, Ernst & Young introduced the report. She apologised that the work has not been completed in time. She said that as matters had progressed it became clear that not sufficient work on some of the complex accounting issues had been requested by Ernst & Young in time for the work to be completed to meet the deadline to enable her to issue a safe opinion. There are still a small number of areas where sample requests have identified areas where more information is needed which is not yet available. However much of the work is now complete. One of the key issues concerns a lease associated with Wightlink and this is very complex and the values are material. Her aim is to complete the work by the end of 3 November. She said that most of the areas in the audit report have not changed but there were some key areas where changes had been made.

With regard to the deputation she wished to clarify some of the points raised. With regard to the executive summary, the status of the audit is as it stands but there are two additional matters that had not been mentioned. These are the treatment of the Wightlink lease and also checking that all the amendments the external auditors asked to be made have in fact been made.

With regard to the audit differences section, this was correct initially but then when the redraft occurred the external auditors overlooked making the changes to that section to correspond. The overstatement of depreciation has now been removed entirely and was not an error by PCC. So in summary the section on audit differences needs to be updated but section 4 of the report is correct. The external auditor said that it may be helpful to outline the changes between the previous report and the one before the committee today. Basically these were

- An update concerning management override
- A slight change to the wording around harbour accounts
- Section 4 has been entirely rewritten
- Section 7 Assessment of Control Environment has been changed for clarity and to allow for management response.

She advised that the report will also include reference to the Wightlink lease and reference will be made to the necessity for the council to pay close attention to investment property revaluation and the classification rules of practice. The external auditor also said that she is considering whether council values and investment properties need to be revalued.

Finally the external auditor said that Ernst & Young had missed the deadline and that counted against them as a firm. Her aim now was to complete everything as soon as possible in order to prepare for the 2018 audit report especially bearing in mind the shorter timescale. Obviously Ernst & Young also need to make sure that this situation does not happen again. The external auditor also requested that PCC should consult with Ernst & Young at an early stage where there is any doubt as to how accounting should be done in order to resolve any issues that may arise at a later stage. She gave the example of the energy company. She apologised that the audit report was late but said that there was a need to make sure everything was in order.

The Chair thanked the external auditor for her report. He said that he had been under the impression that it was a legal requirement to sign off the Letter of Representation by 30 September but that this had not been possible as the auditors had not completed their work for various reasons. He had met with finance officers and with the external auditor with regard to the delays. He said that he had received assurance that the sign-off date of 30 September was not a legal issue but was reputational.

Julian Pike explained that the PSAA (Public Sector Audit Appointments) produce a report which is published on their website showing all the authorities that have not concluded their statements of account by 30 September. It also gives reasons why. PCC will be listed in that report. Ms Thompson explained that PSAA will send something to the council before publication so that they can comment on the entry that will be made.

The Chair said that he had queried whether PCC would receive a reduction in their fee payment to Ernst & Young but had been told that no reduction would

be made although the additional work that had been identified would not be charged for.

It was

proposed by Councillor Leo Madden seconded by Councillor Scott Harris

that the Chair be given delegated authority to sign-off the Letter of Representation without convening a meeting specifically for that purpose unless a major change was made to the letter of representation. Upon being put to the vote this was carried.

In response to questions the following matters were clarified

- Michael Lloyd said that the requirement for harbour accounts to be produced derives from the Transport Act 1964 but in common with a number of similar organisations, PCC had never produced accounts and this had not been noticed until around 2012. However this does not impact on the finance statements for the council The preparation of harbour accounts was problematic because there is no definition or guidance about what should be included in the accounts nor exactly who should be completing them. Basically at the point when harbour accounts are requested, PCC will seek additional information on exactly what has to be included and in what format. Michael Lawther said that if PCC were suddenly to be asked to produce accounts it would be able to do so, but he was not anticipating that such a request would be received.
- With regard to the increase in the deficit of Hampshire Pension Fund, Michael Lloyd said that this is really an actuarial issue. Basically this is an estimate and actuaries change their assumptions from time to time. This is not an actual increase in deficit but is based on a changed set of assumptions. This is in common with most other pension schemes. Councillor Hugh Mason, the council's representative for Hampshire Pension Fund said that the last meeting he attended had been generally optimistic. Michael Lloyd confirmed that a full valuation was carried out every three years.
- Members commented that the audit report was very good and wellpresented and thanked the external auditor for her explanation about recent events.
 - Helen Thompson said that there was a need to update the report and she would add in a comment to say that the additional information had been agreed in terms of prioritisation of planned capital.
- With regard to the heading "Assessment of Control Environment", a
 query was raised about the municipal energy company as members
 said they had heard nothing since the agreement by members that this
 should be taken forward. Members asked whether an update report
 would be coming to Governance & Audit & Standards Committee. The

City Solicitor said that the decision making on this had been delegated to the Leader and Section 151 Officer to appoint business consultants. He said that the consultants and the principals were included in a public register at Companies House.

• In relation to a query about the comments on CCG, Ms Thompson said that CCGs are required only to draw down cash when required. It is not permissible for them to draw down cash in advance of need. The external auditors are drawing to council's attention that the CCG may not be complying with this requirement. However Ms Thompson said this was not a matter that concerned the council directly but the council's attention was being drawn to this issue and it was up to the council to decide whether or not to bring the matter to the attention of the CCG.

With regard to the highways, the liabilities had been overstated by £7 million. Members were under the impression that whereas the report said the contract was "due to be" renegotiated they were under the impression that the renegotiation was already under way. In these circumstances they would expect that the finances would be looked at in great detail so want to know the circumstances whereby an understatement and overvaluation had occurred. Michael Lloyd said that a unitary charge was made to the contractor and this consisted of an element of revenue works such as sweeping the roads and a finance charge for interest on the work done at the beginning of the scheme. There was a charge for the principal repayment and during the life of the contract there would be some capital items as things needed to be replaced ie the lifecycle replacement element. Although the council knows what payments are being made to the contractor, the council does not know how exactly the contractor spends the money we pay them. Consequently the council has to estimate the value of the assets and the liabilities under the contract. The amended methodology is agreed with the auditor's input in order to estimate items. Mr Pike said that the total expenditure adds up to the same amount it is just that the amounts are posted to different places. It was confirmed that the issue with the accounts had no influence on the highways renegotiation process.

The chair thanked Helen Thompson for her report.

RESOLVED that

- (i) The report be noted;
- (ii) That delegated power be given to the chair to sign off the letter of representation on behalf of the committee without convening a meeting specifically for that purpose unless a major change was made to the letter of representation.
- 60. Audit Performance Status Report to 29 September 2017 (Al 6) (TAKE IN REPORT)

The deputy internal auditor, Mark Somerset, introduced the report which updates the committee on the internal audit performance for 2017/18 to 29 September 2017 against the annual audit plan, highlights areas of concern and areas where assurance can be given on the internal control framework.

In response to gueries the following matters were clarified

- The deputy chief internal auditor confirmed that under paragraph 4, external clients were mainly the schools but also included other bodies for example the Langstone Harbour Board.
- The Deputy Chief Executive confirmed that around 50% of the income
 of the service came from external clients and that this enabled PCC to
 employ specialist staff to provide the works.
- A comment was made that there had been a large increase in the number of days of audit work since last year but the deputy chief internal auditor was satisfied that this could be achieved.
- With regard to paragraph 5.7 of the report concerning duplicate invoices, Paul Somerset said that he was satisfied that the money was never close to leaving the authority but as it represented a risk a comprehensive programme had been introduced to regularly check that the controls were working in order to feed into overall assurance. With regard to the increase in high risk exceptions year on year, this was likely to be because a new piece of software had been implemented where more checks were being covered and

consequently more matters were being brought to light in a shorter

- The deputy chief internal auditor said that in terms of the percentage of the approved plan that had been completed, he had no concerns about being able to complete the planned work.
- With regard to exception 3 Sim Cards , the Deputy Chief Executive said that this is a commercial dispute and that he would brief members with more detail about this outside the meeting.

RESOLVED that members

timescale.

- (1) Noted the audit performance for 2017/18 to 29 September 2017;
- (2) Noted the highlighted areas of control weakness from 2017/18 audit plan.

61. Compliance with the Gifts and Hospitality Protocol (Al 7) (TAKE IN REPORT)

The Deputy Chief Executive, Michael Lawther introduced the report and advised that he would arrange for the appendix where multiple entries for one person had been made to be amended. He confirmed that the person had only received one iPad.

Mr Lawther explained that the purpose of the report is to update members concerning compliance with the gifts and hospitality protocol and to advise on remedies. He advised that the method of noting gifts and hospitality was not onerous as it was a web-based tool and was very straightforward to complete. He advised that last time it had been suggested to the committee that the

rates should increase, the committee had decided against doing so. He said that if at any time the committee wished to consider an increase in the gifts and hospitality rates he could bring a report.

During discussion the following matters were raised

- Members said that the gifts and hospitality offered showed an appreciation of PCC staff.
- Members felt that there was a need to tidy up the appendix to avoid duplications.
- The chair commended those staff for recording the gifts and hospitality that had been offered and the vice-chair noted that the Lord Mayor's Appeal had benefited as often gifts had been donated to that charity.

The Deputy Chief Executive said that under- declaration by any officer had never so far been raised as an issue and that the system appeared to work well.

RESOLVED that the committee

- (1) Decided not to make any recommendations for change;
- (2) Noted the report.
- 62. Review of Members' Allowance Scheme (Al 8)

(TAKE IN REPORT)

The Local Democracy Manager, Stewart Agland, introduced the report and advised that the role of Governance & Audit & Standards Committee was simply to approve the review process that had been followed. Mr Agland advised that under the Local Authorities (Members' Allowances) (England) Regulations 2003, Portsmouth City Council is required to have an independent remuneration panel to review the members' allowance scheme. The report records the membership of the panel and outlined the process followed. It also set out how the panel arrived at its recommendations and the appendix showed what the revised scheme would look like should council approve it.

The chair thanked Mr Agland for the report and reiterated that the matter was before this committee simply to approve the review process. The detail of the proposed changes would be a matter for council.

RESOLVED that

- (1) The Governance & Audit & Standards Committee approved the review process;
- (2) The Governance & Audit & Standards Committee recommended to council that
 - (1) No change should be made to any of the various elements comprising the Members Allowances Scheme ("the Scheme") except that,

(a) the Lord Mayor and Deputy Lord Mayor are to be included in the Scheme with a Special Responsibility Allowance (SRA) multiple of Basic Allowance of 0.7 and 0.1 respectively making the positions indexlinked and if the recommendation is agreed by Council, to be effective from the date of that Council Meeting.

Note 1 This is not an additional allowance for the Lord Mayor and Deputy Lord Mayor but is simply to bring their allowance formally within the scheme and particularly within the Index Linked regime rather than be permanently fixed as they have been. The proposed changes result in broadly similar allowances currently paid for these positions outside of the scheme which are Lord Mayor allowance is currently £7,100 and the Deputy Lord Mayor is currently £923.

Note 2 A footnote would be added to the relevant section as follows "Recognising the roles of Lord Mayor and Deputy Lord Mayor are greater than is required normally of a councillor, as per The Local Authorities (Members' Allowances) (England) Regulations 2003, Special Responsibility Allowances"

- (b) a note would be added to the Scheme to clarify that any remuneration received through representing the Council on any Outside Body sits outside the Scheme.
- (c) the wording in the section on Carers' Allowance is amended to link it to the "Portsmouth Living Wage" (currently £7.85 per hour)
- (d) the wording of the first paragraph of section B (1)
 Travelling Allowances is amended to add the
 following wording

That "Travel claims to a destination outside the City must be from a member's Portsmouth registered address, (or from the Council's Civic Offices if that is the member's starting point and is nearer to the destination). Claims from another location can be made if it is nearer to the destination outside the City."

(2) Notwithstanding the index-linked arrangement, a further review of the Scheme be carried out to be completed in time for the start of the 2021-2022 financial year to meet the 4-yearly review requirement.

- (3) The existing Independent Remuneration Panel be retained as a Standing Panel in the interim period, whose members (with a quorum of three for any decision to be taken) can consider issues that arise in connection with the Scheme before the next review, either by email or in meetings.
- 63. Update on the council's compliance with its Equality Impact Assessment Process (Al 9)

(TAKE IN REPORT)

The Local Democracy Manager, Mr Stewart Agland introduced the report which updates the committee on the compliance of council services with the Council's Equality Impact Assessment Process since the last meeting held on 4 November 2016. Section 3.2 of the report sets out full and preliminary equality impact assessments in respect of any new reviews and policies.

The chair of the committee said that the reports that used to come to G&A&S had compliance tables by different directorates which he found useful. The City Solicitor said that this information could be supplied in future if that is what members wanted

A further query was raised in relation to paragraph 3.2.1 which stated that there was still work to be done with services to ensure all EIAs are sent to the Equality & Diversity team before being published on the web. Mr Agland suggested that any non-compliance data by directorate could be circulated to members of the committee so that if they had concerns they could ask for a report to come to the committee. This was agreed. The City Solicitor said that ultimately the responsibility for compliance rested with him and that he would pursue the matter.

RESOLVED that the committee

- (1) Noted the contents of the report;
- (2) Continues to monitor the compliance of the council services with the equality impact assessment process adopted by the council on an annual basis or sooner if the Committee Members have any concerns.

64. Exclusion of Press and Public (Al 10)

The Chair advised that appendices 1 and 4 of the report were marked exempt and that if members wished to discuss these in any detail this would need to happen in exempt session. Mr Greg Povey elaborated on the reasons for the exemptions. He said that under the Local Government Act there were seven main reasons for matters to be held in exempt session. With regard to Appendix 1, this was exempt under paragraphs 1 and 2 as the information given would enable individuals to be identified. In relation to Appendix 4 this was exempt under paragraph 3. He explained that the public interest in maintaining the exemption outweighs the public interest in disclosing the information. As an example to illustrate how this may occur, Mr Povey said that it is not in the public interest to disclose information about contractors who have been barred or given low ratings by the council because of previous performance. The council sets high standards and if a contractor believes

that any performance issues will be made public then contractors may decide not to deal with the council. This could have the effect of reducing the supply base to the council which would reduce competition and thus increase costs. It is not in the public interest to pay more for services or to struggle to find providers because their performance would be disclosed (which would often not happen when contractors dealt with other clients).

The City Solicitor said that the meeting could continue in open session until Members wanted to discuss any matter in the exempt appendices.

65. Procurement Management Information (Al 11)

(TAKE IN "for information" REPORT)

Mr Greg Povey, Assistant Director of Contracts, Procurement and Commercial, Finance and Information Service, introduced the report which is for information and which provides evidence to allow the committee to evaluate the extent that Portsmouth City Council is achieving value for money in its contracts for goods, services and works.

Mr Povey advised that the way the city council demonstrates that it is paying competitive rates is by (a) subjecting Procurement to a competitive process

- (b) ensuring that we obtain the quality of service that we are paying for
- (c) testing value for money against industrial comparators.

Mr Povey further advised that members approved a recommendation of a target of greater than 95% conformance with contract procedure rules. Where this target is not met by an individual directorate, a comment on the risk of the non-compliant spend in the monitoring month is provided by the Procurement Manager. Mr Povey said that he would be happy to consider setting the target at a higher conformance level if the committee wanted that to happen but setting the target at 95% picks up all the key issues. He advised that there were several procurement control processes in place including the gateway process and the contract procedure rules. In addition the council is also bound by the EU Treaty of Rome where some European companies may bid for contracts above a certain value. Mr Povey said that the report shows total transaction values and the compliance rate by directorate in section 1. A more detailed breakdown of this appears in exempt Appendix 1. Reports on low level transactions ie those less than £4,000 have not been requested by the Procurement Manager and so do not appear in Appendix 1.

A query was raised by a member of the committee about 5% for a small budget department being very different from 5% of say the Adult Social Care directorate and asked what is being done to monitor the larger directorates as the sums involved were commensurately large. Mr Povey said that this was managed through two key instruments - the gateway process and the contract procedure rules. He gave an example of waivers where although an individual director can authorise a waiver without any oversight up to £100,000, they would then need to provide a service waiver note and register that transparently. Mr Povey said that the levels concerned were debated at the Governance & Audit & Standards Committee earlier in the year and it was then decided not to make any changes to the amounts involved. However this could be reconsidered if that was the will of the committee.

The City Solicitor said that when members looked at exempt Appendix 1 they will see details of the non-conforming spend. He said there will always be

some exceptions to deal with practical matters. He referred to 6.1 of the exempt appendix without going into any detail and advised that the sum mentioned will be regularised going forward. There was no real harm attaching to that and that is true of most items in exempt Appendix 1.

Mr Povey said that the reporting to Governance & Audit & Standards resulted in the council having robust procedures in place with visibility for members. Mr Povey gave context around the figure for public health stating that public health came into PCC three to four years ago as a result of national restructuring. This often triggers periods of growth.

With regard to the £26,000 referred to in the exempt appendix. This was because the city council is obliged to provide certain statutory services and at the time there was only one central system to buy from and consequently the council had no choice but to procure the services from that one provider. The situation has since changed and there is now some competition.

The chair thanked Mr Povey for this explanation. The chair then asked for more information regarding Culture & City Development in relation to the table contained in the report in section 1 - Compliance with Contract Procedure Rules. He said that although information had been provided for the month of July, looking at the Culture & City Development figure, the total value of non-compliant transactions amounted to £651,578 whereas for the month of July only £9,552 had been accounted for in exempt Appendix 1. He asked that details of the remaining £651,000 should be circulated to the committee with an explanation of how this sum was made up. Mr Povey agreed to do that.

Mr Povey then gave an outline of two waivers that had taken place in Adult Services for £432,000 and £84,000 respectively. The mitigation for the £432K waiver is that it is a service to provide domiciliary care and is a pilot scheme. If this is to continue beyond the pilot stage, this will have to go through the usual tender process.

He also gave an example of the Portsmouth International Port where a Linkspan 4 which is 25 years old needs replacing. Although a cheaper contract could be obtained, the down time on that would be weeks and could easily incur large losses and may lead to permanent loss of trade whereas the alternative, more expensive option would mean that the replacement would take hours as opposed to weeks which meant that there was an overwhelming commercial interest in going with the more expensive contract which was very much quicker.

The chair raised a query on section 6 - supplier performance - in that the numbers under the heading "Key Performance Indicators never scored" had increased from January 2016 when it was 88 to September 2017 when it was 112. Mr Povey said that there were some directorates namely Property & Housing and Environment & Transport that had not bought into the scoring of key performance indicators as well as other directorates. These two directorates both had new directors and Greg Povey said he would be meeting with the new directors to ensure that the KPI scoring improves. He advised that the Procurement dashboard could help with this.

During discussion the following matters were clarified

- Members said that the explanation regarding waivers was good and that they were content that there were enough checks and balances in the system.
- Members said that the current level of reporting to the committee on procurement matters was the right frequency.
- With regard to a query about the likelihood of high value public health waivers reducing going forward, Mr Povey said that this was difficult to estimate

The Committee Members indicated they had some specific points to raise with regard to the exempt appendices.

It was proposed by Councillor John Ferrett seconded by Councillor Scott Harris

that under the provisions of section 100A of the Local Government Act 1972 as amended by the Local Government (Access to Information) Act 1985, the press and public be excluded for the consideration of the following item on the grounds that two of the appendices to the report contain information defined as exempt in Part 1 of Schedule 12A to the Local Government Act, 1972.

Upon being put to the vote this was carried.

The Chair thanked the press and public for attending the meeting before they left the room.

Open minute relating to exempt session

During discussion the following matters were clarified

- In relation to exempt Appendix 1 it was agreed that more information would be sought concerning item 3.1 around home to school transport in relation to the expense incurred.
- With regard to 3.2, the City Solicitor advised that this was in respect of a payment mechanism but Mr Povey agreed to provide the committee with more detail.
- Mr Povey would also ask his team to be careful around terminology such as in 4.2 reference to "being brought in-house" could be misleading.
- With regard to the Procurement Information report, the Chair explained that in the past, the minutes of the Contract Management Board had been included as an exempt appendix and asked that these be included in future as an exempt appendix. The committee agreed with this
- Mr Povey agreed to provide more details about whether liquidated damages applied to a particular contract.

 Mr Povey agreed to provide more details about the first contract mentioned in section 2 of exempt Appendix 4 and would circulate information to members of the committee.

The Chair thanked everyone for their attendance.

The meeting concluded at	12.50 pm.
Councillor John Ferrett Chair	