

LEGAL AID BOARD

BOARD EVALUATION

FINAL REPORT

May 2018



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1.0 EXECUTIVE SUMMARY:

- 1) This review was conducted between January and May 2018. It entailed three strands:
 - i) online surveys involving members of the Board and Committees,
 - ii) interviews with all Board members, CEO and other key personnel within the Legal Aid Board (LAB), and
 - iii) review of existing governance documents, including the governance manual, Board and Committee packs, terms of references for Committees, risk management documents, policy documents and other relevant governance documents.
- 2) Based on analysis of the above, our conclusion is that overall, the Legal Aid Board has an effective governance framework already in place, but that there is some scope for further improvement in achieving full compliance with the detailed requirements of the State Bodies Code 2016. These are mainly concerned with some further strengthening of governance documentation, and some decision process improvements. These are addressed Sections 4 and 5 of this report.
- 3) A real strength of the governance model adopted by the LAB is the coverage and activity level of Board Committees, reflecting a serious commitment to organisation mission at Board and Executive levels throughout the LAB. While reluctant to disturb the obvious momentum in the current arrangements, we are proposing that the Board should consider re-allocating some Board Committee time to a number of new topics, while cutting back on others. Given the load placed on Board Members and administrative resources in servicing Board Committees, the Board should also consider the most efficient meeting cycle (frequency and duration) to adopt in each case. Our suggestions in this regard are set out in Section 5.

2.0 Background and Scope to the Review

The Legal Aid Board engaged Governance Ireland to evaluate and appraise the performance of the statutory Board in the exercise of its responsibilities, to establish its effectiveness in fulfilling its obligations, to determine its current strengths and weaknesses, and to develop a roadmap for sustained improvement and enhancement of statutory Board performance.

The process included acquiring the views and opinions of Board members, and key personnel within the organisation. The review was to identify those governance elements which are robust and working well, and also those that either don't exist or require attention.

The final report was to outline the findings of the evaluation, including:

- a summary of findings;
- any areas identified for improvement;
- recommended action points to address any gaps or areas for improvement

The review was to be conducted in a context which would test the consistency of the governance workings of the Legal Aid Board with the 2016 Code of Practice for the Governance of State Bodies.

3.0 APPROACH

Evidence gathering was conducted between January and April 2018 and comprised three inter-related strands, namely:

- Preparation and analysis of self-rating surveys addressing the effectiveness of the Board and Board Committees.
- Review of relevant governance documents and (sample of) Board and Committee documents and records to verify or question the survey findings and validate the quality of Board processes.
- Interviews with Board Members, Chair, CEO, Corporate Services Manager and the Board Secretary, to probe any issues arising and to validate preliminary conclusions from the earlier stages in the review.

We have analysed the output from each strand against the backdrop of best practice as set out in the detailed requirements of the SB Code 2016.

In the following sections we present a commentary based on our analysis (**Section 4**) and our recommended action points (**Section 5**).

4.0 COMMENTARY BASED ON SURVEY AND OTHER SOURCES

4.1 Governance Survey

A self-evaluation questionnaire was circulated to all members of the Board and members of all Board Committees.

The survey scores are based on a scale of 1.0 to 4.0 where practices rated:

- Above 3.6 (green) are regarded as consistent with best practice
- Above 3.0 (yellow) are regarded as broadly in line with best practice, with some scope for improvement
- Between 2.0 and 3.0 (orange) would require remedial attention
- Below 2.0 (red) are regarded as unacceptable and would require immediate corrective action.

The survey content was drawn from the 2016 Code of Practice and is designed to provoke critical self-evaluation and reflection on areas of potential improvement, set against the detailed requirements of each aspect of the SB Code.

The Board Survey covered 10 themes:

1. Role of the Board
2. Oversight Agreement
3. Division of Responsibilities
4. Board Effectiveness
5. Codes of Conduct and Conflicts of Interest
6. Business & Financial Reporting
7. Risk Management Oversight

8. Performance Oversight
9. Relationship with Management
10. Board Member - Evaluation

The average score of 3.7 reflects very positively on the Board's overall performance but as revealed in Table 1 and commentary below, this average reflects some variation across individual headings. There was general consistency between the outputs from the survey results and the matters raised in subsequent stages. **No unacceptable practices are identified.**

In the following paragraphs we outline the high level results from the survey.

Firstly, some key features:

- All Board members were invited to respond to the Board survey – and all members of each Board Sub-committee were invited to respond to the respective Committee Surveys.
- One recent new addition to the Board did not participate in the surveys but did participate in the interview phase. Allowing for this, there was full participation in the survey process and in the Interview phase.
- Respondents were asked to score each statement on a scale of 1 (strong disagreement) to 4 (strong agreement).
- In total there were 91 questions put to participants in the Board survey, under the ten headings above. In addition, participants in the Committee surveys were asked to address 25 questions in a separate survey. We have analysed and presented the overall findings under the broader headings set out in Table 1 below. In the commentary, we have also drawn on other stages (document review and interviews) where this is helpful in clarifying an issue.

Survey participants were also invited to add comments under each theme and the substantive points made were considered alongside the numerical results and prompted

topics for consideration in subsequent phases. While the scoring reflects a high level of commitment to the existing governance structures and arrangements within the Legal Aid Board, in identifying areas for potential improvement, we focus more on areas where scoring was relatively lower and where subsequent phases confirmed areas for potential improvement. The score for each heading is shown (in brackets) in each case.

Theme	Board Survey - Overall	Overall Rating
Theme # 1	Role of the Board	3.6
Theme # 2	Oversight Agreement	3.4
Theme # 3	Division of Responsibilities	3.9
Theme # 4	Board Effectiveness	3.5
Theme # 5	Codes of Conduct and Conflicts of Interest	3.7
Theme # 6	Business and Financial Reporting	3.9
Theme # 7	Risk Management Oversight	3.6
Theme # 8	Performance Oversight	3.6
Theme # 9	Relationship with Management	3.8
Theme # 10	Board Member - Evaluation	3.8
Overall	Overall Summary Score	3.7

Table 1: Board Survey Thematic Results

Committee #	Committee Surveys	Overall Rating
1	Finance Committee	3.7
2	Audit & Risk Management Committee	3.8
3	Family Mediation Committee	3.6
4	Appeals Committee	3.5
5	Policy & Reform Committee	3.6
6	Human Resources Committee	3.7
7	Performance Committee	3.7

Table 2: Results of Committee Surveys

Theme 1: Role of the Board (3.6)

There were 18 questions under this governance theme and the Board scores itself in the best practice range. Members of the Board believe that the Board has an appropriate mix of diversity, has an appropriate Sub-committee structure, has a schedule of matters reserved for the Board which is well understood, is performing well in terms of the development and oversight of strategy and is supported by an effective secretariat function.

The areas highlighted for attention:

- Having a clearly documented procedure, which is both understood and followed, for the selection of Chairs of Sub-Committees. **(See Section 5)**
- Having a formal process in place for succession planning and for the competency-based recruitment of new members. **(MAP 1)**

- From our analysis and through observation at the Board, we believe that the Board should consider allocating more time at meetings to key strategic items, which require Board input and decision. The style of Management Reports could support this by presenting performance data in a format aligned to target outcomes as set out in the Strategic Plan, so that performance is more readily monitored in a strategic context. While Board Members may still wish to have access to the detailed underlying data, this process change may help Board and Management in placing the focus on issues or challenges where Board input adds most value. **This is picked up in Section 5.**

Theme 2: Oversight Agreement (3.4)

The Board scores itself in the acceptable practice range under this theme, meaning there is some scope for improvement.

The areas highlighted for attention:

- All Board members should be made aware of the Oversight Agreement that the Legal Aid Board has with the Department and understand its content, in terms of what it means for the ongoing oversight function of the Board and for the Legal Aid Board as whole. **(MAP 2)**

Theme 3: Division of Responsibilities (3.9)

There were two questions under this heading in the survey. The Board is firmly of the view that the respective roles of the Chair and the CEO are clearly established, understood and documented. Board members are also of the view that the Board and Management understand their respective roles and that open communication exists through the CEO and the Board Secretary.

We have confirmed that the respective roles and the division of responsibilities are clearly defined within the existing Governance Manual, although some of the language currently used is rather Code generic and could be changed to be more LAB specific.

Theme 4: Board Effectiveness (3.5)

The Board scores itself in the acceptable practice range under Board Effectiveness, meaning there is some scope for improvement. There were 19 questions under this theme. Key areas of strength identified through the survey include:

- The composition of the Board in terms of its size and its Sub-committee structure is right and the experience and competencies of members around the Board table brings added strength to the operation of the Board
- The chair leads the Board in a highly effective manner
- The Board understands who its key stakeholders are
- Board meetings are productive and participative and effectively connect the members of the Board
- The Board works to an appropriate schedule in terms of the number of meetings per annum, with clear agendas and with Board documents distributed in a timely manner.
- Board members have a period of private time, when management are not present.

The areas highlighted for attention:

- The Board does not have a formal process in place in relation to succession planning for the CEO and key senior management positions. **(MAP 3)**

- Training could be offered to Board members to help them build on their competencies in key areas to effectively fulfill their role as Board members. **(MAP 4)**
- From our analysis of documentation we believe the Board should have Conflicts of Interest and Disclosures as standing items on the Board's Agenda. **(MAP 5)**

Also, it should include a Board action tracker schedule, listing all outstanding actions (with ownership and timelines) assigned at prior Board meetings. The Board's Agenda should clearly identify matters for Decision at the Board meeting, while also differentiating items for discussion and those for information. **This is picked up in Section 5.**

Theme 5: Code of Conduct and Conflicts of Interest (3.7)

The Board scores itself in the best practice range and there is consensus among Board members that the Board has an effective Code of Conduct for Board members, an effective Disclosures of Interest Policy and an effective policy for managing Conflicts of Interest.

The areas highlighted for attention:

- Some Board members are not familiar with the policy for Protected Disclosures and what the Board's role is in respect of this policy. Under the 2016 Code (Audit & Risk Committee Guidance), the Board – through the Audit & Risk Management Committee, should be responsible for considering the effectiveness and adequacy of this policy and advise the Board on protected disclosure processes. **(MAP 6)**
- Our review of existing documentation established that current policies do exist for the Code of Conduct of Board members, Conflicts of Interest and Disclosure

of Interests. Also the Legal Aid Board might consider adding 'Disclosures' and 'Conflicts of Interest' as standing items to the Board Agenda. **(MAP 7)**

Theme 6: Business & Financial Reporting (3.9)

There were 7 questions under this heading and the Board scores itself in the best practice range. There is broad consensus that the Legal Aid Board complies with its statutory obligations in terms of there being full and transparent reporting within the Legal Aid Board's financial statements and Annual Report, and that the Board provides effective oversight of the organisation's compliance with all statutory, legal and regulatory requirements. The Board is of the view that it is kept updated on the Legal Aid Board's ongoing financial performance through regular reporting to it and through the powers it has delegated to the Finance Committee.

The areas highlighted for attention:

- From our review of the Board and Committee packs, we believe the Board and Finance Committee should review the Board's engagement with the annual budget process and the level of challenge currently provided by the Board. Under the provisions of the 2016 Code, the Board should have a more active input into the development and approval of the annual budget. **(MAP 8)**

Theme 7: Risk Management Oversight (3.6)

There were 7 questions under the Risk Management heading and the Board scores itself in the best practice range. There is consensus among Board members that the Legal Aid Board has an effective risk management system and risk policy in operation and that the Board currently provides effective oversight of that risk across all categories.

The areas highlighted for attention:

- Risk should be added as a standing item on the Board's agenda in line with provision 7.2 of the 2016 Code of Practice. **This is picked up in Section 5.**

Theme 8: Performance Oversight (3.6)

There were 6 questions under the Performance Management heading and the Board scores itself in the best practice range. There is consensus amongst Board members that the Board provides effective oversight of performance across all categories. Presentation and submissions from management are regarded as high quality.

The areas highlighted for attention:

- The Board should review ongoing performance using KPIs and deliverables that are aligned to the target outcomes of the Legal Aid Board's strategic plan.
- The Board should ensure it has a formal process in place for conducting an annual review of Board performance.
- From our review of Board packs, we have noted that performance reports presented to the Board are currently evolving, but would benefit by being aligned to specific target outcomes and deliverables from the Strategic Plan. The Board should ensure that its involvement in the development of strategy leads to the inclusion of target outcomes in the final strategy document, which it can then use when evaluating future progress. **This is picked up in Section 5.**

Theme 9: Relationship with Management (3.6)

The Board scores itself in the best practice range in terms of its relationship with management. There is a constructive and effective working relationship between the Board and the CEO and between the Board and the Senior Management team. This view is corroborated in all of the evidence we obtained through interviews with Board

members and in our own observation of the quality of relationships throughout the assignment, including our attendance at one Board meeting.

Theme 10: Board Member Evaluation (3.8)

The final heading under the governance survey provided for Board members to evaluate themselves and fellow Board members in terms of their level of preparedness, participation and effectiveness and the Board scores itself in the best practice range under this section. There is clearly a very positive dynamic at Board level, Board members apply their considerable knowledge in a constructive manner at Board discussions and are proactive in following up their areas of concern. We witnessed this dynamic in action through our observation of the March Board meeting.

The areas highlighted for attention:

- The Board should review the level of engagement it has in the development of strategy and risk management and in conducting formal reviews of strategy. **This is picked up in Section 5.**
- The Board should ensure that members are provided with adequate opportunity to develop their skills in areas relevant to their roles as Directors, including Corporate Governance, Financial Reporting and developments in the legal aid sector (**MAP 9**)

Board Committees

Self-evaluation surveys were also conducted for each of the Board's Sub-committees and each scored very positively, with all Committees in the best practice range overall, with the exception of the Appeal Committee, which scored at the high end of the Acceptable Practice Range. Committees don't currently have a formal process for annual evaluation of their performance (although this evaluation is the first step in that direction) and for identifying and planning for emerging issues that will require attention into the future.

We have noted that, while Committees are numerous and tend to meet relatively frequently, some Committee meetings are slotted into very tight time-frames. While the intensity of Committee work reflects very positively on the Board's commitment to its mission and responsibilities, we are suggesting that a fresh look might now be taken at the committee structure and **we deal with this in Section 5.**

We have also observed that while Terms of Reference exist for all Committees, and have recently been updated, the Board might benefit from applying a standard Terms of Reference Template, across all Committees, that is aligned to best practice. Committees should formally review their Terms of Reference annually, with any revisions requiring formal sign-off by the Board. To align to best practice, Terms of Reference documents for Committees should include the date the Terms of Reference was approved by the Board and the date of the next formal review. **(MAP 10)**

Concluding Comment

Overall, this commentary reflects very positively on the current strength of governance performance in the LAB. We have identified 10 Minor Action Points **(MAP)** in line with the requirements of the SB Code 2016 and we believe that these are readily achievable within a suggested timescale of 6 months.

5.0 CONCLUSIONS AND RECOMMENDED ACTION POINTS

Our overall assessment is that the Governance Framework in the Legal Aid Board is already operating at an effective level. This overall finding is supported by the analysis under each strand of our assessment.

In Section 4, we have identified a number of minor improvements in process and documentation, all of which are easily remedied. In the following paragraphs we address the topics where we believe more serious reflection by the Board will be necessary, in advance of deciding which measures should be adopted and followed through.

1) Strategic Leadership

The Legal Aid Board Strategy 2015-17 provided an effective framework for the Board and Executive in planning service provision and new developments and also provided a sound basis for strategic leadership and oversight at Board level. The Strategy also provided for a number of significant developments in scope and method of delivery and there is evidence of substantive follow-through on each of these in the piloting of new approaches and thorough analysis of options and possible obstacles/risks in relation to others. This range of activity reflects a particular strength in the Board (and its Committees) in strategic and policy-level thinking.

Progress on implementation was monitored through the regular reporting to Committees and the Board and, in particular through the twice-yearly progress report on the Business Plan. This all reflects very positively on Board performance under this heading.

One aspect of Strategic Leadership where we believe the Board could capitalise on its current strengths is in relation to the scope for more reflective thinking at meetings of the Board. The number and strength of Committees in the Legal Aid Board should create ample opportunity for high-level and more reflective engagement with critical issues in

Board deliberations. This could be supported by a different style of Board documentation, which would direct Board time to the sub-set of issues which require Board-level input or decision, while also providing assurance on operational performance through reporting on a limited number of KPI's. This approach could also assist in moving the balance in time allocation at Board meetings from (less) presentation to (more) reflection, providing assurance that all relevant considerations are taken into the mix.

2) Performance Oversight

The Board clearly attaches importance to Performance Oversight as evidenced by the detailed reporting on activity and financial performance in the CEO's Report to Board meetings and in the detailed deliberations of a number of Board Committees. While Board Members appreciate the access to detailed operational data afforded by the current style of reporting, they are less convinced of the need to go through it in detail at the Board meeting.

Following from the earlier discussion, the presentation of Performance Reporting at Board level could be more sharply focused, so as to draw the attention of the Board to the 'big messages' and concentrate discussion on exploring what further measures may be possible to address any variances in activity, quality, financial or other parameters emerging. Again, this would tend to shift the balance from presentation to reflection and to challenging some of the conventional wisdoms around why things are the way they are.

3) Risk Oversight

Risk management and oversight is already addressed in a thorough manner by the Legal Aid Board. We have seen evidence of a credible Risk Management Framework in place

with active ownership and management of risk at Executive level and effective oversight through the Audit and Risk and the Finance Committee.

A specific recent insert into all governance codes is that the Board should have Risk as a standing item on its agenda for all Board meetings. If it is assumed that the Chief Executive and team are managing risk effectively and the Audit and Risk Committee is exercising its risk role effectively by providing an independent assessment to the Board, a question does arise as to how the Board itself can add value, in addition to its evaluation of reports from both sources.

Our recommendation, consistent with earlier topics, is that the Board should aim to focus on the strategic level and that time assigned to the Risk topic should be weighted towards reflection rather than presentation. One formula for addressing this is to specify that the CEO's report on risk should be concerned with:

- Summary report on current risk profile e.g. a 'traffic lights' report indicating any potential problems and the actions being taken or planned in mitigation
- Assessment of any 'approaching icebergs' and how they might be addressed
- Deep-dive on the top 5-6 Strategic Risks, perhaps taking each in turn at successive Board meetings, for a more detailed discussion.

The report of the Audit & Risk Committee would indicate any areas of disagreement or emphasis as an input to the Board discussion.

While acknowledging the strength of the Legal Aid Board's existing approach to Risk Management, we recommend that the Board considers adopting this or some alternative approach in ensuring that its' engagement with Risk at each Board meeting adds some additional strategic value.

4) Board Processes and Policies

While our overall assessment is that this is another obvious strength in the Legal Aid Board, we have one slight reservation in regard to the style of minuting, particularly of Board meetings. One of the tests we apply is to assess how, from an examination of input to and output from a particular meeting, an objective reader can readily identify the decision or conclusion reached, on what grounds and (where relevant) leading to which actions by whom and when. Apart from the administrative convenience of being able to readily track the sequence of events in an organisation, we place emphasis on this because of the precedent that any formal 'lookback' tends to rely almost exclusively on what is recorded.

From our review of documentation and our discussions with Board Members, we recommend that the Board adopts a more deliberate approach to the content of minutes.

There is no universally right way to do this but the approach might include (where relevant):

- Reason for being brought to the Board e.g. for decision, noting, information, other
- Options considered
- Key considerations and risks
- Outcome
- Actions, owner and timeline.

5) Board Meetings and Committee Structure

Overall, the current pattern of Board and Committee meetings reflects a very demanding approach to good governance. As our assessment confirms, the Board and its Committees are working very well and provide a high level of assurance about the

standard of governance in the Legal Aid Board and about the organisation's ability to address new challenges and think through their implications.

The Board role in the Legal Aid Board is a relatively busy one by the standards of other State Bodies of comparable scale and complexity. The Board meets very frequently and is supported by seven Board Committees which meet on a basis determined by their respective requirements. The practice of holding multiple Committee meetings on the same day as the Board meeting is efficient in avoiding unnecessary duplication in travel time and cost but, on the other hand, it may force some Committee meetings into an unreasonably short time-frame and absorb a lot of energy in advance of the Board meeting itself.

Given the tight interval between Board meetings and the high number of Committees to be supported, there must be a significant administrative load on the Executive in servicing all of them to an acceptable standard. In a context where Executive Time is a scarce resource, each organisation adopts some trade-off between the volume of time spent 'doing things' and the time needed to service the accountability and governance framework. From our experience of similar assessments in other State bodies, we believe that the administrative load imposed by the current pattern of working in the Legal Aid Board is relatively high.

We would recommend that the Board and Chief Executive look afresh at the organisation's needs in terms of Board frequency and the number of Board Committees actually required and that this exercise take account of the value gained and costs incurred, among other considerations. This exercise lies beyond the scope of our assessment but we do believe that there is some scope for efficiency gain without compromising effective governance.

6) Stakeholder Engagement

In the composition of its Board, the Legal Aid Board is brought into contact with a range of key stakeholders on a regular basis. This is supplemented by the regular contact at

Executive level with the Department and other public bodies, as well as daily contact with clients and practitioners. In its' approach to policy development and to strategy, the Legal Aid Board includes engagement with key stakeholders as an intrinsic step in the process. Against this backdrop, there is already a strong framework in place for stakeholder engagement on relevant topics and particularly on developmental projects.

The Legal Aid Board also has access to an External Consultative Panel (ECP), which provides feedback on the services offered and an efficient means of tapping into the perspective of service users in particular. We have noted that engagement with the ECP is currently mediated through the CEO and clearly, the Board obtains feedback through reports made to it by the CEO and other members of the Executive Team.

As the Board continues to engage with the quality of the user experience, one innovation that we would recommend is that a sub-group of the Board might meet directly with a sub-group of the ECP on a regular basis (perhaps twice yearly). This should further strengthen the linkage with key stakeholders and provide assurance in both directions that the views of stakeholders are fully considered in the Board's deliberations.

If the opportunity is taken to review the current pattern of Committees and meeting frequency, we believe that this recommendation could be implemented without additional time commitment by Board Members

7) Board Competencies, Training and Development

Overall the composition of the Board in terms of competency needs and the approach to training and support for Board Members both present as strong features of the Legal Aid Board. The Board Secretary role is highly regarded by Board Members and is perceived as a positive support to Board Members in effectively exercising their roles.

In regard to Induction Training, we would recommend that the Director's (Board member's) Role be given more emphasis in future Induction programmes.

8) Governance Documentation

Overall the Legal Aid Board has and maintains a quality suite of governance documents, most of which have been updated to incorporate the provisions of the 2016 Code. Some improvements could be made in certain areas:

- Written charters for Committees should be aligned to a specific best-practice template for consistency purposes (see Appendix 3). Most charters already follow a pattern but a template should be agreed and applied in all cases. The Charters should include document control provisions to include dates when formally adopted by the Board and the date of the next review of the Charter.
- The current Risk Policy document should be completed and formally adopted by the Board and include the date for the next review.
- The Internal Audit Charter should be updated and aligned to the current standard for Internal Audit Activity Charter (template included with 2016 Code) and be formally adopted by the Board.
- The Corporate Plan (2018-2020) should be supported by target outcomes and deliverables / KPIs, agreed by the Board, then used by the Board when reviewing progress on implementation.
- Code of Conduct policy documents for Members and for employees of the Legal Aid Board should be made available on the website consistent with provision 5.1 of the 2016 code.
- The Governance Manual should be reviewed:
 - Some elements might be revised with the language changed to be more representative of the governance workings of the Legal Aid Board (while being compliant with the governance provisions of the 2016 Code), rather than appearing too Code generic
 - The process for the appointment of Chairpersons to Committees should be clearly defined within the manual

- A separate Conflict of Interest Policy should be prepared for Board members and formally adopted by the Board
- Other changes to the Governance Manual are set out in Appendix 4

In the event that the Board adopts some or all of the Action Points suggested, there may be value in the establishment of a Governance Development Committee to think through and oversee implementation of approved measures. Again, we believe the business case for doing so should be considered in the review of committee structures recommended earlier and in a context which would not require a net additional time commitment by Board Members.

APPENDICES

Appendix 1: Five Stages of the Review

Appendix 2: Committee ToRs Review

Appendix 3: Survey Results

Appendix 4: Document Review Schedule

Appendix 1

The Five Stages of the Review:

I. Planning and Preparation

Prior to commencement, a project plan was prepared, in consultation with the designated representative of the Legal Aid Board, covering the following areas:

- a) Confirmation of the scope and objectives of the assignment.
- b) Access to relevant documents and records.
- c) Scheduling and arranging access to relevant people for interview purposes.
- d) Timescale for each phase of the Review.

II. Design of On-line Survey

A survey was prepared so as to enable each participant to give his/her views on the effectiveness of the current governance arrangements in the Legal Aid Board and to actively encourage comments for improvement.

A Sub Committee on-line survey was designed and applied for each Committee.

III. Review of Board Documents and Processes

We examined a sample of Board documents and records to verify or question findings from the survey and to validate the quality of processes used by the Board and its Committees.

Documents viewed included:

- Governance Manual

- Strategic Plan
- Board Packs
- Committee Packs
- Policy Documents
- Board Sub-Committees' Terms of Reference.
- Risk Management documentation
- Internal Audit Reports
- Financial Statements & External Auditor Reports

IV Interview Programme

Interviews focused primarily on building on the knowledge gained from earlier stages, including follow-through on any questions they raised. The objective was to surface any areas of concern, probe any issues raised by the survey results and discuss possible improvements by reference to best practice. We met with all Board members, the CEO, the Director of Corporate Services and the Board Secretary.

V Report Phase

The Governance Ireland team produced a draft report which:

- Made findings and recommendations addressing all matters specified in the Letter of Engagement.
- Identified areas for suggested improvement
- Recommended actions
- All of the above in a context which references the Legal Aid Board's governance against best practice for a public sector organization under the aegis of the 2016 Code of Practice for the Governance of State Bodies.

Appendix 2

Committee Terms of Reference - Schedule of Review

Committee	Audit & Risk Management Committee	Finance Committee	Human Resources Committee
Title	Terms or Reference	Terms of Reference	Terms of Reference
Introduction	Defined	Defined	Defined
Role & Purpose	Defined	Defined	Defined
Terms of Reference	Defined	Defined	Defined
Access to External Advice	Defined	Defined	Defined
Authority	Not Defined	Defined	Defined
Membership	Defined	Defined	Defined
Meetings	Defined	Partly Defined	Partly Defined
Reporting	Defined	Partly Defined	Partly Defined
Deliverables	Not Defined	Not Defined	Not Defined
Evaluation of Committee Performance	Not Defined	Not Defined	Not Defined
ToR Review Date & Board Approval	Not Defined	Not Defined	Not Defined
Next Review Date - ToR	Not Defined	Not Defined	Not Defined

Table 3: Terms of Reference - Schedule of Review

Committee Terms of Reference - Schedule of Review

Committee	Family Mediation Committee	Performance Committee	Policy & Reform Committee	Appeal Committee
Title	Terms or Reference	Terms of Reference	Terms of Reference	Terms of Reference
Introduction	Defined	Defined	Defined	Defined
Role & Purpose	Partly Defined	Partly Defined	Partly Defined	Partly Defined
Terms of Reference	Defined	Not Defined	Defined	Defined
Access to External Advice	Defined	Not Defined	Defined	Defined
Authority	Partly Defined	Not Defined	Defined	Defined
Membership	Defined	Defined	Defined	Defined
Meetings	Partly Defined	Partly Defined	Partly Defined	Partly Defined
Reporting	Not Defined	Not Defined	Not Defined	Not Defined
Deliverables	Not Defined	Not Defined	Not Defined	Not Defined
Evaluation of Committee Performance	Not Defined	Not Defined	Not Defined	Not Defined
ToR Review Date & Board Approval	Not Defined	Not Defined	Not Defined	Not Defined
Next Review Date - ToR	Not Defined	Not Defined	Not Defined	Not Defined

Table 3: Terms of Reference - Schedule of Review