



An Ghníomhaireacht um
Leanaí agus an Teaghlach
Child and Family Agency

Good Governance Framework 2019

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Introduction

We all have a shared goal to ensure the delivery of safe, quality and effective services, and to work collaboratively and constructively in a spirit of goodwill to improve these services, while acknowledging the requirement for accountable, responsible and effective expenditure of public monies.

Our Governance Reform Programme

Recognising the importance of good governance, we have recently undertaken a reform programme to make it easier for You to do business with Us and ensure Your services can be delivered as efficiently and effectively as possible.

What is Good Governance?

Good governance is the cornerstone for Your efficient and effective organisational performance and is underpinned by a number of accountability requirements. Your systems and structures for governance need to be supported by effective leadership and organisational culture.

In the context of TUSLA, Good Governance is defined as encompassing the systems and structures by which You are directed, controlled and operated and the mechanisms by which You and Your staff and volunteers are held to account.

Ideally all funded organisations will be able to **comply** with our governance standards over a period of time to be agreed with the service provider and TUSLA. In the event that You cannot comply, You must **explain** why you cannot and when You will be able to comply.

TUSLA Good Governance Framework

The outcome of this governance reform programme has been the development of the **TUSLA Good Governance Framework**.

This Framework takes into account guidance from the Department of Public Expenditure and Reform, the Comptroller and Auditor General, the Code of Practice for the Governance of State Bodies, The Governance Code for the Community, Voluntary and Charitable Sector and input from numerous other stakeholders.

The TUSLA Good Governance Framework consists of:

- A contract known as 'The Agreement'
- Principles of Good Governance
- Supporting Standards
- Operational Matrix
- Assurance Framework

We have one type of Agreement which will simplify our interactions with service providers. The compliance requirements in the Agreement that is issued to your organisation is dependent upon the level of funding You receive or the total income of Your organisation. These will form the basis of the relationship between You and Us. We have designed the Agreement to simplify the contracting process for You and support improved service delivery to children and families.

Principles for Good Governance

We have seven governance principles outlined in this **TUSLA Good Governance Framework** for You. Adherence to these governance principles will assist You to have the appropriate structures and systems in place to meet Your obligations to Us and achieve a high level of organisational performance.

Principle 1

TUSLA and the Service Provider Relationship – the relationship between You and Us is clear and understood

Principle 2

Board and Management Oversight – the accountability responsibilities of Your Board and management are clear

Principle 3

Organisation Structure and Operations – Your organisation structure and operations are fit for purpose to deliver the agreed services

Principle 4

Ethics and Integrity – ethics and integrity are embedded in Your values, operations and the services You deliver

Principle 5

People – Your leadership in people management result in quality service provision

Principle 6

Finance and Accountability – You ensure financial integrity, transparency and accountability, in line with economy, efficiency and effectiveness

Principle 7

Risk Management – You identify and manage Your risks.

Operational Matrix

This Matrix is designed to assist You in meeting the appropriate principles and the associated standards.

We outline for each principle:

- *What is required by You to achieve the appropriate level of organisational performance and accountability?*
- *How do You achieve it?*
- *How do You monitor Your progress towards good governance?*

Standards

We have detailed the governance standards we expect of our service providers. These standards have been broken down into two categories- depending on whether Your total income from all sources, including from TUSLA, for last year was above or below €250,000.

The standards are designed to be easy for You to demonstrate that you are complying with them and easy for Us to verify.

The Benefits

The **TUSLA Good Governance Framework** provides guidance on governance structures to strengthen Your operational efficiency and improve relationships between You and Us. Your governance structures should be amended to reflect the new requirements.

Our objectives in developing the **TUSLA Good Governance Framework** for our own staff and those of Our Service Providers is to:

- Have one contract with Our Service Providers that is shorter and simpler
- Support greater consistency in format and requirements
- Improved transparency, integrity and accountability
- Make Our obligations to You and Your obligations to Us clear
- Assist You in complying with these requirements
- Improve the awareness levels of the benefits of good governance

Operational Matrix

Under each principle of good governance, the operational matrix details requirements for Your performance and accountability, the means for achieving this and methods for monitoring your success.

Good Governance Principle	Requirements	Action	Monitoring
	<i>What is required to achieve the appropriate level of organisational performance and accountability?</i>	<i>How do You achieve it?</i>	<i>How do You monitor Your progress towards good governance?</i>
1. TUSLA and Service Provider Relationship <i>- the relationship between You and Us is clear and understood</i>	1.1 The Agreement defines the responsibilities and accountabilities between You and Us	1.2 Processes exist to manage the formal interaction and communications between You and Us 1.3 Regular reviews are carried out to monitor Your compliance on Your obligations to Us over the Term	1.4 Conduct regular reviews of Your Services against the Agreement 1.5 Liaise with Us as often as We request 1.6 Document the minutes of these meetings
2. Board and Management Oversight <i>- the accountability responsibilities of Your Board/ oversight body and management are clear</i>	2.1 A document that defines roles, responsibilities and accountability for You, Your Board, Board committees, management team, staff and volunteers. It should clearly differentiate between those approving Your key strategic goals and outcomes and those involved in the implementation 2.2 Where no Board exists the document must lay out the relationship between all parties involved and their respective responsibilities and accountabilities	2.3 Adhering to the Agreement which outlines the obligations attached to the Funding 2.4 Monitoring progress against Your strategic plan which outlines Your key strategic goals, outputs and outcomes 2.5 A delegated authority framework is in place which defines authority levels at Board and Management level and owners of each strategic objective	2.6 Performance measures are defined and monitored to ensure that You are delivering the agreed services 2.7 Conduct regular assessments of progress against the agreed KPIs and update Us on their status
3. Organisation Structure and Operations <i>- Your organisation structure and operations are fit for purpose to deliver the agreed services</i>	3.1 Policies to ensure that Your structure and operations are fit for purpose and enable You to meet Your key strategic goals and Your service commitments to Us 3.2 All policies that are applicable to Your services are documented and understood	3.3 Your operational plans support Your key strategic goals, outputs and outcomes 3.4 The appropriate infrastructure is in place to enable You to implement the agreed Services 3.5 Processes exist to monitor, update and ensure alignment with all relevant policies and legislative requirements	3.6 Conduct reviews to identify how well Your structure delivers Your services and identifies areas where change is required 3.7 Regular performance evaluation reviews and audits are conducted 3.8 Processes are in place to assess how effective any changes are made to improve service delivery 3.9 Processes in place to monitor the effectiveness of the work of the organisation
4. Ethics and Integrity <i>- ethics and integrity are embedded in Your values, operations and the services You deliver</i>	4.1 You have a Code of Ethics / Code of Conduct which clearly specifies the standards of ethics, conduct and performance expected of all of Your Board, employees, volunteers, agents or subcontractors 4.2 You understand Your duty to protect the health and well-being of people who use Your services 4.3 You are familiar with and work within the laws and regulations governing Your practice and keep up with any changes in legislation or regulation	4.4 Your ethics and integrity risks are identified and policies and processes exist to address them 4.5 People management frameworks describe the response to non-ethical behaviour 4.6 Processes are in place to update Us and to provide supervision and assistance where required and deal with any non-compliance	4.7 Monitor official conduct and professional behaviour (e.g. compliance audit, performance management etc.) regularly of all of Your employees, volunteers, agents or subcontractors 4.8 Liaise with Us on any issues that arise throughout the Term of this Agreement and be in a position to explain and account for Your actions and decisions

Good Governance Principle	Requirements	Action	Monitoring
	<i>What is required to achieve the appropriate level of organisational performance and accountability?</i>	<i>How do You achieve it?</i>	<i>How do You monitor Your progress towards good governance?</i>
5. People <i>- Your leadership in people management result in quality service provision</i>	5.1 Human resource (HR) management systems that are consistent with regulatory requirements, industrial relations legislation, work health and safety legislation, relevant agreements or awards and adheres to public pay policy (where applicable) 5.2 Staffing policies are in alignment with the Agreement and enable the attraction, retention and management of staff and volunteers	5.3 The organisation ensures that adequate numbers of appropriately skilled and trained staff/volunteers are available for the delivery of the agreed services 5.4 Plans ensure that HR processes, decisions and actions are based on the principles of fairness, equity and diversity, as well as consistent, transparent, impartial and open for review 5.5 Policies and procedures for HR Management are in place that include: <ul style="list-style-type: none"> ○ Non-discriminatory HR practices ○ The application of equal employment opportunity principles ○ The elimination of bullying and harassment ○ Safe work practices ○ Safe work environment 	5.6 Continuous monitoring and assessment of adherence to regulatory requirements, industrial relations legislation, work health and safety legislation, relevant agreements or awards and to public pay policy (where applicable) 5.7 Record workforce planning and rostering 5.8 Ongoing communication regarding changes to regulatory requirements and how this will impact upon Your staff/services 5.9 Risks associated with employees' rights and work health and safety are managed effectively and in accordance with legislation
6. Finance and Accountability <i>- You ensure financial integrity, transparency and accountability, in line with economy, efficiency and effectiveness</i>	6.1 The organisation has the appropriate systems of internal financial controls in place and keep the effectiveness of these under ongoing review 6.2 All financial processes comply with the Agreement 6.3 A formal audit charter specifies roles and responsibilities, composition and structure of all audit functions 6.4 All finances and funding processes are aligned with the DPER Circular 13/2014 and all other legislative requirements where appropriate 6.5 The name and registered charity number of the organisation is clearly displayed on all written materials including website, social media platforms and e-mail communications.	6.6 Processes exist to ensure the proper recording and accounting of financial transactions consistent with accounting standards, Company Law and requirements for the entity and those of TUSLA 6.7 Financial operations contribute towards delivering the agreed Services and achieving the outputs and outcomes as set out in the Agreement 6.8 Financial Statements include the disclosures as outlined in DPER Circular 13/2014 and comply with the requirements set out in the Agreement (detailed income and expenditure reporting)	6.9 Structured processes are in place to monitor financial performance against budget and Your service commitments to Us, at Board level and executive level 6.10 Performance measures identify how effective You have been in achieving Value for Money and aligning with all regulatory requirements
7. Risk management <i>- You identify and manage Your risks effectively</i>	7.1 Policies exist for the governance and management of all risks (e.g. operational, reputational, technological, financial or physical, including occupational safety and health)	7.2 Your risk exposure is evaluated on a regular basis and remediation plans are implemented as required 7.3 Preventive measures for key risk categories are in place and reviewed regularly	7.4 Incidents are regularly monitored from the identified risk categories and any substantial risks are escalated to Us

Good Governance Standards

This Good Governance Standards set the benchmark for the quality of services we expect. Each Principle is supported by a set of performance indicators which outline what You are required to demonstrate to meet the standards required. The Standards are dependent on Your total Income (all sources including TUSLA) in the year prior to the Term. All organisations funded by TUSLA must comply with the minimum set of standards (<€250,000) and for those with total income exceeding €250,000 they must also comply with the enhanced governance requirements.

Good Governance Principle 1: TUSLA and the Service Provider Relationship - <i>the relationship between You and Us is clear and understood</i>	
Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> The Agreement is signed by both You and Us one month prior to the Agreement Commencement Date You formally meet with Us a minimum of once during the Term to review service performance Minutes of all meetings between You and Us are documented and available if required You have documented processes to manage the formal interaction between You and Us Processes and procedures for demonstrating compliance with the Agreement are in place 	<p>Minimum Standards only.</p>
Good Governance Principle 2: Board and Management Oversight – <i>the accountability responsibilities of Your Board/ oversight body and management are clear</i>	
Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> There is an appropriate governance structure in place that clearly identifies who is responsible for; <ul style="list-style-type: none"> the Funding ensuring compliance with our requirements You have a written set of policies or a corporate governance code addressing (at a minimum) the role and responsibilities of the Board/oversight body, transparency and disclosure Members of the Board/oversight body are provided with documentation and regular updates to help them understand their role and responsibilities collectively and individually in relation to; <ul style="list-style-type: none"> Their legal duties The provisions of the Agreement The external environment The organisation structure Setting and safeguarding Your vision, values and reputation Overseeing all services delivered The Board/oversight body is primarily comprised of non-executive members Directors/members of the Board/oversight body should serve for terms in line with the policy of Your organisation The Board/oversight body holds at least 4 meetings per annum, which are minuted The following documentation is either presented in the annual report/annual financial statements and/or is published on Your website: <ul style="list-style-type: none"> Names of the Board/oversight body Name of the CEO Signed statutory accounts The composition of the Board/oversight body and its competencies/skills are adequate for its oversight duties 	<p>Minimum Standards PLUS:</p> <ul style="list-style-type: none"> A Board induction process exist for new members The Chair/Board formally review the skills and experience on the Board annually and feeds this into the rotation process Consideration should be given to complete an external Board evaluation every 3 years by a third party competent to do so Continuous Professional Development for all directors is carried out annually The Board has a; <ul style="list-style-type: none"> Finance/Audit/Risk Committee Code Of Governance Diversity Policy Processes to address urgent matters between board meetings Matters reserved for the Board are approved and documented You have a 3 year strategic plan approved by the Board The following documentation is either presented in the annual report/annual financial statements and/or is published on Your website: <ul style="list-style-type: none"> Names & profiles of the Chair, Directors, Board Secretary The number of Board and Committee meetings that have been attended by each board member annually Signed statutory accounts The Constitution (Memorandum and Articles) of the organisation

Good Governance Principle 3: Organisation Structure and Operations – Your organisation structure and operations are fit for purpose to deliver the agreed services	
Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> You have a documented organisation chart with service delivery roles and responsibilities clearly identified An operational plan exists to deliver the agreed services Documented processes are in place to review service performance against the Agreement Appropriate policies are in place to enable You to carry out Your service delivery requirements effectively You must engage with Your Area Manager regularly during the Term on service performance Evidence of compliance with relevant legislation, regulations and contractual arrangements exists Mechanisms for continuous improvement are demonstrated in organisational management and service delivery processes 	Minimum Standards only.

Good Governance Principle 4: Ethics and Integrity – ethics and integrity are embedded in Your values, operations and the services You deliver	
Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> You have a documented Code of Ethics / Code of Conduct in place that clearly sets out the standard of behaviour expected from trustees and employees in relation to Board confidentiality, gifts, hospitality and out-of-pocket expenses. The Board/oversight body can provide evidence of its ability to; <ul style="list-style-type: none"> Safeguard and promote both Your and TUSLA's interests Act according to high ethical standards Identify, understand and manage conflicts of interest Maintain independence of decision making Deliver impact that best meets the needs of Service Users Evidence exists that Service Users have access to appropriate supports and advocacy Documented policies and processes are in place to monitor; <ul style="list-style-type: none"> Your adherence to Your ethics and values Identify, declare and manage conflicts of interest You ensure that any statement made on Your behalf is consistent with Your mission, vision and values 	Minimum Standards only.

Good Governance Principle 5: People – Your leadership in people management result in quality service provision

Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> You can provide evidence that Your human resource management systems are consistent with the Agreement and all appropriate standards of HR policies, regulatory requirements, industrial relations legislation, work health and safety legislation and adheres to public pay policy where applicable You have transparent and accountable recruitment and selection processes that ensure Your employees, volunteers and agents possess the knowledge, skills and experience required to fulfill their roles All of Your employees and volunteers have access to fair and effective systems for dealing with grievances and disputes You provide ongoing support, supervision, feedback and fair disciplinary processes for Your employees and volunteers Appropriate induction, training and development opportunities are available to all of Your employees and volunteers relevant to their roles 	<p>Minimum Standards only.</p>

Good Governance Principle 6: Finance and Accountability - You ensure financial integrity, transparency and accountability, in line with economy, efficiency and effectiveness

Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> The Board/Chair is accountable for the Funding, where no Board or Chair exists, it is the most senior person within the organisation You have documented internal financial and management controls that are appropriate to the Your size to enable early identification of non-compliance Within the required CRO filing deadline You have submitted; <ul style="list-style-type: none"> Signed annual statutory accounts Financial Statements include the disclosures as outlined in DPER Circular 13/2014 and comply with the requirements set out in the Agreement (detailed income and expenditure reporting) External auditors should be rotated in line with the policy of Your organisation Documentation of how the Funding was spent is readily identifiable in segmented accounts The name and registered charity number of your organisation is clearly displayed on all written materials including website, social media platforms and e-mail communications 	<p>Minimum Standards PLUS:</p> <ul style="list-style-type: none"> You have an Finance/Audit/Risk Committee which; <ul style="list-style-type: none"> Has approved Term of Reference Meets on a regular basis as per the terms of reference Keeps minutes which are circulated to all members of the Board Reports to the Board in writing Management accounts are produced on a quarterly basis within one month of the relevant month end throughout the year and are available for review upon request

Good Governance Principle 7: Risk - You identify and manage Your risks

Minimum Standard: Total Income <€250,000	Enhanced Standard: Total Income >€250,000
<ul style="list-style-type: none"> • You have a documented process for elevating risks to Us as soon as applicable • You regularly identify and review major risks to which You are exposed and have systems to manage those risks • You consider the impact of each identified risk for the Service Users, employees, volunteers and TUSLA • A risk management plan exists and is available for review • Your exposure to risks are reviewed at least 4 times per annum by the Board/oversight body 	<p>Minimum Standards PLUS:</p> <ul style="list-style-type: none"> • You have a Finance/Audit/Risk Committee which: <ul style="list-style-type: none"> ○ has approved Term of Reference ○ meets on a regular basis as per the terms of reference ○ keeps minutes which are circulated to all members of the Board ○ reports to the Board in writing • You have a risk policy which outlines the Board’s appetite for risk and how it will manage and limit the impact of identified risks • A risk register exists which is been approved by the Board annually and is updated regularly by a nominated individual