

# Appointment of Non-Executive Members and Chair of the Wales Audit Office

May 2024

## 1. Background

- 1.** The Public Audit (Wales) Act 2013 (the 2013 Act)<sup>1</sup> sets out accountability and governance arrangements relating to the Auditor General for Wales and the Wales Audit Office (WAO).
- 2.** The 2013 Act confers several responsibilities upon the Senedd, including the appointment of five Non-Executive Members of the WAO, including the Chair, and the making of their remuneration arrangements.
- 3.** Oversight of the WAO falls within the remit of the Finance Committee (the Committee). Under Standing Orders 18.10(iv), 18.10(v), 18.10(vii) and 18.10(viii)<sup>2</sup> the Committee is responsible for carrying out the Senedd's functions relating to the appointment of the Non-Executive Members of the WAO, and determining the terms of appointment (including remuneration) of the Non-Executive Members.

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<sup>1</sup> Public Audit (Wales) Act 2013

<sup>2</sup> [Standing Orders of the Senedd, pages 76-77](#)

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## 2. Non-Executive Members of the WAO

### Role of the Finance Committee

4. The appointment of Non-Executive Members is delegated to the Committee under Standing Order 18.10(v).<sup>3</sup> However, the Senedd is responsible for appointing the Chair from amongst the Non-Executive Members. In accordance with Standing Order 18.10(iv)<sup>4</sup>, the Committee recommends a Non-Executive Member to the Senedd for appointment as Chair.

5. In accordance with the 2013 Act, Non-Executive Members of the WAO and the Chair may be appointed for a term of office for a maximum of four years, and may serve a maximum of two terms.<sup>5</sup>

### Current Non-Executive Membership

6. Two Non-Executive Members are approaching the end of their first term of office in 2024. The first term for Dr Ian Rees expires on 16 October 2024. The first term of office for Elinor Gwynn expires on 30 September 2024. However, she tendered her resignation on 28 April 2024, effective from 31 May 2024.

### Disqualification of the Chair

7. A third Non-Executive Member vacancy arose in light of the departure of the Chair of the WAO Board, Dr Kathryn Chamberlain. Dr Chamberlain was appointed by the Senedd on 11 January 2023 as a Non-Executive Member and Chair for a period of four years, from 16 March 2023.<sup>6</sup>

8. However, during March 2024 it came to light that Dr Chamberlain had commenced service as an independent non-executive director at the office of the Secretary of State for Wales on 1 January 2024.

9. Further investigation established that this role constitutes an appointment by, or on behalf of, the Crown, which is a disqualifying office under paragraph 26 of Schedule 1 to the 2013 Act.

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<sup>3</sup> Standing Orders of the Senedd, page 78

<sup>4</sup> Standing Orders of the Senedd, page 77

<sup>5</sup> Public Audit (Wales) Act 2013, Schedule 1, Paragraph 6

<sup>6</sup> Finance Committee, Appointment of the Non-Executive Members and Chair of the Wales Audit Office, January 2023

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**10.** As a result, Dr Chamberlain was disqualified as a member and Chair of the WAO Board, effective from 1 January 2024, and was informed of this by the Chair of the Committee on 15 April 2024.

**11.** To mitigate the risk of this situation being repeated, the Committee wrote to the Auditor General for Wales and the Non-Executive Members of the WAO Board on 13 May 2024, to:

- remind Non-Executive Members of the requirements of the 2013 Act and their terms and conditions of appointment which limit the roles that may be undertaken while serving on the Board of the WAO;
- request that the induction and training of Non-Executive Members, provided by the WAO, are updated to emphasise the requirements around undertaking additional roles; and
- request that any updates made to the registers of interest of Non-Executive Members are shared with the Clerk of the Finance Committee.

**12.** The Committee will also continue to provide clear guidance to prospective candidates on eligibility as part of future WAO recruitment campaigns, as well as undertaking due diligence checks prior to appointments being made. In addition, Non-Executive Members are also able to seek the advice of the Committee before undertaking other roles.

**13.** The Committee discussed options for replacing Dr Chamberlain following her disqualification and agreed to appoint a replacement Non-Executive Member as part of the current recruitment process, to ensure stability for the WAO with minimum delay. Further details regarding the appointment of a replacement Chair is outlined in Chapter 3 of this report.

### The Recruitment Process

**14.** An advert for Non-Executive Members was published on 22 January 2024, with a closing date for applications of 1 March 2024.

**15.** The roles were advertised using, electronic publications, social media and personal contacts. The advertisement was placed in a range of locations, including: the Senedd website; Audit Wales website; LinkedIn; Jobs Wales; Times online; Sunday Times; Guardian online; Golwg 360; Public Finance website; Women on Boards; and Fish4Jobs.

**16.** The panel members were:

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- Peredur Owen Griffiths MS, Chair of the Finance Committee
- Kevin Thomas, Executive Director Corporate Services, Wales Audit Office
- Bethan Davies, Head of Chamber and Committee Service, Senedd

**17.** Applications were received from six women and 19 men. Eight candidates were subsequently interviewed, including Dr Ian Rees following his application for a second term of office.

### Consultation on Remuneration and Terms of Appointment

**18.** The 2013 Act requires the Senedd to consult with “an appropriate person with oversight of public appointments” before setting remuneration arrangements and other terms of appointment for the Non-Executive Members (including the Chair).<sup>7</sup> Accordingly, the Committee consulted with the Welsh Government’s Director of People and Places, who responded on 19 January 2024.<sup>8</sup> It was suggested that the terms of appointment be amended to clarify reasons and notice for the termination of appointments. However, the Committee resolved to maintain the existing provisions of the proposed Non-Executive Members’ terms concerning notice and termination, in order to avoid diverging from the statutory provisions governing termination of appointments to the WAO Board in paragraphs 10 - 12 of Schedule 1 to the 2013 Act.

**19.** A further consultation with the Welsh Government’s Director of People and Places and the First Minister was undertaken on the proposed appointment (including remuneration and terms of appointment) of Dr Ian Rees as Chair of the WAO Board. Further details relating to the proposed appointment of Dr Ian Rees as Chair is included under Chapter 3. The Director of People and Places responded on 20 May 2024<sup>9</sup> and the First Minister responded on 21 May 2024<sup>10</sup>, with no objections being raised. The Director of People and Places provided information indicating that the proposed salary for the Chair (of £25,000 per annum) slightly exceeds the range of salaries offered by the Welsh Government on public appointments within its remit, a point also noted by the First Minister. Following consideration of the consultation replies, the Committee agreed to set

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<sup>7</sup> Public Audit (Wales) Act 2013, Schedule 1, Paragraph 9(1)

<sup>8</sup> Letter from the Director of People and Places, Welsh Government: Consultation on the remuneration arrangement and terms of appointment for Non-Executive Members, 19 January 2024

<sup>9</sup> Letter from the Director of People and Places, Welsh Government: Consultation on the remuneration arrangements and terms of appointment for the Chair, 20 May 2024

<sup>10</sup> Letter from the First Minister: Consultation on the appointment, remuneration arrangement, and terms of appointment for the Chair, 21 May 2024

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the Chair's salary at £25,000 per annum to ensure consistency with previous Chair appointments and in recognition of the restrictions placed on them regarding holding additional positions while serving on the Board.

### Appointment of Non-Executive Members

**20.** Following the recruitment process, three candidates were chosen to take up the role of Non-Executive Members. These were:

- Dr Ian Rees (second term appointment);
- Richard Thurston (first term appointment); and
- Mike Norman (first term appointment).

**Conclusion 1.** The Committee appoints Dr Ian Rees as a Non-Executive Member of the Wales Audit Office, from 17 October 2024 until 11 June 2028.

**Conclusion 2.** The Committee appoints Richard Thurston as a Non-Executive Member of the Wales Audit Office, from 1 June 2024 until 31 May 2028.

**Conclusion 3.** The Committee appoints Mike Norman as a Non-Executive Member of the Wales Audit Office, from 1 June 2024 until 31 May 2028.

### 3. Chair of the Wales Audit Office

- 21.** As mentioned in Chapter 2 of this report, the role of Chair of the WAO became vacant in light of the disqualification of Dr Kathryn Chamberlain as a member and Chair of the WAO Board on 1 January 2024.
- 22.** The 2013 Act requires the Senedd to appoint the Chair from amongst the Non-Executive Members.<sup>11</sup> Therefore, the Committee must make a recommendation to the Senedd for approval.<sup>12</sup>
- 23.** Due to the unplanned nature of Dr Chamberlain's departure and in order for the WAO Board's membership to be restored as soon as practicable, the Committee invited expressions of interest from the current Non-Executive Members for the position of Chair. One application was received from Dr Ian Rees.
- 24.** Following the recruitment process, the Committee is recommending Dr Ian Rees for the appointment of Chair of the WAO (Dr Ian Rees's career history is annexed to this report), for the maximum period of four years. The Committee recommends that Dr Ian Rees's tenure should begin on the day of appointment by the Senedd (provisionally scheduled for 12 June 2024).
- 25.** The Committee also resolved that Dr Ian Rees's second term of office as a Non-Executive Member should end on the same day as his last day as Chair, if his appointment as Chair is confirmed by the Senedd. Dr Ian Rees's second term as a Non-Executive Member begins on 17 October 2024. However, in order for his membership and Chair of the WAO to end at the same time, both roles will come to an end on 11 June 2028, subject to Dr Ian Rees's appointment as Chair being agreed by the Senedd on 12 June 2024.

**Recommendation 1.** The Committee recommends that the Senedd appoints Dr Ian Rees as Chair of the Wales Audit Office from 12 June 2024 until 11 June 2028.

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<sup>11</sup> Public Audit (Wales) Act 2013, Schedule 1, paragraph 5.

<sup>12</sup> Standing Order 18.10(iv).

## Annex: Career History – Dr Ian Rees

### Non-executive and Trustee experience

2021 - date	Trustee and Chair of the Board of the ALOUD charity
2020 - date	Non-executive Board Member at Audit Wales (Welsh Senedd Finance Committee Appointment); Chair of Audit Wales Audit and Risk Committee
2019 – date	Member of Bangor University Council (now Senior Independent Member); Chair of the People and Culture Committee; Member of the Welsh Language Matters Committee; Member of Audit and Risk Committee; Member of Nominations and Governance Committee
2018 – 2020	Chair of the Welsh Language Commissioner’s Audit and Risk Committee
2015 – 2020	Member of the Welsh Language Commissioner’s Audit and Risk Committee
2012 - 2013	Member of “Arts in Wales” Task Group – Ministerial Invitation
2012 - 2015	Member of the Welsh Language Commissioner’s Advisory Panel (Ministerial Appointment)
2011 - 2012	Independent Director of Coleg Cymraeg Cenedlaethol
2010 - 2012	Vice-Chair of Arts Council for Wales; Chair of Arts Council for Wales Audit and Risk Committee
2006 - 2012	Board Member of Arts Council for Wales – Ministerial Appointment; Chair of Arts Council for Wales North Wales Committee
2013 - 2014	Board Member - Agored Cymru
2008 - 2010	Board Member – ColegauCymru
2000 - 2006	Director - Nant Gwrtheyrn Language and Heritage Centre
2000 - 2006	Board Member – fforwm

### Qualifications:

2018	Level 7 Certificate in Professional Consulting	CMI
1995	Team Inspector for School Inspections under the 1992 Education Act	Estyn
1988	Dip. Ed (Part Time)	UCNW Bangor
1986	Ph.D. (Rheology)	UCW Aberystwyth
1980	B.Sc. (Hons) – II(i) in Physics	UCW Aberystwyth

Employment:

January 2019 – Self-employed Management and Education Consultant &  
Date Non-executive Director

Areas of Expertise

- Education and Skills policy and provision; Employer Engagement (local, national and international); Partnership working; Project Development and Management; College Mergers; Public Sector Governance

Sectoral experience/expertise:

- Nuclear skills (especially new-build); Engineering; Construction; STEM

Previous Employment:

August 2017 – December 2018 Group Executive Director - Business Development, Grŵp Llandrillo Menai (Further Education College)

Main Responsibilities

Leading all aspects of the Grŵp's work with employers, including:

- £9m Work Based Learning contract; Leadership of the GLLM WBL Provider Consortium; Bespoke training provision for employers; Professional training courses and qualifications – including the provision at The Management Centre, Bangor; 2 major ESF projects – SEE (Skills for Employers and Employees) and NWBA (North Wales Business Academy); Leading GLLM's response to the requirements of Horizon Nuclear Power as the developer of Wylfa Newydd; Development of the Centre for Infrastructure Skills Training (CIST) at Llangefni; The Food Technology Centre at Llangefni; Project development in the area of Employer Engagement and Economic Development; Partnership work with Bangor University in relation to Employer Engagement and Nuclear Developments

August 2014 – August 2017 Principal, Coleg Menai and Group Executive Director, External Affairs (within Grŵp Llandrillo Menai)

### Main Responsibilities

- Group Executive Director of Grŵp Llandrillo Menai – External Affairs; Leading the Grŵp’s work in the area of Marketing and Communications, External Funding (including European funding), International Operations. This within a Grŵp of three colleges with a joint annual turn-over of ~£75m. Advising the Grŵp’s Corporation Board and committees on a range of matter.
- Principal of Coleg Menai – Leading a staff team of over 200 on all aspects of work within, and performance of, Coleg Menai – one of the three constituent colleges within the Grŵp. Accountable for a budget of ~£12m. This work also included leading the Grŵp’s work in developing the education and skills of the workforce for the new Wylfa Newydd nuclear plant on Anglesey. This entailed an innovative approach and included discussions and negotiations with private international companies and corporations.

2012 – 2014	Principal, Coleg Meirion-Dwyfor and Group Executive Director, Regeneration and External Affairs (within Grŵp Llandrillo Menai)
2010 – 2012	Deputy Principal and Chief Executive, Coleg Llandrillo Cymru
1997 – 2010	Principal and Chief Executive, Coleg Meirion-Dwyfor
1992 – 1997	Headteacher: Ysgol y Moelwyn, Blaenau Ffestiniog
1989 – 1992	Deputy Headteacher: Ysgol Dyffryn Ogwen, Bethesda
1985 – 1989	Head of Physics: Ysgol Eifionydd, Porthmadog
1983 – 1985	Physics Teacher: Ysgol Gyfun Ystalyfera, West Glamorgan

### Voluntary positions:

2024 - date	Chair of Côt Cynhaearn
2023 - date	Vice Chair of Côt Meibion y Brythoniaid
2023 - date	Treasurer of Clwb Gwerin y Castell
2018 – 2020	Member of Criccieth Town Council
2004 – 2010 (& 1997 – 2001)	Director, Careers Wales (North West)
2004 – 2008	Chairman of “Y Gamfa” – Gwynedd and Anglesey CCET
2001 – 2005	Member of ELWa Mid-Wales Regional Committee
2000 – 2008	Member of “Y Gamfa” – Gwynedd and Anglesey CCET
1997 – 2004 (& 2009 – 2015)	Chair of Governing Body, Ysgol Trefferthyr, Cricieth
1994 – 2020	Chair, Côt Eifionydd
1993 – 2004	Member of Governing Body, Ysgol Trefferthyr, Cricieth