

Item: 15

Title: Llais Standing Orders review

Gweithredu / Action required	For consideration and approval
Amseru / Timing	Routine
Argymhelliad / Recommendation	The Board is asked to note the review undertaken of our Standing Orders and support the proposed changes following consideration and endorsement by the Audit and Risk Assurance Committee.
Risg / Risk	If Llais does not regularly review its Standing Orders as part of its wider governance arrangements, it will risk operating without the most up to date position in terms of its roles and responsibilities and its agreed ways of working. This will risk Llais operating or making decisions that do not meet its required statutory requirements.
Cyllid / Finance	There are no direct financial aspects to this report. However, decision making related to the Standing Orders could have financial and governance implications for the organisation if these arrangements are not in place and followed within Llais.
Amcan cynllun blynyddol / Annual plan objective Amcan cynllun strategol / Strategic plan objective	This work relates particularly to priority area 5 – which is to grow and improve as an organisation and be a trusted organisation that is valued by everyone. Good governance arrangements are an important enabler for the successful operation and delivery of all aspects of the work of Llais and therefore, achieving all key objectives.
Ecwiti, Amrywiaeth a Chynhwysiant / Equity, Diversity & Inclusion	There are no direct implications for this report in this assessment area.
Cyfathrebu / Communications	Please tick one of the following boxes if this activity will have an impact on: Internal: our people ☒ External: our customers/partners/stakeholders ☒

	External: our organisation's reputation ☒
Cymeradwyaeth / Approval/Clearance	Chief Executive
Trafodaethau/ Penderfyniadau Blaenorol / Previous discussions/decisions	Llais has previously agreed Standing Orders. These have been kept under review. The range of governance documentation was subject to a complete review in 2024, which was approved by the Board in July 2024 with a 2-year review period agreed. A compliance review was also undertaken in 2025 and reported to the Board.
Awdur/ Cyflwyno / Author/presenting	Richard Bevan, Corporate Director of Governance and Board Secretary
Dyddiad / Date	7 October 2026
Cefndir / Background	
Introduction: The importance of reviewing core governance documents Standing Orders define how decisions are made, how some financial resources are managed, and how accountability is maintained across the organisation. Standing Orders are essential for ensuring that our operations are lawful, transparent, and aligned with best practice standards. Regular reviews of Standing Orders are critical for several reasons: • Compliance and assurance: They must reflect current legislation, Welsh Government guidance, and NHS Wales governance requirements. • Risk management: Outdated or unclear provisions can lead to governance failures, financial irregularities, or reputational risk. • Organisational effectiveness: As Llais continues to evolve, our governance framework must adapt to support efficient decision-making, clear lines of responsibility and must reflect any changes in the organisation's management structures. • Public confidence: Robust and up-to-date governance arrangements underpin trust in our ability to act with integrity and accountability.	

This report seeks to provide the Board with assurance that our Standing Orders are fit for purpose and continue to guide and safeguard our organisation's statutory duties and strategic objectives.

Manylion / Detail

Standing Orders review

Our Standing Orders were updated in 2024 and approved by the Board in July 2024 with a 2-year review period. A compliance review was also undertaken in 2025. Our Standing Orders are now due for review, and this work has been undertaken by the Corporate Director of Governance and Board Secretary and discussed with the Executive Team. The proposed adjustments and changes we considered by the Audit and Risk Assurance Committee on the 23 September and were supported. These changes are recommended to the Board for approval.

The previous compliance review in 2025 indicated that the organisation was compliant and, in some areas, exceeded the requirements of the Standing Orders.

The following table provides an outline of the proposed updates and changes required to Standing Orders and particularly highlights those areas where wording needs to be updated following changes in the last year to structures and to our committee arrangements.

In all other areas of the Standing Orders, it has been assessed that the Standing Orders remain relevant and appropriate.

Standing order provision	Position/update/amendment
Page 5 - in definitions we talk of the Welsh Government Sponsorship Team.	With Welsh Government we have now changed that to Partnership Team.
Page 5 section 1.4 and 1.5 Board Secretary title change	Proposed this is changed to the full title of Corporate Director of Governance and Board Secretary here (but indicate that Board Secretary is used elsewhere in the document).
Page 6 – in definitions and throughout the document the title Board Secretary is used. This role has now changed to Corporate Director of Governance and Board Secretary	For the purposes of the Standing Orders, as above, it is recommended to leave it as Board Secretary, as this is the role that pertains to the role of principal governance adviser to the Board. There are numerous examples on multiple pages where the title is used throughout and there is a

	dedicated section at the end for the Board Secretary. In this section the fuller title will be highlighted again but reliance placed on the Board Secretary title alone.
Page 6 – Board Member definition.	Currently this only refers to non-executive members and the Chief Executive. It is recommended that we refer to the Associate Member here too, albeit it is mentioned later in the definitions. It is also recommended that it is highlighted that at times the Board might have additional attendees such as representatives from the Aspiring Board Member programme (official attendee, but also without voting rights).
Page 7 – Chief Executive definition	It is recommended that an additional reference to the Accounting Officer role is added here. It has a dedicated definition later. This would make the status of the role clear and provide a cross-reference to the later definition
Page 11 - word change	In bullet point 1 change equality to equity.
Page 11 – word changes	In this section we refer to the Corporate Plan and the Annual Plan. For consistency it is recommended we change Corporate Plan to rolling 3-year Strategic Plan.
Page 14 – missing punctuation	A comma needs to be added after equity.
Page 14 - 5.2 - we exceed these provisions - we say we will provide Board meeting papers to members of the public on request.	However, we actively publish these at least 3 working days in advance on our web pages. This is indicative of our commitment to transparency and openness. However, it is recommended we keep the provision as it is.
Page 14 - 6.1 - This provision relates to the Chief Executive nominating someone to act as their deputy at Board meetings in their absence and that that person will have voting rights.	That provision should remain, but we have now provided further certainty/clarity by having a designated Deputy Chief Executive in our structure. It is recommended we state that explicitly and

	add a definition to the earlier definitions section outlining the Deputy Chief Executive role.
Page 15 – section 6.3 - spacing	There is a line spacing issue to resolve.
Page 15 section 6.5 – Deputy Chair	It is recommended that we add the Deputy Chair role specifically in this section, as it only currently mentions the Chair and the replacement chair.
Page 16 – section 6.14	Now need to add formally the designated role of Deputy Chief Executive.
Page 18 - 8.4 - we need to add a reference to the new full name of the Workforce, Remuneration and Terms of Service Committee.	It is recommended that this is added.
Page 20 – signature of documents	It is recommended that we formally add the Deputy Chief Executive role here and not a nomination by the Chief Executive. This will need to be altered in the scheme of delegation.
Page 21 - 9.6 - Need to change the name of the committee to the Workforce, Remuneration and Terms of Service Committee	It is recommended that this change is made.
Page 22 - Section 11. This section is entitled Senior Management Team	It is proposed that we change this to the Executive Team. It is recommended that we also mention the wider senior leadership team, Tîm Arwain, in the body of the text and explain its role and membership.
Page 25 - The Board members declaration of interest log will be circulated as part of the package of papers for each Board meeting. This will provide regular assurance that the Board members declared interests are up to date and accurate.	It is proposed by the Audit and Risk Assurance Committee that this be changed to a twice a year review by the Board following consideration by the Audit and Risk Assurance Committee. This will take place in September and March. The current practice of real time declaration of interests at each Board meeting will continue.

Page 26 – loss of papers or devices	Currently says board members to report to the Chief Executive and Data Protection Officer. It is recommended that this should be changed to Chief Executive and Board Secretary, and they will inform the DPO.
Page 28 – section 17.2	Welsh Government Sponsorship Team to be changed to Partnership Team.
Page 30 – section 20.2	It is recommended we add mention of the establishment of the Workforce, Remuneration and Terms of Service Committee in this section that refers to Llais committees.
Page 30 20.3 - there is a provision where the non-executives including the chair should meet privately at least once a year without executives.	This is not currently happening as the Chair has decided not to pursue this opportunity at this stage. However, the provision can be used, if required. It is recommended that the provision is changed to 'may' and emphasise that it is good practice to undertake this approach.
Page 31 – section 22 – this section is about the role of the Board Secretary	As mentioned above it is recommended we clarify once that in Llais the Board Secretary is known as the Corporate Director of Governance and Board Secretary – rather than change it all the way through.

Conclusion

The review has identified a limited number of amendments, principally relating to organisational and committee structure changes, role title updates, and terminology updates. No fundamental issues have been identified with the Standing Orders, and the review provides assurance that they remain fit for purpose, subject to incorporation of the proposed amendments.

A full version of the amended document has not been provided; this was scrutinised by the Audit and Risk Assurance Committee on behalf of the Board. When the updates and amendments have been agreed. The new set of Standing Orders will be confirmed and circulated to Board Members and senior staff and will be placed on the Llais internet and intranet.

Argymhelliad / Recommendation

The Board is asked to note the review undertaken of our Standing Orders and to approve the proposed updates and changes as recommended by the Audit and Risk Assurance Committee.