

DEMOCRACY AND BOUNDARY COMMISSION CYMRU

GOVERNANCE AND AUDIT COMMITTEE MEETING HELD ON WEDNESDAY 21 JANUARY 2026 VIA MS TEAMS (10:00 – 11:30)

GAC Members Present: Andrew Blackmore (Independent Chair), Kalwant Grewal (Independent Member), Jassa Scott (Independent Member), Dianne Bevan (Member), Bethan Price (Member)

MIAA Representative Present: Gary Baines
David Burrows

DBCC Officers Present: Shereen Williams (Chief Executive), Tom Jenkins (Head of Reviews), David Burley (Head of Business), Mark Pascoe (Head of Democratic Health), David Carr (Finance Manager)

The Chair announced that, after the due appointment process, Kalwant Grewal had been appointed as Deputy Chair to the Governance and Audit Committee. The Committee noted this appointment.

1. Apologies for Absence

1.1 Apologies for absence were received from Julie Rees (Audit Wales).

2. Declarations of Interest

2.1 There were no declarations of Interest.

3. Minutes of Meeting held on 28 November 2025

3.1 The minutes of the Committee meeting held on 28 November 2025 were agreed and adopted.

4. Chief Executive's Update

4.1 Shereen Williams gave a verbal update on the situation with DBCC:

- A Senior Governance and Finance Manager had been recruited to replace the outgoing Finance Manager with a start date of 5th March 2026.
- A Shortlist of 21 candidates had been drawn up for the 3 additional DBCC members including a replacement EMB Chair.
- The Memorandum of Understanding between Welsh Government (WG) and Ministry of Housing, Communities and Local Government (MHCLG) for the ongoing arrangements of the joint secretariat for DBCC and the Boundary Commission for Wales (BCW) was currently being review and updated
- The DBCC had signed off their submission for renewing their ISAME Level 1 Cyber Security accreditation and had a provider for IASME Level 2.

- There was a risk that the Remuneration Panel resettlement payments may not be delivered due to there not much time left to consult as a result of delay from WG.
- All staff and members would be required to give details of their political activity in advance of the Senedd elections.

4.2 The Committee enquired whether the planned recruitment would mitigate the corporate risk of maintaining key personnel. Shereen Williams said that this would always be a risk for a small organisation and some staff restructuring may also be required as part of the mitigation.

4.3 The Committee enquired whether WG had accepted that the risk of non-delivery of the resettlement payments lay with them and not the DBCC. Shereen Williams confirmed that they had.

5. Issues Arising from Previous Meetings.

5.1 The Committee noted the issues arising from the meetings held on 28 November 2025 that had been actioned and those that were not yet completed.

5.2 In respect of the outstanding issue of ICT Security training for members, it was reported that an external ICT training provider had been found and arrangements would be made for setting a suitable date for the training to be delivered. It was noted that the training was not an ICT Cyber Security compliance requirement and was being undertaken because it had been requested by former Committee members. It was **agreed** that all DBCC and GAC members should attend the training if possible.

Action: Finance Manager **By:** 31/03/26

5.3 In respect of the outstanding issue of Indemnity Insurance, it was reported Welsh Government had not produced a risk assessment or cost benefit analysis as part of their response to the DBCC. The Committee considered that it would be useful to know whether other WG ALBs had indemnity insurance. It was **agreed** that the Chief Executive would raise the issue at the next WG ALB CEOs meeting and make enquiries with other WG ALB CEOs and report back to the February or March meeting.

Action: Chief Executive **By:** 04/03/26

5.4 In respect of the outstanding issues of mapping the DBCCs risk registers and reviewing GAC Self assessment exercise questions against the suggested questions in the recently issued audit committee handbook, it was reported that this would be done as soon as possible.

6. Review of Corporate Risk Register.

6.1 The Committee considered the latest version of the corporate Risk Register which had been considered by the DBCC at their 10 December 2025 meeting. At the December meeting where the risks had been reviewed following changes made after the DBCC's November meeting. The next step would be for DBCC members to agree the new risks at their January 2026 meeting and complete the mitigating actions for each risk at their February 2026 meeting.

- 6.2 Dianne Bevan said that Risk 5 regarding People should include members as well as key staff. It was also considered that Risk 1 should include the mitigation for the risk regarding the Remuneration Panel delivering the resettlement payments.
- 6.3 The Committee considered that the increasing risks surrounding AI should be included in the IT infrastructure and Support risk. Shereen Williams said that the DBCC would need a formal arrangement on how AI would be used. The DBCC was currently only using Co-Pilot, but DBCC members would need to take a view on what limitations they considered should be imposed on the use of AI so that the appropriate mitigating actions could be added to the risk register. It was agreed that the final version of the Corporate Risk Register would be referred back to GAC in due course.
- 6.4 It was agreed that the revised risk register adopted by DBCC would be tabled at a GAC meeting as soon as available.

7. Internal Audit: Audit Reports 2025-26

- 7.1 Gary Baines presented MIAA's Internal Audit Report on DBCC's Key Financial Transactional Processing Controls and took members through the key findings. The report had given a Substantial risk assurance rating for the DBCC's financial transaction processing and four low/ medium level audit recommendations had been raised. Three of the recommendations had been fully accepted and one partially accepted by DBCC management.
- 7.2 The partially accepted recommendation was in respect of the DBCC providing an estimate for the coming year's expenditure to Welsh Government. It was explained that in recent years Welsh Government had set the DBCC's budget in advance without an estimate being required. The Committee enquired whether there was a risk that Welsh Government would be unable on to provide any additional funding that arose as a result of any unexpected additional costs. Shereen Williams said that the Welsh Government took full account of the Commission's additional responsibilities when setting the budget and that this had proved more than sufficient in prior years.
- 7.3 The Committee noted MIAA's Progress Report which set out progress made to date against the 2025-26 Internal Audit Plan.
- 7.4 The Committee noted MIAA's Progress Report which set out progress made to date against the 2025-26 Internal Audit Plan. It was reported that the internal audit of the Senedd Review had been completed and that the internal audit of Corporate Governance Controls was due to commence soon.

8. EMB Welsh Elections Information Platform (WEIP) Project Progress.

- 8.1 The Committee noted the update report on the Electoral Management Board (EMB)'s Strategic Risk Register and current status of the WEIP project. It was reported that significant progress had been made in mitigating risks 2, 4 and 6

covering stakeholder engagement, EMB powers of direction and WEIP being operational in line with the regulations.

- 8.3 The WEIP risk had decreased from red to amber due to Welsh Government confirmation on suppliers and new contracts being confirmed with new suppliers. The draft guidance had gone out to consultation with very positive feedback so far. Mark Pascoe said that overall, the EMB was in as good a position as they could be, although the WEIP go live date of 2nd March 2026 would still be tight. However, it was noted that the EMB would not be subject to the purdah period prior to the elections and WG were aware that EMB would need to carry out political activity during that time.
- 8.2 The Chair enquired whether the EMB would be in a position to let the Committee know whether the WEIP would be going ahead as planned at their February meeting and provide assurance in order for them to endorse the WEIP project. Mark Pascoe said that it should be possible to table a paper at the February meeting.

9. Governance and Audit Committee Workplan

- 9.1 The Committee noted the Governance and Audit Committee Workplan for 2025-26 and 2026-27 and these were adopted.

10. Gifts and Hospitality.

- 10.1 The Committee noted the current Gifts and Hospitality Register and entries.

11. Any Other Business

- 11.1 There was no other business.

Date of Next Meeting

The date of the next meeting will be 18 February 2026 at 10:00 a.m.