

Business Plan 2024/25 to 2026/27 – Q2 Update

Governance

Key tasks

Key:

	Complete
	On target or ahead of schedule
	Commenced but behind schedule
	Not commenced
xN	Item added since original business plan
xM	Period moved since original business plan due to change of plan /circumstances
*	Original item where the period has been moved or task deleted since original business plan

Governance Tasks

Ref	Key Action: Task	2024/25 Period				Later Years	
		Q1	Q2	Q3	Q4	2025/ 2026	2026/ 2027
G1	Succession planning	x	x	x	x		
G2	Governance arrangements	x	x	x	x		
G3	Compliance with TPR General Code	x	x	x	x	x	
G4	Implement regulatory and guidance changes (including Good Governance review)	*	*	x	x	x	
G5	Review of governance related policies	x	x		x	x	x
G6	Review/tender key supplier contracts and Procurement Act changes	x	x	x	x	x	
G7	Appointments of Local Pension Board and Pension Fund Committee Members		x	x	x	x	x
G8	WPP Governance arrangements		*	x	x		

G1: Succession planning

What is it?

A number of our senior management team are approaching retirement age or have plans to retire over the period of this business plan, most significantly the Deputy Head of the Fund whose role currently includes:

- responsibility for the finance team and governance of the Fund
- participation in all of the sub-groups of the Advisory Panel
- attending all WPP officer groups, participating on behalf of the Fund

The expected requirement to accelerate pooling of investments will also impact on the Fund's resourcing needs, noting that the Deputy Head of the Fund also has a key role in relation to investments.

In order for us to continue to deliver excellent service and meet statutory requirements, suitable succession plans must be in place to ensure roles can be filled by individuals who have the appropriate level of expertise and skills. As part of this we will also develop a Workforce Policy (which may become a requirement as part of the government's response to the SAB Good Governance review).

Timescales and Stages

Review the senior management structure and ensure succession planning is in place for senior management: already commenced	2024/2025 Q1 to Q2
Consider impact on the team beyond senior management	2024/2025 Q3 to Q4

Resource and Budget Implications

To be led by the Head of Clwyd Pension Fund, with input from the Independent Adviser. All expected costs are included within the existing budgets.

G2: Governance arrangements

What is it?

The Fund's governance structure includes an Advisory Panel of officers and advisors to support the Head of the Fund in carrying out the functions delegated to them by the Pension Fund Committee. Given the specialist nature of some of this work, particularly in relation to investments, the Advisory Panel is in turn supported by a number of subgroups.

With Government expected to bring forward new requirements in relation to investments and pooling and governance, as well as expected changes to the Senior Management Team, we plan to review the subgroups supporting the Advisory Panel. This will include the number of scope of the groups, their membership and Terms of Reference.

Timescales and Stages

Review the sub-groups supporting the Advisory Panel	2024/2025 Q1 to Q2
Develop and implement proposed changes to governance arrangements	2024/2025 Q3 to Q4

Resource and Budget Implications

To be led by the Head of Clwyd Pension Fund, with input from the Independent Adviser, Investment Consultant and Fund Actuary. All expected costs are included within the existing budgets.

G3: Compliance with TPR General Code

What is it?

The Pensions Regulator (TPR)'s new General Code of Practice came into force on 27 March 2024. It replaces Code of Practice No.14 (the Code for Public Service Pension Schemes), merging 10 of the 15 codes previously in place, and incorporates previous guidance, e.g. on cyber. A very high level check has already been carried out, but we will carry out a more detailed review of the Fund's practices against the requirements of the new General Code and develop a plan to ensure we comply with those requirements. Whilst there is no explicit timeframe for achieving and demonstrating compliance, we understand TPR expects this to be completed as soon as possible and so we plan to ensure the Fund is fully compliant by the end of 2024/2025.

The Pension Board has a legal requirement to assist in ensuring we comply with TPR's requirements and will therefore oversee this review.

Timescales and Stages

Detailed review of the Fund's practices against the new TPR General Code and develop ongoing action plan in relation to non-compliant areas	2024/2025 Q1 to Q2
Implement the action plan following the review	2024/2025 Q3 to Q4

Resource and Budget Implications

This work will initially be led by the Head of Clwyd Pension Fund working with the Independent Adviser, Chair of the Board and Governance Administration Assistant, but will

involve all of the management team. Estimated costs of the review are included within the budgets shown.

G4: Implement regulatory and guidance changes (including Good Governance review)

What is it?

It is expected that there will be new requirements placed on and guidance provided to LGPS funds including:

- requirements to have a training policy in place for Pension Fund Committee members and report regularly on the training completed by Committee members, as proposed by the Department for Levelling Up Housing and Communities¹ (DLUHC)'s response to their 2023 consultation, "Next steps on investments".
- recommendations from the national LGPS Scheme Advisory Board (SAB)'s review of the LGPS governance arrangements ("the Good Governance Review"), including ensuring appropriate conflicts of interest management, knowledge and skills and having a designated LGPS lead officer in each administering authority. These recommendations were made to DLUHC in 2021 and it was expected that DLUHC would issue statutory guidance in some areas with SAB issuing guidance in other areas. Progress on implementing the Good Governance recommendations has been delayed due to other national priorities and it is currently expected that this will be issued during 2024/2025. DLUHC also announced that it intends to require funds to put in place a Workforce Policy as part of the requirements.

Timescales and Stages

Respond to any further consultations on regulations/guidance from DLUHC and SAB	2024/2025 Q1 to Q3 (estimated)
Review existing arrangements against new regulations and/or guidance	2024/2025 Q2 to Q4 and 2025/2026 (estimated)

Resource and Budget Implications

Estimated costs for this work are included within this year's budget although costs are uncertain at this time and may vary depending on the final guidance and requirements. It is expected this will mainly involve the Head of Clwyd Pension Fund taking advice from the Independent Adviser.

¹ DHLUC is the Government Department responsible for the LGPS and issuing LGPS Regulations

G5: Review of governance related policies

What is it?

We have several policies focussing on the governance of the Fund, all of which are subject to a fundamental review, usually at least every three years. The policies due for review in 2024/2025 are the Business Continuity Policy (carried over from 2023/2024), the Conflicts of Interest Policy, Knowledge and Skills Policy, Breaches Policy and the Cyber Strategy.

When reviewing these policies, we will need ensure that they are aligned to the new TPR General Code (see G3) and any Good Governance requirements (see G4). We also expect requirements on Pension Fund Committee knowledge and skills to be implemented as part of the LGPS investment/pooling changes which will be considered when reviewing the Knowledge and Skills Policy. Depending on the timing of any national changes, the timescales shown below may need to change.

Timescales and Stages

Policy	Last reviewed	Next review due	Timescales for review work
Business Continuity Policy	March 2021	June 2024	2024/2025 Q1
Conflicts of Interest Policy	September 2021	September 2024	2024/2025 Q2
Knowledge and Skills Policy	September 2021	September 2024 – deferred due to delays with Good Governance	2024/2025 Q2 – deferred to Q4 (estimated)
Procedure for Recording and Reporting Breaches of the Law	March 2022	March 2025	2024/2025 Q4
Cyber Strategy	March 2022	March 2025	2024/2025 Q4
Governance Policy and Compliance Statement	November 2022	November 2025	2025/2026
Anti-Fraud and Corruption Strategy	March 2023	March 2026	2025/2026
Risk Management Policy	March 2024	March 2027	2026/2027

Resource and Budget Implications

It is expected this will mainly be led by the Head of Clwyd Pension Fund taking advice from the Independent Adviser. Estimated costs are included in the budget.

G6: Review/tender key supplier contracts and Procurement Act changes

What is it?

We have a number of key supplier contracts that require ongoing review and procurement as follows:

- The Fund's actuary and benefits consultant contract reaches its initial break point on 31 March 2025 albeit, it can be extended by the Committee for 1 year
- The Fund's investment consultancy contract is due to expire on 31 March 2025. However due to the retirement of the Deputy Head of Clwyd Pension Fund in June 2024, the procurement of this contract will take place before her retirement, with the existing contract terminating and the new contract commencing during 2024/2025 (for example, prior to the expected date of 31 March 2025)
- The Fund's independent adviser reaches the end of its contract on 31 March 2025. The independent adviser can also be the Chair of the Pension Board and therefore that needs to be considered at the same point
- The suitability testing for the Fund's Administration Software is next due in February 2028, outside the period of this business plan

There is a new Procurement Act with secondary legislation expected to be made and come into force during 2024. We will ensure we understand the changes being implemented and consider the impact on future procurement we may undertake.

Timescales and Stages

Conduct tender for investment consultancy services	2024/2025 Q1 to Q2
Conduct tender for independent adviser	2024/2025 Q3 to Q4
Consider extension of actuarial and benefits consultancy contract	2024/2025 Q4
Conduct tender for actuarial and benefits consultancy services (assuming extension has been applied)	2025/2026
Consider and implement necessary changes due to Procurement Act 2023	2024/2025 Q2 to Q4

Resource and Budget Implications

The investment consultant tender will be led by the Deputy Head of Clwyd Pension Fund within existing budget. Other tenders will be led by the appropriate senior officer. There may be additional costs associated with advice required to review the procurement process to ensure it adheres to new regulations expected under the Procurement Act 2023.

G7: Appointment of Local Pension Board and Pension Fund Committee members

What is it?

The Pension Board is made up of 5 members: 2 Employer representatives, 2 Member representatives and 1 independent member. Members are appointed by the Board Secretary after completion of a selection process.

The employer and scheme member representatives on the **Pension Board** are appointed for a period of three years. This period may be extended to up to five years. The current appointments are subject to review as follows:

- Scheme member representative (non-trade union) – February 2025 (five-year point)
- Scheme employer representative – July 2025 (five-year point)
- Scheme member representative (trade union) – October 2025 (three-year point)
- Scheme employer representative – December 2026 (three-year point)

In addition, the appointment of the Chair of the Pension Board ends on 31 March 2025 so a review exercise will be carried out.

The Pension Fund Committee is made up of nine members, five of these members are Flintshire County Council Councillors with the remainder being co-opted members. The co-opted members comprise one Councillor from Wrexham County Borough Council, one Councillor from Denbighshire County Council and two representative members, one for the other Scheme employers and one for Scheme members in the Fund.

The five Flintshire Councillors are appointed annually, and the Councillors from Wrexham and Denbighshire are appointed until the next ordinary local government election. Both groups can be reappointed for further terms.

The representative members (for other scheme employers and scheme members) on the **Pension Fund Committee** are appointed for a period of not more than six years, but may be reappointed for further terms. The existing representative members were appointed in July 2020 so their appointments will need to be reviewed by July 2026.

Timescales and Stages

Review Pension Board scheme member (non-trade Union) representative	2024/25 Q3 to Q4
Review Chair of the Pension Board	2024/25 Q3 to Q4

Review Pension Board representatives (scheme member (trade union) and one scheme employer)	2025/26
Review Pension Board scheme employer representative	2026/27
Review Pension Fund Committee representative members (other scheme employers and scheme members)	2026/27

Resource and Budget Implications

It is expected this will mainly involve the Head of Clwyd Pension Fund taking advice from the Independent Adviser and Chair of the Pension Board, where appropriate. All costs will be met from the existing budget.

G8: WPP Governance Arrangements

What is it?

The Fund is a “Constituent Authority” within WPP, alongside the other seven LGPS funds in Wales. WPP can be considered a collaboration across the Welsh LGPS funds and is governed, amongst other things, by an Inter-Authority Agreement (IAA). The IAA establishes the Joint Governance Committee and Officer Working Group in which Fund representatives and representatives from other LGPS funds in Wales participate. The IAA also sets out the decision-making structure and the matters which are reserved to the Constituent Authorities.

The IAA was signed in 2017 and since then there have been significant changes in the overall landscape in which LGPS funds operate, including governance-related changes as well as changes affecting the investment environment. We also now have experience of addressing a number of matters reserved to the Constituent Authorities. With that in mind, we plan to consider whether WPP’s governance arrangements could be enhanced and to liaise with WPP to discuss any suggestions we may have so that these can be considered as part of WPP’s 2025/2026 business planning.

Timescales and Stages

CPF discussion(s) on WPP governance arrangements	2024/2025 Q2
Liaise with WPP (in advance of 2025/2026 business planning)	2024/2025 Q3 to Q4

Resource and Budget Implications

To be led by the Head of Clwyd Pension Fund, with input from the Advisory Panel. It is hoped that the expected costs can be met from existing budgets.