



ÚDARÁS UCHTÁLA na hÉIREANN
THE ADOPTION AUTHORITY of IRELAND

AAI Code of Governance

To ensure the provision of the highest possible standards of adoption related services, throughout the lifelong adoption process, with the best interests of children as the first and paramount objective.

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OVERVIEW

In accordance with Section 111 of the Adoption Act 2010 and informed by the Code of Practice for the Governance of State Bodies 2016, the Adoption Authority of Ireland has compiled this Code of Governance setting out a corporate governance best practice framework within which the Authority aims to operate. Members of the Authority, the staff and anybody contracted to the Authority must subscribe to the Authority's Code of Governance.

Governance can be defined as the framework of rules, practices and policies by which an organisation can ensure accountability, fairness and transparency in an organisation's relationship with its stakeholders. The Authority identifies with and has adopted the definition of good governance as:

- focussing on the organisation's purpose and on outcomes for service users;
- performing effectively in clearly defined functions and roles;
- promoting values for the whole organisation and demonstrating the values of good governance through behaviour;
- taking informed and transparent decisions and managing risk;
- developing the capacity and capability of the Authority to be effective;
- engaging stakeholders and ensuring accountability.

Subject to approval by the Minister, the Authority has agreed to keep this Code under review and to update it as necessary and in accordance with the development of the Authority and any additional new public sector requirements. This Code provides for appropriate structures and procedures to ensure a robust framework for the governance and accountability of the Authority.

The Executive management of the Authority has a central role to lead and manage the implementation of this Code and to ensure that the necessary systems, processes and behaviours promote good corporate governance across the organisation.

The Authority shall review the Code of Governance periodically at times that may be specified by the Minister and shall revise the code as the Authority considers appropriate.

In preparing or making revisions to the Code of Governance, the Authority shall have regard to any direction given by the Minister under Section 107 of the Adoption Act 2010.

Following the Minister's approval of the Code of Governance or of any revisions to it, the Authority shall arrange for the publication of the code or the revised code on its website.

The Annual Report of the Adoption Authority will provide information on the Authority's arrangements for implementing and maintaining adherence to the Code of Governance.

DEFINITIONS

In this Code of Governance, the following expressions shall, unless the context otherwise requires, have the following meaning:

'Act', the Adoption Act 2010, establishing the Adoption Authority of Ireland

'Authority', the Adoption Authority of Ireland, established under the Act

'Chief Executive Officer' or 'CEO', a person appointed to the post of Chief Executive Officer of the Authority

'Member' is a member of the Board of the Authority (including the Chair), as provided for in Section 98 of the Act

'Minister' is the Minister for Children, Equality, Disability, Integration and Youth

'Secretary' is the Board Secretary as defined in the Code of Practice for the Governance of State Bodies 2016

THE ADOPTION AUTHORITY OF IRELAND

The Adoption Act 2010 is the key piece of legislation which underpins the Authority's core functions, Section 96 of the Act sets out the functions to include the following:

- (a) on and after the establishment day, performing the functions in relation to adoptions that before that day were performed by An Bord Uchtála;
- (b) as specified in section 66 of the Act, performing in the State the role of a national Central Authority under The Hague Convention;
- (c) at the request of the Minister, providing general advice to him or her about adoption matters;
- (d) undertaking or assisting in research projects and activities relating to adoption services;
- (e) compiling statistical information and other records as to the proper planning, development and provision of those adoption services;
- (f) accrediting, regulating and supervising accredited bodies;
- (g) maintaining the register of accredited bodies; and
- (h) maintaining the register of intercountry adoptions.

VALUES, BEHAVIOURS AND CULTURE

As a State Agency the Authority's employees are public servants and are governed by a number of key values and principles.

This chapter describes the values that we strive to embody across the Authority. It also sets out the standards that are generally incumbent on members of the public service and which are to be observed in their professional duties. The chapter concludes with the very specific public office ethical requirements that must be complied with by certain grades in the Authority.

OUR VALUES

In our Corporate Plan 2019 - 2021 we set out our values:

Child-Centeredness:

We focus on the best interests of children and ensuring that their lifelong needs are considered as paramount when they require the services of the Authority. We are committed to the best and true interests of the individual child and will strive to ensure that children's needs are paramount throughout the adoption process.

Quality Services:

We seek to provide the highest quality service in all areas of our work, in line with the law and best practice in adoption. We are committed to developing and retaining a highly skilled and knowledgeable staff through leadership, training, development and commitment to continuous improvement in the delivery of our services.

Accountability through Ethical Practice and Transparency:

We are guided by honesty, propriety, accountability and ethical adoption practice in all of our actions and decisions. We operate in a manner which is open to scrutiny and which will be characterised by impartiality and equity. We are committed to delivering our services in the most efficient and effective way possible so as to achieve value for money.

Respect:

We are committed to treating all with whom we deal with dignity, respect and courtesy. We are a listening, learning and empowering organisation for all those who work in adoption services and or are affected by adoption. We listen to the ideas and concerns of our own staff and use their knowledge and experience to make the Authority a good place to work.

In addition to the above, the Authority is fully committed to equality of opportunity in all its employment practices. Equality of opportunity means that:

- all employees can be confident that their rights under the Employment Equality Acts 1998 and 2004 are guaranteed and that no one will receive less favourable treatment because of gender, civil status, family status, sexual orientation, religious belief, age, disability, race or membership of the Traveller community;
- throughout their working lives, employees can be assured of equality of participation regardless of gender, civil status, family status, sexual orientation, religious belief, age, disability, race or membership of the Traveller community;

- all employees have a responsibility to create a working environment in which differences are respected and in which all people – staff, clients and customers – are valued as individuals; and
- as an employer, the Authority will strive to achieve real equality of opportunity by continually monitoring its employment practices to ensure that they do not perpetuate existing inequalities.

The Authority is also committed to the development and implementation of improved measures to promote and support the employment of individuals with disabilities.

CODE OF STANDARDS AND BEHAVIOUR

The Authority has adopted the principles of the *Civil Service Code of Standards and Behaviour* to set standards for service delivery, behaviour at work and integrity. This Code applies to permanent staff and those employed on a short-term contract basis and all are expected to adhere to the following principles:

- we must be impartial in the performance of our duties;
- we should show due respect to our colleagues and respect their beliefs and values;
- we must maintain high standards of service in all our dealings with the public;
- we are required to attend at work as required and comply with the terms of sick leave regulations;
- the receipt of gifts from those with whom we have official dealings are governed by the highest standards and we apply the rules as set out in the Code on the receipt of such gifts;
- it is forbidden to use our official positions to benefit ourselves or others with whom we have personal or business ties. It is also forbidden to seek to influence decisions on matters pertaining to our official positions other than through established procedures;
- the Official Secrets Act 1963 requires us to avoid improper disclosure of information gained during the course of our work;
- we are generally not permitted to stand for General or European elections or engage in political activity. However some more junior grades, if permitted, may stand for local elections and engage in political activity;
- we are required to have due regard for State resources;
- we must respect the constraints of the law;
- we may not engage in outside business or activity which would in any way conflict with the interests of the Authority or impair us in carrying out our duties;

- if we are convicted of criminal offences, or given the [Probation of Offenders Act 1907](#) when tried for a criminal offence, we must report that fact to the Authority; and
- where we occupy '*designated*' positions under the Ethics in Public Office Acts, 1995 and 2001, there are certain obligations in relation to disclosure of interests.

The Authority complies with the principles set out in the Code of Practice for the Governance of State Bodies with regard to the following areas which are set out in this document and in the Authority's Code of Conduct.

- Ethics in Public Office
- Conflict of interests
- Non-disclosure of information
- Document retention

ETHICS IN PUBLIC OFFICE

The Ethics Acts provide for the disclosure of interests, including material interests, which could influence certain public servants, in the performance of their official duties. All staff at Principal Officer level and above are automatically prescribed as '*designated positions*' under the Acts. In addition, officers at Assistant Principal Officer and Principal Social Worker level in the Authority are deemed to be in '*designated positions*'.

Under the Acts, each officer filling a '*designated position*' must submit an annual written statement in respect of their interest (and those of a spouse, child or stepchild) which could materially influence them in the performance of official duties. If an officer believes they have an interest to declare they must submit a '*Statement of Interests*' to the appropriate person. Officers are restricted in performing official duties where a material interest is declared.

The Head of Compliance is the liaison officer with the Standards in Public Office and monitors the submission of annual statements.

REGULATION OF LOBBYING ACT 2015

The Regulation of Lobbying Act 2015, does not apply to any position in the Adoption Authority.

TAX COMPLIANCE – Senior Officer

The Standards in Public Office Act 2001 in relation to tax compliance places a duty on senior public servants to furnish evidence of tax compliance. The tax clearance provisions of the Act apply to persons appointed to 'senior office', which includes any designated position of employment for which the remuneration is not less than the lowest remuneration in relation to the position of Deputy Secretary General in the Civil Service. This does not apply to any positions in the Authority.

PROTECTED DISCLOSURES

The Authority is committed to fostering an appropriate environment for addressing concerns and supporting staff in 'speaking-up' relating to potential wrongdoing in the workplace and to providing the necessary support for staff who raise genuine concerns. A staff member who makes a protected disclosure under the Protected Disclosures Act 2014 is protected from penalisation (or threatened penalisation), which includes suspension, lay-off or dismissal, demotion, and unfair treatment.

Where an issue is raised under the Act, the following principles are applied by the Authority:

- the concern will be treated seriously and investigated where that is considered appropriate;
- where an investigation takes place, the identity of the person raising the concern will be safeguarded insofar as this is practically possible; and
- the person raising the concern will be advised on how the issue has been addressed, including the outcome of any investigation.

Anyone who has a reasonable belief that the information contained in his/her disclosure shows or tends to show that wrongdoing covered by the Act has occurred, is occurring or is likely to occur, will be protected against penalisation even if the staff member's concern is ultimately misguided or mistaken.

The 2014 Act requires every public body to establish and maintain procedures for dealing with protected disclosures and to provide written information relating to these procedures to staff

members. The Authority updated its procedures in 2020 and these are available to all staff and management in the shared folder on the Authority's network and in the Operations Manual. In accordance with section 22 of the Protected Disclosures Act 2014 the Authority publishes a report on protected disclosures in its Annual Report and this report is also published on the website.

CUSTOMER SERVICE

The Authority's Customer Service Charter and Action Plan 2018-2020 is a public statement on the levels of service that customers can expect to receive when dealing with the Authority. The Authority is committed to delivering quality of service and equality of treatment to all our customers. Our charter will be reviewed in 2021.

The Action Plan and Charter affirm our commitment to the delivery of high quality services and equality of treatment to all our customers. Our Customer Charter outlines the standards of service that customers can expect to receive when they interact with us and how complaints will be addressed. The Action Plan sets out how we will implement the Charter commitments and review and report on our performance in this regard.

The Customer Service Charter is published on the Authority's website. [Adoption - Customer Charter \(aai.gov.ie\)](http://aai.gov.ie)

CONFIDENTIALITY AND OTHER POLICIES AND PROCEDURES GOVERNING CONDUCT

All employees are bound by the provisions of the Official Secrets Act 1963, the Freedom of Information Act 2014 and a series of internal policies and procedures around financial controls and records management.

Employees are informed of their various responsibilities by way of the Employee Handbook (latest edition November 2019).

Members of the Board and staff members are required to respect the confidentiality of sensitive information held by the organisation. This includes Board and committee discussions, policy information, information on individual children, individual parents and siblings, families, Accredited

Bodies, staff, commercially sensitive information, personal information and any other information received in confidence by the Authority from within the State or Abroad.

Obligations of the Board members and employees regarding the non-disclosure of privileged or confidential information do not cease when Board membership or employment in the Authority has ended. This obligation is brought to the attention of employees and of Board members on their appointment.

Board members should not retain documentation obtained during their terms as a Board member and should return such documentation to the Secretary of the Board or otherwise indicate to the Secretary of the Board that all such documentation in their possession has been disposed of in an appropriate manner. In the event that former Board members require access to Board papers from the time of their term on the Board, this can be facilitated by the Secretary of the Board.

COMPLAINTS BY STAFF

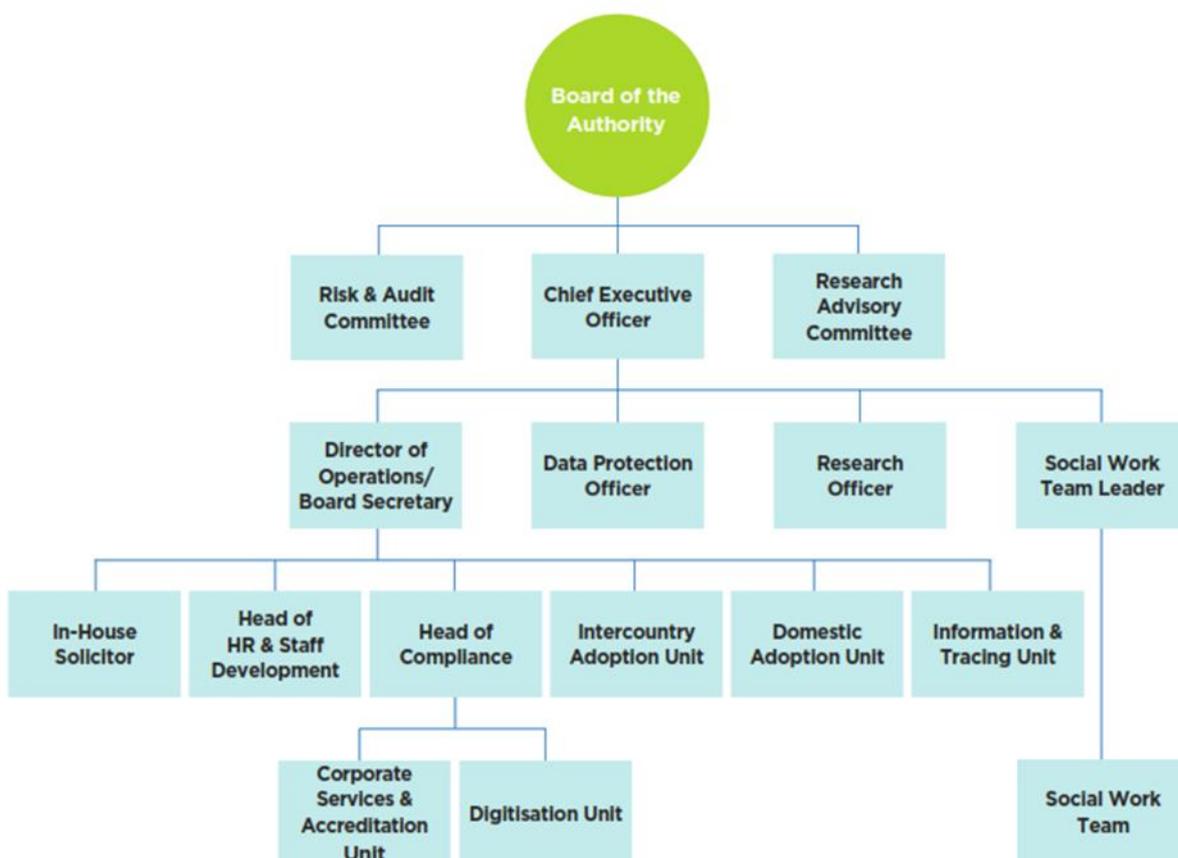
The mechanisms by which Authority staff may make complaints in various situations are set out in the relevant topical areas of the Employee Handbook and the Authority's Operations Manual.

Examples of this include:

- allegations of bullying, harassment and/or sexual harassment;
- grievances not related to terms and conditions of employment;
- assessment of performance under the Performance Review System; and
- complaints or issues arising which concern the safety or welfare of any child/young person who attends any events or meetings organised by the Authority.

In addition to the more formal procedures as set out above, staff are encouraged to '*speak-up*' during regular team meetings at local unit level. Staff are also invited to include items for discussion or clarification at general staff meetings which are held on alternate months during the year.

ORGANISATION STRUCTURE



The Authority structure comprises the Board of the Adoption Authority, Chief Executive Officer, senior management team and operational divisions.

Domestic Adoption Unit

The Domestic Adoption Unit processes applications for Declarations of Eligibility and Suitability (a requirement for all applicants for adoption) and applications for Adoption Orders. The unit also maintains the Birth Father Register.

Intercountry Adoption Unit

The Intercountry Adoption Unit processes applications for Declarations of Eligibility and Suitability, a requirement for all applicants for adoption. The unit is also responsible for maintaining the Register of Intercountry Adoptions (RICA) and the Register of Gender Recognition of Intercountry Adoptions (GRICA).

Information and Tracing Unit

The Information & Tracing Unit deals with post-adoption information and tracing queries and manages and maintains the National Adoption Contact Preference Register.

Social Work Team

The social work team reviews and monitors social work practice at all stages of the lifelong adoption process it offers information, advice and support about adoption related issues to the public as well as professionals.

Corporate Services and Accreditation

The Corporate Services Unit provides support functions, systems and structures to the Adoption Authority of Ireland. Its functions include:

- Accreditation
- Finance
- Human Resources
- Information Technology
- Customer Care
- Building and Facilities Management
- Communications and Public Relations
- Data Protection and Freedom of Information

Corporate Services is also responsible for business and organisational planning, corporate governance, including internal audit, and provides secretarial support to the Board of the Adoption Authority.

Records Project

Currently this consists of one staff member at Higher Executive Officer level who is working with on the digitisation of all of the Adoption Authority's files and roll out of a digital document management system.

Data Protection

Currently this consists of one staff member at Higher Executive Officer level.

Further details on the work and functions of the various units are published on the Authority's website. Operational units other than Social Work Team are headed by a Higher Executive Officer or Administrative Officer; the Social Work Team is headed by Team Leader (Principal Social Worker position is currently vacant). The Authority's organisational structure is published on the Authority's website.

STRATEGIC PLANNING, DECISION-MAKING AND PERFORMANCE MANAGEMENT

The Authority produces a three-year Corporate Plan in line with Section 108 of the Act. The 2019 - 2021 Corporate Plan charts the Authority's vision for the three year period and is reviewed periodically to track progress in implementing the Authority's priority actions. The Corporate Plan for 2022 to 2024 will be prepared in Q3 2021 for submission to the Minister for approval.

The engagement between all staff, through local team meetings and full staff meetings, and the Board enables the setting of the Authority's priorities each year. The priorities are then communicated to all staff as part of the process for preparing the annual Business Plan. The Risk Management process, integrated with Business Planning, enables the risks arising from the implementation of these priorities to be managed. The Senior Management Team meets each week and review and monitor performance and deadlines.

In drafting the annual Business Plan, the Authority's commitments under the Corporate Plan and other relevant documents are considered. In addition, staff provide input to feed into the development of the Plan. Business Plans are drafted in consultation with staff to ensure they are aware of their responsibilities before being submitted to and approved by the Board. The Business Plan is then submitted to the Minister for approval as required under Section 110 of the Act.

The business planning cycle is managed and supported by senior management. The quarterly reporting process requires each unit to summarise progress on key items, and provides an opportunity to review developments in respect of business priorities. The quarterly review is submitted to the Board for approval, and once approved is submitted to the Minister.

The Business Planning system is further supported by the Performance Review System. The Performance Review System helps all managers and staff across the Authority to manage and improve performance. The system centres around line managers and their team members setting

and agreeing goals in line with the objectives of the annual Business Plan, identifying training needs or gaps and reviewing the performance periodically during the year with a final formal review at the end of the year. The formal records of goal setting and reviews are held on personnel files for each staff member.

Time is taken to consult with staff when preparing the Authority's business plan to ensure that strategic objectives, priority projects and on-going day to day commitments are covered in the plan. This in turn allows staff to see the linkages between all the elements and ensures that overall objectives of the Authority are understood and appreciated at all levels across the organisation.

INTERNAL COMMUNICATION ARRANGEMENTS

Senior Management Team meetings take place on a weekly basis.

Pre Board meetings are scheduled with the Board Secretary/Senior Management Team and Chairperson in advance of Board meetings to prepare agenda for Board meetings.

Post Board meetings are held with the heads of units after each meeting to relay decisions made and clarify and actions or issues arising from the decisions.

A protocol has been put in place in respect of communications between the Executive and Board Members and is available on the shared folder on the Authority's network in the Operations Manual.

A weekly bulletin for internal use is distributed to all staff on Friday each week reminding or advising them of upcoming events in the Authority.

Staff meetings are formally scheduled on alternate months throughout the year and the roles of Chair and Secretary are rotated between the staff. In the interim months staff attend 'lunch and learn' sessions. Staff are encouraged to lead these sessions on work related matters or other such topics that may be of interest to their colleagues.

Where there are significant developments which affect all staff (i.e. proposed legislation or the implementation of legislation) information sessions are organised as required to keep all staff appraised.

Following official visits to Central Authorities in countries the Chief Executive hosts a briefing session to update all staff on developments and issues raised.

Operational teams meet regularly formally and informally to discuss work issues and developments. The Senior Management Team operate open door policies for all staff.

ENGAGEMENT WITH EXTERNAL STAKEHOLDERS

The Authority is committed to openness and transparency in all aspects of its work and is committed to providing a professional, efficient and courteous service to all our customers, providing and delivering the highest quality of service.

In order to achieve its goals, the Authority works in close partnership with the Department of Children, Equality, Disability, Integration and Youth, Tusla - Child and Family Agency, accredited bodies, the Ombudsman for Children's Office and other Government Departments, statutory agencies and non-governmental organisations on a range of issues as they relate to adoption.

The Authority schedules formal meetings with accredited bodies throughout the year but also engages as required between those formal meetings.

The Authority participates in the 'Anglo-Phone' teleconferences with other Central Authorities, throughout the year. The purpose of the teleconference is to discuss mutual areas of interest, and developments in respect of intercountry adoption and issues arising for Central Authorities.

The Authority hosts three to four information seminars throughout the year on various adoption related topics, the main audience for those seminars are the staff of the Authority and key stakeholders such as Tusla- Child and Family Agency, staff of accredited bodies and adoption support organisations.

REVIEW OF EFFECTIVENESS OF GOVERNANCE FRAMEWORK

The objectives of this Governance Framework are to ensure that:

- the Authority's systems of accountability and responsibility are effective, robust, clear, and identifiable, and
- the Governance Framework for the Authority evolves so that we can better adapt to social, political, environmental and economic changes.

The Board Secretary/Head of Compliance will be tasked with keeping the Authority's Governance Framework and any associated guidance up-to-date.

The Board will formally review the operation of the Governance Framework at least annually.

ROLES AND RESPONSIBILITIES

ROLE OF THE BOARD

The Board of the Authority is comprised of seven members, as provided for in Section 98 of the Adoption Act 2010, being the Chairperson, the Deputy Chairperson and five ordinary members, appointed by the Minister in accordance with the Act.

98 (2) A person is not eligible for appointment as chairperson or deputy chairperson unless the person—

(a) is or was, at any time during the 2 years immediately before the appointment, a Judge of the Supreme Court, the High Court, the Circuit Court or the District Court,
or

(b) is of not less than 10 years standing as a barrister or solicitor.

98 (3) Of the 5 ordinary members to be appointed by the Minister—

(a) one shall be a social worker with experience in adoption practice,

(b) one shall be a social worker with research expertise in child welfare, child protection or both,

(c) one shall be a barrister or solicitor with experience in the practice of law in relation to families and children,

(d) one shall be a medical practitioner whose name is for the time being included in a division of the register of medical practitioners referred to in paragraph (a) or (b) of subsection (2) of section 43 of the Medical Practitioners Act 2007 (as amended by the Health (Miscellaneous Provisions) Act 2007, No. 42 of 2007), and

(e) one shall be a person with appropriate training in psychology.

Under Section 100(2) The Authority shall hold as many meetings as are necessary for performing its functions but shall hold at least 12 meetings a year. In practice the Board of the Authority has held between 22 and 24 meetings each year since 2012 with additional exceptional meetings being called as required. The Board meets twice a year without members of the executive or management present to discuss any matters deemed relevant.

A quorum for a meeting of the Board shall consist of the chairperson or deputy chairperson and 2 ordinary members, one of whom shall be a person described in paragraph (a) or (b) of section 98(3).

Board members are appointed as they bring specific knowledge, skills, experiences and expertise to the deliberations of the Board and its committees and this is only possible if members attend all Board meetings and contribute as appropriate. The Board should clarify an expectation of 100% attendance at all Board meetings and as part of the assignment of a new Board member evaluate attendance when the member is due to be re-appointed. The dates of meetings for the year are published on the website. Attendance at the Board meetings is reported in the annual report.

The fees payable to the Chairperson and Board members are at the rates sanctioned and approved by the Minister for Public Expenditure and Reform. The non-salary related fees payable to Board members, analysed by category, are reported in the Authority's annual accounts and in the annual report. No fees are paid to the members of the Executive of the Authority who attend Board meetings. The Authority complies with the One Person One Salary rule.

The Board is collectively responsible for leading and directing the Authority's activities and shares corporate responsibility for all Authority decisions. While the Board may delegate particular functions to management the Board has a duty to supervise the discharge of the delegated functions. Each question at a meeting shall be determined by a majority of the votes of the members present and voting on the question. In the case of an equal division of votes, the chairperson, or in the absence of the chairperson, the deputy chairperson has a second or casting vote. Each decision of the Authority shall be announced by the chairperson, the deputy chairperson or the other member authorised by the chairperson and neither the existence of nor the content of any opinion of any other member, whether assenting or dissenting, shall be disclosed.

The Board undertakes an annual self-assessment of its own performance and that of its committees. The findings in the assessment are discussed by the members in the absence of members of the Executive. An external evaluation as required under the Code of Practice for the Governance of State Bodies took place in 2020.

FUNCTIONS OF THE BOARD

- to fully engage in impartial and balanced consideration of all issues and in their work on behalf of the Authority;
- ensure that the need of the service user is central to the Authority's activities;
- treat papers marked for non-disclosure as confidential to themselves, not discuss them with others outside the Authority, not leave them unattended and where others may obtain access to them, and dispose of them appropriately;
- appoint committees as it sees fit and determine their terms of reference and contribute to any committee of the Authority, as provided for in Section 101 and Section 102 of Adoption Act 2010;
- ensure full compliance with Conflict of Interest Policy and Procedure and Codes of Governance and Conduct;
- constantly review its operation and seek to improve its effectiveness; specific competency or skill gaps in the Authority should be advised to the Minister.
- establish the strategic direction of the Authority, within the framework laid down by the Adoption Act 2010 and the resources allocated to it;
- prepare, in accordance with section 108 of the Adoption Act 2010, a rolling three-year corporate plan and submit the plan to the Minister for approval. In preparing the corporate plan, the Board shall have regard to the policies of the Government or a Minister of the Government to the extent that those policies may affect or relate to the functions of the Authority.
- approve an annual business plan for submission to the Minister;
- approve capital and revenue budgets and monitor expenditure;
- submit an Annual Report to the Minister and ensure its publication ensuring that the annual report contains all information required under the provisions of the Adoption Act 2010 and the Code of Practice for the Governance of State Bodies including the details of non-salaried fees to Board Members and the salary of the Chief Executive Officer.
- seek all necessary information to ensure that the Annual Report to the Minister and the annual accounts present a balanced and understandable assessment of the Authority's position and performance;
- supervise the production of and approve the annual accounts; annual accounts are audited by the Comptroller and Auditor General. Through its Risk and Audit Committee the Board meets and discusses the annual accounts with the Comptroller and Auditor General at least

once a year, without employees of the Authority present, to ensure that there are no unresolved issues of concern;

- overall responsibility for discharge of the key functions specified in the Adoption Act 2010;
- ensure compliance with all statutory regulations, legal obligations and governance obligations which apply to the Authority. Where individual Authority members become aware of any non-compliance they are required to bring this to the attention of the Authority with the intention of having the matter rectified;
- oversee the discharge by the Chief Executive Officer and the executive management of the day-to-day business of the Authority;
- ensure that a qualified management team and a robust management structure are in place and review the internal structure of the Authority to ensure clear lines of accountability for management throughout the Authority;
- ensure that the Chairperson advises the Minister on any matter relevant to him/her and any matter for his/her decision or direction as required by the Act and of any significant matter of public concern.

INTERNAL CONTROLS:

- approve the internal control structure including financial controls, operational and compliance controls and risk management and receive reports on the effectiveness of these provisions;
- review the effectiveness of internal controls annually and confirm in the annual report that appropriate systems of internal and financial control are in place and are being implemented. The annual report will also provide confirmation that there has been a review of the effectiveness of the system of internal control;
- approve financial and accounting policies;
- approve contracts for the acquisition and disposal of major assets with a value in excess of €100,000 and capital works;
- maintain a transparent auction or tendering process for the disposal of an asset where its anticipated value of in excess of €15,000;
- ensure that appropriate procurement procedures are implemented in accordance with relevant domestic and EU guidelines and regulations;
- through its executive, ensure that personnel responsible for the purchasing function of the Authority are properly conversant with all developments in this area;

- establish a procedure whereby employees may, in confidence, raise concern about possible irregularities in financial reporting or other matters and ensure meaningful follow up of matters raised in this way;
- establish all relevant committees including Risk and Audit Committee; where committees are established the Board maintains responsibility for the work of the committees and makes the final decisions on all matters (Risk, Audit, Governance etc.);
- in an Authority resolution, lay down formal procedures whereby Authority members, in the furtherance of their duties, may take independent professional advice, if necessary, at the reasonable expense of the Authority;
- have a formal schedule of matters specifically reserved to it for decision;
- the succession to the post of CEO and the recruitment procedure for the appointment, which involves public advertisement, shall be a primary concern of the Board. It shall approve the CEO's conditions of employment, including remuneration, allowances and superannuation, with the approval of the Minister given with the consent of the Minister for Finance. The Authority shall institute a process of annual performance appraisal.

The following matters are always dealt with by the Board:

- a) Hearings for Adoption Orders;
- b) Hearings under Section 53 of the Adoption Act, applicants, assessing social workers, children to be adopted (where appropriate), birth parents/guardians;
- c) Hearings under section 18 and 30, consultation with birth fathers/guardians;
- d) Hearings under Section 40, applicants, assessing social workers;
- e) Case Sheets for decision in respect of matters under Sections 18 and 30;
- f) Case Sheets for decisions in respect of applications under Section 40 and 41;
- g) Case Sheets for decisions in respect of applications to the Register of Intercountry Adoption;
- h) Case Sheets for decisions in respect of the placement of children with prospective adoptive parents;
- i) Case Sheets for decisions in respect of applications for original birth certificates/ and or other personal information;
- j) approval of Corporate Plan;
- k) approval of Business Plan;
- l) operational strategies, as appropriate, to best implement policies;
- m) the acceptable level of risk appetite for the Authority;

- n) discussion of major strategic challenges confronting the Authority and strategies affecting the long term interests of the Authority (including IT, financial and Human Resource allocation, Human Resources strategies);
- o) budget allocation and performance;
- p) ensuring effective communication throughout the organisation, including dissemination of information on the role and decisions of the Board where appropriate, driving engagement with staff and communication with external stakeholders;
- q) considering and debating major policy issues and wider external issues of significance;
- r) high-level consideration on significant management and investment decisions made;
- s) ensuring Strategic Human Resources and Organisational Capacity and Capability Reviews are conducted periodically;
- t) ensuring that opportunities to exploit and embrace technology and innovation to transform how services are delivered; and
- u) governance arrangements for the Board, the Authority and Accredited Bodies.

Matters that regularly feature on the Board agenda include the following:

- a) Reports on accredited bodies;
- b) Management Accounts;
- c) Quality control checks on delegated functions;
- d) Implications of the effects of legislative changes on the functions of the Authority;
- e) progress and status of major projects against expected timeframes and budget;
- f) risk management;
- g) applications for registration or re registration of accredited bodies;
- h) review of certain documents prior to publication such as the Annual Report.

SEAL OF THE AUTHORITY

The seal of the Authority shall be authenticated, as provided for in Section 95 of the Adoption Act 2010, by (a) the signatures of two members of the Authority or (b) the signatures of both (i) a member of the Authority and (ii) an employee of the Authority authorised by the Authority to authenticate the seal;

ROLE AND RESPONSIBILITY OF THE CHAIR

The primary role of the Chairperson is providing leadership to the Authority in discharging the responsibilities assigned to it under its establishment statute. The specific duties of the Chairperson relate to:

Managing the Authority by:

- appropriate agenda setting, management and support of Board meetings;
- ensuring that the Board members receive accurate, timely and clear information;
- Ensuring effective communication with all relevant stakeholders;
- chairing Board meetings characterised by clear decisions and the balancing of contributions from Board Members and the CEO/Executive;
- ensuring that the minutes of Board meetings accurately record the decisions taken;
- conducting all meetings of the Board in accordance with legislation and the Authority's procedures;
- appropriately evaluating the Board's performance, as required under Section 100 of the Adoption Act 2010 and the Code of Practice on the Governance of State Bodies;
- ensuring Board Members understand their respective roles and responsibilities and that the Board works effectively and efficiently;
- furnishing a Comprehensive Report to the Minister for Children and Youth Affairs in conjunction with the annual report and financial statements of the State body in compliance with Financial and Reporting arrangements under the Code of Practice;
- including in the annual report of the Authority a statement regarding the system of internal control. This statement will have been reviewed by the external auditors to confirm that it reflects the Authority's compliance with the requirements of the Code and is consistent with the information of which they are aware from their audit of the financial statements;

- making themselves available to the appropriate Oireachtas Committee to discuss the approach they will take to their role as Chairperson and their views about the future contribution of the Authority or Board in question.

Managing key relationships/communications with:

- the CEO; including performance evaluation of the CEO;
- the Minister for Children and Youth Affairs and Department of Children, Equality, Disability, Integration and Youth;
- other key external parties and by promoting the work and mission of the Authority;
- the Members of the Authority, reflecting a tone of respect, trust and candour that allows for challenging questions and inputs;
- the appropriate Oireachtas Sub-Committee(s).

ROLE AND RESPONSIBILITY OF THE MEMBERS

Principal fiduciary duties:

- to act honestly and responsibly in relation to the conduct of affairs of the Authority;
- to act in accordance with the legislation governing the Authority and exercise his or her own powers only for the purpose allowed by law;
- not to benefit from or use the Authority's property, information or opportunities for his or her own or anyone else's benefit;
- not to agree to restrict the Board members' power to exercise an independent judgement unless this is expressly permitted by legislation;
- to exercise care, skill and diligence which would be reasonably expected of a person in the same position with similar knowledge and experience as a Board member. A board member may be held liable for any loss resulting from their negligent behaviour; and
- to have regard to interests of the Board's members.

In addition, each member is individually responsible for:

- furnishing to the Board Secretary details relating to his/her employment and all other business interests including shareholdings, professional relationships, etc. which could involve a conflict of interest or could materially influence the member in relation to the

performance of his functions as a member of the Authority. This information should be disclosed on appointment and annually thereafter;

- bringing to the attention of the Chair any conflict he or she believes to exist or arise between his or her obligation as a member of the Authority with his or her duty as a member of a professional regulatory body;
- In the case of the Chair, bringing to the attention of the CEO any conflict he or she believes to exist or arise between his or her obligation as a member of the Authority with his or her duty as a member of a professional regulatory body;
- informing the Authority of all current memberships of professional regulatory bodies and or Directorships of companies;
- complying with all aspects of this Governance Framework and the Code of Practice for the Governance of State Bodies, which includes their declaration of all relevant interests;
- informing the Authority, via the Chairperson, of any new appointments they accept which may impinge on, or conflict with, their duties as a Board member, this includes notification to the Chairperson of any payments which would conflict with the principle of One Person One Salary Rules;
- acting in good faith and in the best interests of the Authority;
- not disclosing, without the consent of the Authority, save in accordance with law, any information obtained by him or her while performing duties as a member of the Authority;
- complying with the obligation that non-disclosure of privileged or confidential information does not cease when Board membership in the Authority has ended;
- responding to any information requests made directly to him or her, relating to the activities of the Authority, including referring any request to the Chairperson (or the CEO of the Authority on his or her behalf) for appropriate processing;
- not misusing information gained in the course of their public service for personal gain or political purpose;
- not retaining documentation obtained during term of office;
- regularly updating and refreshing their skills and knowledge.

ROLE AND RESPONSIBILITY OF THE BOARD SECRETARY

The Secretary of the Board may be assigned such functions and duties as may be delegated by the Board.

Administration of Board Meetings:

The Secretary of the Board is responsible for:

- preparation of schedule of meetings at the beginning of each calendar year;
- preparation of agenda in conjunction with the Chair and CEO and the collation of papers for the agenda items agreed;
- ensuring that the Board receives information and papers in a timely manner to enable full and proper consideration to be given to the issues;
- notification to Members of the date of meetings and recording of noting of 'apologies' to ensure quorum criteria is satisfied;
- minuting the proceedings and resolutions of all meetings of the Board, including recording the names of those present and in attendance and confirming any conflicts of interests declared or arising;
- circulation of minutes of Board meetings to all members of the Board;
- retention of one hard copy of the agenda, papers and minutes of each meeting;
- ensuring that all statutory obligations and regulations are complied with.

Governance:

The Secretary of the Board will:

- report to the Chairperson on all Board governance matters;
- assist the Chairperson in ensuring relevant information is made available to the Board and its committees;
- advise the Board through the Chairperson on all governance matters;
- ensure that the Board have a list of statutory obligations and regulations that are required to be complied;

Communication:

Under the direction of the Chairperson, the Secretary is responsible for:

- ensuring good information flows within the Board and its committees and between senior management and non-executive Board members;
- facilitating induction of new Board members;
- mentoring and assisting with on-going professional development of Board members as required.

Induction of new Board members

On the appointment of new Board Members, the Secretary should provide them with the following information:

- specific information on the role and responsibilities of the Authority;
- a copy of relevant legislation;
- a listing of the statutory requirements relating to the Authority;
- the most up to date version of the Code of Governance for the Authority and any relevant circulars and/or guidance notes;
- a copy of the code of ethics/conduct for Board members, including requirements for disclosure of Board members' interests and procedures for dealing with conflict of interest situations;
- a formal schedule of matters reserved to the Board for decision;
- a schedule of the meeting dates for the year;
- a copy of the protocol on communications between Board and Executive;
- details of the procedures to be followed when, exceptionally, decisions are required between Board meetings;
- a schedule detailing the composition of all Board committees and their terms of reference;
- a statement explaining the Board members' responsibilities in relation to
 - the preparation of the financial statements,
 - the Authority's system of internal control and audit
- a statement informing Board members that they have access to the advice and services of the Secretary of the Board, who is responsible to the Board for ensuring that Board procedures are followed and that these procedures comply with the applicable rules and regulations;
- procedures for obtaining information on relevant new laws and regulations;
- statement on an expectation of 100% attendance at all Board meetings;
- procedures for claiming travel and subsistence.

The appointment and removal of the Secretary of the Board is a matter for the Authority.

DISCLOSURE OF INTERESTS BY BOARD MEMBERS

The Secretary has responsibility for informing Board Members of the requirements for disclosure of Board members' interests and for the collection and retention of such disclosures.

On appointment and annually thereafter, each Board member should furnish to the Secretary of the Board or other nominated person a statement in writing of:

- the interests of the Board member;
 - the interests, of which the Board member has actual knowledge, of his or her spouse or civil partner, child, or child of his/her spouse or civil partner;
- which could materially influence the Board member in, or in relation to, the performance of his/her official functions by reason of the fact that such performance could so affect those interests as to confer on, or withhold from, the Board member, or the spouse or civil partner or child, a substantial benefit.

For the purposes of this disclosure, interests has the same meaning as that contained in the Ethics in Public Office Act 1995. The statement of interests form used for annual statements under the 1995 Act can be utilised for this purpose on an administrative basis. Where the Board member is also a designated director for the purposes of the Ethics Acts, the annual statement of interests furnished in January each year under section 17 of the Ethics in Public Office Act 1995 will suffice for the purposes of the annual disclosure of interests under this Code.

In addition to the periodic statements of interest required above, Board members are required to furnish a statement of interest at the time where an official function falls to be performed by the Board member and he/she has actual knowledge that he/she, or a connected person as defined in the Ethics Acts, has a material interest in a matter to which the function relates. For the purposes of this disclosure, material interests has the same meaning as that contained in the Ethics in Public Office Act 1995.

If a Board member has a doubt as to whether an interest should be disclosed pursuant to this Code, he/she should consult with the Chairperson of the Board and/or the nominated person in the State body for dealing with such queries.

Details of interests disclosed under the Code of Governance should be kept by the Secretary of the Board in a special confidential register. Access to the register should be restricted to the Chairperson and Secretary of the Board and other members of the Authority on a strictly need to know basis.

As it is recognised that the interests of a Board member and persons connected with him/her can change at short notice, a Board member will, in cases where he/she receives documents relating to

his/her interests or of those connected with him/her, return the documents to the Secretary of the Board at the earliest opportunity.

Where a matter relating to the interests of the Chairperson arises, the other members attending the meeting shall choose one of the members present at the meeting to chair the meeting. The Chairperson should absent himself/herself when the Board is deliberating or deciding on a matter in which the Chairperson or his/her connected person has an interest.

Documents on any deliberations regarding any matter in which a member of the Board has disclosed a material interest will not be made available to the Board member concerned.

A Board member should absent himself/herself when the Board is deliberating or deciding on matters in which that Board member (other than in his/her capacity as a member of the Board) has declared a material interest. In such cases consideration should be given as to whether a separate record (to which the Board member would not have access) should be maintained.

Where a question arises as to whether or not an interest declared by a Board member is a material interest, the Chairperson of the Board should determine the question as to whether the provisions of this Code apply. Where a Board member is in doubt as to whether he or she has an obligation under the Ethics in Public Office Acts 1995 and 2001, he or she should seek advice.

ROLE AND RESPONSIBILITY OF THE CHIEF EXECUTIVE OFFICER

The CEO, as provided for in Chapter 2 of the Adoption Act 2010, is responsible for:

- being accountable to the Authority, implementing the Authority's policies and performing such other functions as may be assigned to him/her under the Act or as may be delegated to him/her by the Authority. Such delegated functions shall be carried out according to the internal governance control structure;
- carrying on, managing and controlling generally, the administration and business of the Authority;
- putting in place procedures to enable the Authority meet its accountability to the Government;
- implementing the annual business plan and corporate plan;
- ensuring the Authority has timely and accurate information to fulfil the statutory object and functions of the Authority;

- ensuring the Authority has timely and accurate information including financial on the performance of management including the performance of the Chief Executive's functions as the Authority may require;
- ensuring the Authority has sufficient information on risk identification, measurement and control strategies;
- ensuring economy and efficiency in the use of resources;
- ensuring effective systems, procedures and practices are in place to carry out the functions of the Authority and for evaluating the effectiveness of its operations;
- establishing a unified management structure to manage the work of the Authority;
- agreeing individual plans with performance targets for the management team, monitoring their performance and holding them accountable;
- complying with all aspects of this Code of Governance, which includes his or her declaration of all relevant interests;
- considering matters relating to conflict of interest or conflict of duty, with a review to resolving same and, where necessary, bringing such conflict to the attention of the Board to consider;
- obtaining Authority approval, via the Chairperson, prior to accepting any new appointment which may impinge on or conflict with, his or her duties as CEO;
- acting in good faith and in the best interests of the Authority;
- not disclosing, without the consent of the Authority, save in accordance with law, any information obtained by him or her while performing duties as CEO;
- not misusing information gained in the course of his or her public service for personal gain or political purpose;
- appearing before the Oireachtas Committees when duly requested;
- maintaining on behalf of the Authority –
 - the register of accredited bodies, and
 - the register of intercountry adoptions.

The salary of the Chief Executive Officer is reported in the annual accounts and in the annual report.

As stated in section 1.24 of the Code of Practice for the Governance of State Bodies. The role of Chairperson and CEO should not normally be combined. If this occurs in exceptional circumstances, it should be with the consent of the relevant Minister unless it is required by specific statutory provisions relating to the particular State body.

RESPONSIBILITIES OF ALL STAFF

All staff have a role to play in ensuring good governance. All members of staff are informed by means of the Employee Handbook and Operations Manual of their obligation to operate under the [Civil Service Code of Standards and Behaviour](#) which sets standards for service delivery, behaviour at work and integrity. The Handbook is published in the shared folder on the Authority's network. All corporate policies, procedures, circulars and Office Notices are notified to each relevant member of staff and made available in the shared folder on the Authority's network. Staff are aware that their obligations regarding the non-disclosure of privileged or confidential information do not cease when employment in the Authority has ended.

AUDIT, BOARD AND OTHER GOVERNANCE STRUCTURES

The Authority is bound by various statutory requirements which are principally set out in the Public Spending Code, the Code of Practice for the Governance of State Bodies and Public Bank Accounts arrangements. These documents form the basis for the procedures outlined in the Authority's Operations Manual and Financial Procedures Manual. In this regard day-to-day responsibility for budget resides at budget-holder level. The Authority's Corporate Services Unit has a particular oversight role in the management of the Authority's finance responsibilities.

The Authority has in place financial policies and procedures which are designed to act as a source of information and guidance on the procedures and practices that must be adopted in managing its resources.

Key financial controls in place include:

- different levels of authorisation within the Authority;
- professional financial accounting service/consultants;
- DCYA / APU oversight
- accountability of budget-holders; and
- adherence to Standards in Public Office Declarations of Interest by all relevant officers.

ACCOUNTING OFFICER ASSURANCE ARRANGEMENTS

Accountability for the Authority's assurance, audit and scrutiny functions and arrangements rests with the CEO/Board. In fulfilling this function, the CEO/Board provides, a Statement of Internal

Financial Control. Any weaknesses in controls identified as part of this process are addressed by the Authority's Corporate Service Unit/DCYA APU. Internal Audit, which is outsourced to an independent provider in the Authority, also plays an important part in advising the CEO/Board.

ASSURANCE ARRANGEMENTS BETWEEN THE ACCOUNTING OFFICER AND SHARED SERVICES

The Authority has a number of shared service arrangements in place as follows:

- Department of Children, Equality, Disability, Integration and Youth for the provision of Finance services;
- Department of Health for ICT services;
- Payroll Shared Services Centre in respect of payroll services;

In finalising the Authority's Annual Financial Statements, the Accounting Officer relies upon assurances from the Accounting Officers of these agencies.

ROLE OF THE RISK AND AUDIT COMMITTEE AND REPORTING ARRANGEMENTS TO THE BOARD

The Risk and Audit Committee (RAC) meets four times a year as required. There are currently five members of the Committee two of whom are external members (members of the Committee who are not Authority employees).

The role of the RAC is to aid the Authority in embedding risk management, oversee its risk function including identification, assessment, and mitigation steps, it also has a role in the provision of assurance to the CEO and Board, including consideration of the adequacy and effectiveness of internal control systems.

It agrees a Risk Register which is submitted to the Board. It also determines the parameters for the escalation of risks for further examination. The Risk Register is reviewed by the Committee at each meeting and the high risk items are a standing item on the Board monthly agenda.

The Annual Internal Audit Plan is discussed and agreed by the Risk and Audit Committee and approved by the Board at the beginning of the year. The approved Internal Audit Plan is a living document, which can be updated when required. The Head of Compliance is the liaison officer with the Internal Audit service provider. The Internal Audit service provider prepares terms of reference

before an audit starts (which are approved by the Risk and Audit Committee), and written reports are issued at the conclusion of each audit. All reports are submitted to the Risk and Audit Committee for consideration before they are issued to the Board for approval. The Risk and Audit Committee invites the Internal Auditors to a meeting at least annually to present their reports in particular the internal financial controls report.

The Risk and Audit Committee invites the Comptroller and Auditor General (C&AG) to a meeting at least annually to discuss the audited financial statements.

The Risk and Audit Committee prepares an annual report on its activities for the Board. The report is presented to the Board by the Chair of the Risk and Audit Committee and contains its opinion on the adequacy of risk management and internal control systems, and the adequacy of sources of assurance to the Board including governance issues, financial reporting and quality of internal and external audit. The Committee also reports its view of its own effectiveness with advice on how it can be strengthened and developed.

INTERNAL AUDIT AND REPORTING ARRANGEMENT TO THE BOARD

The Authority's Internal Audit Service is an independent service provider. The current contract will cease in December 2018. The Authority will go to tender for a new contract in Q3 2018. Audit work by the service provided is performed in accordance with the standards set by the Chartered Institute of Internal Auditors (CIIA). The Internal Audit Service liaises with the Head of Compliance and reports to the Risk and Audit Committee.

ROLE OF AUTHORITY FINANCE UNIT

The Authority has engaged external financial and accounting services to work closely with the CEO and Head of Compliance and the Department of Children, Equality, Disability, Integration and Youth. The service provider and Authority staff constitute the Authority's Finance Unit and has overall responsibility for accounts, payments, receipts, travel and subsistence, salaries and other allowances.

It also has key responsibility for a range of other functions which form an integral part of the Authority's business tasks. These include Annual Budgets, Estimates, Management Accounts, tax compliance, draw down procedures and processes and review of financial matters in relation to

accredited bodies. The Unit is also responsible, in conjunction with Human Resources and Corporate Services, for the operational costs associated with the Authority's administrative budget.

The Authority has adopted and complies with Department of Public Expenditure and Reform circulars in respect of Travel and Subsistence, Official Entertainment and International Travel. With regard to international travel expenditure the Board are informed and aware at all times of proposed travel plans and expenditure in respect of official visits by the Chair and CEO (and where necessary other Board members or staff members) of the Authority to other countries in line with the Authority's role as a Central Authority under Section 66 of the Adoption Act 2010.

In compliance with the Code of Practice draft unaudited Financial Statements will be submitted to the Department of Children, Equality, Disability, Integration and Youth not later than 2 months after the end of the relevant financial year i.e. 28 February.

Pursuant to Section 111 of the Adoption Act 2010 the accounts of the Authority shall be prepared by the chief executive officer and approved by the Board shall be submitted to the Comptroller and Auditor General for audit not later than 3 months after the end of the financial year to which the accounts relate i.e. 31st March.

Within one month of the Comptroller and Auditor General issuing an audit certificate for the accounts of the Authority, the Authority will provide the Minister with a copy of the accounts and the report of the Comptroller and Auditor General on the accounts.

PUBLIC PROCUREMENT

All procurement in the Authority is governed by public procurement rules and procedures. These are set out in the Authority's Financial Procedures manual. These rules are informed by National and European guidance on the procurement of supplies and services as set out in the publication Public Procurement Guidelines – Competitive Process, available on the Office of Government Procurement website ogp.gov.ie. These guidelines set out the steps to be followed in conducting an appropriate competitive process under EU and national rules.

Under the terms of Circular 40/02: Public Procurement Guidelines the CEO, as Accounting Officer, is required to provide a report annually to the C&AG outlining details of any contracts awarded which exceed a value of €25,000 exclusive of VAT and which were not subject to a competitive tendering

process. These reports are forwarded to the C&AG by 31 March of the year following the award of the contract with a copy being sent to the Office of Government Procurement at the same time. All procurement processes in the Authority must be carried out in conjunction with Corporate Services which tracks purchases and is available to advise on the procurement process. General guidance on procurement policy and procedures in the Authority is provided for all staff in the Financial Procedures Manual.

EXTERNAL GOVERNANCE AND OVERSIGHT OF AUTHORITY BY THE DEPARTMENT OF CHILDREN, EQUALITY, DISABILITY, INTEGRATION AND YOUTH

The relationship between the Authority and the Department of Children, Equality, Disability, Integration and Youth is determined primarily by:

- the underpinning legislation establishing the Authority – the Adoption Act 2010; and
- the requirements set out in the Code of Practice for the Governance of State Bodies which includes a signed Oversight Agreement and a performance delivery agreement which is fulfilled by the production of a Corporate Business Plan and Annual Business Plans, the progress of both is then reported by way of quarterly reviews to the Department and through annual reports and financial statements.

In general, the relationship between the Department and the Authority, including on governance matters, is managed by the Adoption Policy Unit in the Department. This includes oversight of the functions of the Authority and the respective responsibilities of the Minister, Secretary General as Accounting Officer, Board and Chief Executive. It also involves all related parliamentary support to the Minister on matters relating to the governance of the body.

Arrangements are in place in the Governance and Performance Division of the Department of Children & Youth Affairs (DCYA) to support the Adoption Policy Unit (APU) in its relationships with the Authority:

- Finance Unit leads on estimates negotiations for DCYA (and thereby the Authority) with the Department of Public Expenditure and Reform (DPER) and when finalised, arranges for their publication and a motion to be brought before the Dáil for its consideration. It works with APU to confirm the annual budget and related matters to the Authority in a letter of allocation each year.

Finance Unit sets out in the Department's Financial Policies and Procedures the arrangements to be followed by APU and the Authority regarding the profiling of intended

expenditure, regular drawdown of funds and monitoring of actual expenditure against profile.

- Human Resources Unit monitors the staffing of the Authority and manages the Minister's functions to approve the staffing arrangements of the Authority with the approval of the Minister for Public Expenditure and Reform. This includes arrangements with Authority for developing business cases for staffing proposals, necessary sanctions from DPER, and engagement with the recruitment process.
- Communications and Corporate Governance Unit (CCGU) ensures that arrangements are in place for the Department to monitor compliance by the Authority with governance requirements arising from relevant governing legislation and the Code of Practice for Governance of State Bodies (2016) and to take corrective action to address deficiencies.

The following sets out the specific arrangements for governance and oversight of the Authority by the Department of Children, Equality, Disability, Integration and Youth. It also provides an overview and references the periodic measures taken to provide on-going governance assurance as to who is responsible for what.

The Authority was established in November 2010 under the Adoption Act 2010. The Authority is responsible for implementing the Adoption Act 2010, public policy relating to adoption and Ireland's adherence to the Hague Convention in relation to inter-country adoption.

The key governance obligations in relation to the Authority are set out in various sections of Part 12 of the Act. For each of the statutory obligations, the Department ensures that the responsibilities are properly known, are properly discharged, and all appropriate communications involving the Minister and Department with the Authority and any other body or Department are properly recorded.

The Adoption Policy Unit (APU), reporting to the Director of the Youth Justice, Adoption Youth and Participation Division, manages the Department's relationship with the Authority. APU monitors and evaluates performance through strong governance and accountability systems in respect of the Unit's responsibilities with particular regard to the Authority. Effective communication arrangements are in place. The Unit meets with the Authority regularly (approximately every six weeks) and governance is a standing agenda item for these meetings.

APU deals with monthly drawdown requests from the Authority in accordance with arrangements set out by the Finance Unit in the Financial Policies and Procedures of the Department. The APU arranges the laying of the accounts of the Authority before the Houses of the Oireachtas.

Compliance with statutory requirements and the obligations outlined in the Code of Practice for Governance of State Bodies are monitored with reference to the Adoption Authority's Annual Report, Business Plan, Corporate Plan, Annual Accounts and this Code of Governance.

Performance is monitored against the Business Plan and Corporate Plan objectives as approved by the Minister and progress is reported through quarterly reports on the progress of the Business Plan and in the Annual Reports of the Authority.

STATE BOARD APPOINTMENTS

Section 98 of the Adoption Act 2010 sets out the composition of the Board in terms of qualifications and experience and the Government Minister responsible for appointing members to the Board. In making decisions on appointments to the Board, subject to the governing legislation and following the process undertaken by the Public Appointments Service (as required by relevant Government guidelines), the Minister considers the most suitable persons for the positions available with due regard to the Authority and its particular responsibilities, and seeks to ensure that the appropriate mix of skills and experience is in place to best serve the Board and the Authority.

Under arrangements approved by the Government in November 2014, the Public Appointments Service (PAS) manages the process of advertising vacancies and selecting suitable potential appointees to State Boards. A website was established for this purpose (stateboards.ie). Each Government Department nominates at Principal Officer Level a State Boards Liaison Officer (SBLO) who operates as the focal point for that Department on any communications with PAS.