

## THE REPRESENTATIVE BODY OF THE CHURCH IN WALES

A meeting of the Representative Body of the Church in Wales was held at 2 Callaghan Square, Cardiff on 5 March 2020.

**Present:** Ex officio members  
*The Archbishop of Wales*  
The Most Reverend J D E Davies

Chairs of the Diocesan Boards of Finance

St. Asaph: Mrs H R Jones  
St. Davids: Mr N C P Griffin  
Llandaff: Mr M A Lawley  
Monmouth: Mr P E Lea  
Swansea & Brecon: Sir E P Silk

Elected members

St. Asaph: The Very Reverend N H Williams  
Bangor: The Very Reverend K L Jones  
St. Davids: Mrs J A P Hayward, the Venerable P R Mackness  
Llandaff: Mr G I Moses, the Venerable C B W Smith  
Monmouth: Miss P R Brown, the Venerable J S Williams  
Swansea & Brecon: Mr T J P Davenport, The Venerable A N Jevons

Nominated members

Mr J J Turner (Chair)  
Mr R Davies  
Mr P D Kennedy  
Mr T O S Lloyd

**Apologies:** Apologies were received from Mr L James, Dr H Parry-Smith, Mrs E M Perkins, Mrs H Wiseman and the Venerable M K Stallard.

**In attendance:** The following members of staff were present:  
The Provincial Secretary, the Head of Finance, the Head of Legal Services, the Governance Officer and the Finance and Governance Officer. The Head of Communications and Technology and the Safeguarding Manager were present for items 20/16 and 20/17.

**Prayers:** Opening prayers were led by the Venerable Christopher Smith, Archdeacon of Morgannwg.

**Conflicts of interest:** All clergy present declared that they had an interest in the Clergy Remuneration Review (item 20/19).

The cathedral deans and archdeacons present declared an interest in the discussion on the funding of cathedrals (item 19/52): it was noted that they would not personally benefit financially from any decisions arising.

## **Minutes of the meeting of 14 November 2019**

20/01

The minutes of the previous meeting were agreed as a true record and signed by the Chair. Various matters arising from the minutes were noted.

### **Summary of Committee activities**

20/02

The Governance Officer reminded members that the Representative Body had for many years operated a 'pink sheet' system which drew attention to particular matters arising from committee minutes. Any matters arising from committee minutes which required decisions to be made appeared as standalone items on the Representative Body's agenda for specific consideration.

The Governance Officer explained that a new system was being introduced and all items for the Representative Body to note from committees would be included in a single paper. It was intended that this would give members a clearer opportunity to engage with the activities of the Representative Body's committees.

The Representative Body noted the change.

### **Trustee updates**

20/03

#### Conflicts of interest register

The Representative Body noted that all members had been asked to review and update their registers of their conflicts of interest as part of the annual review.

As the Conflicts of Interest Policy had not been updated for some years, it was noted a general review would be undertaken by the People Committee for the Representative Body's consideration at a future meeting.

#### Trustee eligibility

The Governance Officer reminded the Representative Body that it agreed, at its meeting on 15 November 2018 (minute 18/47), that all members would be asked to re-confirm they remained eligible to act as trustees, in line with the Charity Commission's eligibility criteria, on an annual basis.

All members were asked to review and, if they were able, to re-confirm their trustee eligibility.

The Chair reminded members of their duties as trustees, and it was agreed Charity Commission guidance on the role of trustees would be re-circulated.

## **Training, Formation and Ministerial Development Committee powers and duties**

20/04

### Background

The Provincial Secretary reminded the Representative Body that in January 2020 members had been contacted concerning the governance arrangements for St. Padarn's Institute and that some changes to the governance arrangements were necessary in advance of the forthcoming Gateway Quality Review.

As a provider of higher education St. Padarn's was required to undergo a Gateway Quality Review by the Higher Education Funding Council for Wales (HEFCW) as part of standard quality assurance processes. In preparation for this review a mock review was conducted in December 2019. It was noted the Gateway Quality Review was a review of governance arrangements, policies and procedures: it was not a review of teaching and teaching standards.

The mock review had highlighted a weakness in that while it was clear the Representative Body was the trustee body overseeing St. Padarn's, the role of St. Padarn's Council and its accountability to the Representative Body, was not sufficiently clear. Therefore, it was necessary for this situation to be formally clarified in time for the deadline for the document submission for the review on 24 January 2020.

The necessary changes to the existing powers and responsibility document were drafted and were approved by the Chair of the Representative Body on 17 January 2020 and are attached as annex 1). All members of the Representative Body had been informed of this action by the Chair.

The revisions to the powers and duties sought to make clear, and express consistently:

- the governance position of the Council and that it was accountable to the Representative Body; and
- the Council's responsibility for academic governance and quality assurance.

### Training, Formation and Ministerial Development Committee

The name 'St. Padarn's Council' also posed some difficulties as it suggested the Council was an independent trustee body which had a wider remit of responsibility than was in fact the case. It had therefore been proposed that the Council was renamed the 'Training, Formation and Ministerial Development Committee', which would ensure the name clearly reflected the committee's nature (as a committee of the Representative Body) and its purpose (for academic governance and enhancement).

### Membership

The Committee's membership criteria had also been revised and were set out. The revised criteria included two bishops (appointed by the Bench of Bishops, one of which would Chair the Committee), the six diocesan directors of ministry (*ex officio*) and two members appointed by the Representative Body. The Committee could also co-opt a number of other members to ensure diversity of skills and knowledge within the Committee's membership, including members from other Churches and from academia.

The Bishop of Llandaff was currently the Committee's acting Chair, but the Bench of Bishops would consider its representation on the Committee, and episcopal oversight of the wider ministry portfolio area of responsibility, at its meeting in March 2020.

The Representative Body was reminded that Miss Paulette Brown had served as one of its representatives on the St. Padarn's Council and it was not proposed this changed. The position of a second member of the Representative Body had been vacant for some time, which was discussed. It was agreed a lay person with particular experience in the education sector or course evaluation would be particularly helpful: the vacancy within the Representative Body's co-opted membership category could be used to facilitate such an appointment as necessary.

### Summary

Following discussion the Representative Body:

- i. Approved the renaming of the St. Padarn's Council as the Training, Formation and Ministerial Development Committee;
- ii. Approved the revised powers and duties of the Training, Formation and Ministerial Development Committee;
- iii. Confirmed the appointment of Miss Paulette Brown as one of the Representative Body's two representatives on the Committee;
- iv. Authorised provincial staff to work to identify suitable candidates for possible appointment to the Committee by the Representative Body;
- v. Noted the Bench of Bishops would consider episcopal representation on the Committee.

### **Ethical Investment Policy**

20/05

The Head of Finance advised the Representative Body that the Ethical Investment Group (EIG) had recently reviewed the Church in Wales's Ethical Investment Policy and had proposed a number of amendments, proposals which had been considered in detail by the Investment Committee.

Two of the EIG's proposals involved changes to the investment arrangements of the Representative Body's investment fund:

- Reduction in the investment limit for tobacco, gambling and alcohol from 20% to 10%; and
- Not to knowingly invest in any company which derived more than 5% of its turnover from the production or the extraction of fossil fuels.

The Investment Committee had taken advice from the investment managers on the impact that these proposals would have on future investment income. It was confirmed the Investment Committee had considered this advice and understood the impact the proposals may have on future investment returns, a situation which would be managed.

Informed by this advice the Investment Committee recommended to the Representative Body the following proposed amendments to the Ethical Investment Policy:

- i. To reduce the investment limit for tobacco, gambling and alcohol from 20% to 10%;

- ii. To delete the line '*beyond areas of legitimate defence and international peace-keeping*' from the section of the Policy relating to armaments;
- iii. To make a minor amendment to the wording '*governance and social responsibility*' to '*environmental, social and governance*';
- iv. To amend the policy of the Church in Wales so that it would not normally or knowingly invest in any company which derived more than 5% of its turnover from the production or the extraction of fossil fuels.

Following discussion, the Representative Body:

- Endorsed the proposed amendments to the Ethical Investment Policy for approval and adoption by the Governing Body; and
- Confirmed that relevant divestments should be completed by the end of 2020.

The Ethical Investment Policy, with the proposed recommended amendments highlighted, is attached as annex 2.

### **Representative Body membership**

20/06

The Governance Officer informed the Representative Body of two changes to its membership.

#### Ex officio membership

The Bangor Diocesan Board of Finance had appointed the Venerable Mary Stallard, Archdeacon of Bangor, as its new Chair, replacing Dr Hywel Parry-Smith. Upon her appointment, Archdeacon Mary had become a member of the Representative Body, *ex officio*.

#### Elected membership

Dr Hywel Parry-Smith had been elected as the diocese of Bangor's lay representative.

The Representative Body now had just one vacancy within its membership – that is within the co-opted category of membership, a vacancy which was being retained strategically in case it should become necessary to co-opt another member for specific expertise in the future.

### **Representative Body Committee membership**

20/07

The Representative Body noted that the membership criteria for the Training, Formation and Ministerial Development Committee included all diocesan directors of ministry (DDM), *ex officio*. The Head of Legal Services advised the Representative Body that while most of the current DDMs were office holding members of the clergy, the Reverend Canon Richard Lowndes, Director of Ministry in the diocese of Llandaff, was an employee of the Diocesan Board of Finance.

The Head of Legal Services explained that Section 7(2) of Chapter III of the Constitution of the Church in Wales currently disqualified all Representative Body and Diocesan Board of Finance employees from being members of the Representative Body or any of its committees. The

current Constitution therefore disallowed Canon Lowndes from being a member of the Training, Formation and Ministerial Development Committee.

It was noted that an increasing number of clergy were being engaged in the context of an employment contract rather than as an office holder so this situation may, in time, become more widespread.

Following discussion the Representative Body agreed the following amendment to the relevant clause of the Constitution, for the consideration of the Governing Body:

*No salaried employee of the Representative Body, a Diocesan Board of Finance or any other such provincial or diocesan body within the Church in Wales shall be eligible to be a member of the Representative Body, or any committee or sub-committee thereof, without the specific approval of the Representative Body.*

Also, the Representative Body approved the appointment of Canon Richard Lowndes, DDM for the diocese of Llandaff, to the Training, Formation and Ministerial Development Committee in the event of the Governing Body approving the necessary change to the Constitution. Until such time, Canon Lowndes would continue to attend meetings of the Committee as an observer.

### **Reflections on meeting of members of the Representative Body and Standing Committee (4-5 February 2020)**

20/08

In February 2020 members of the Representative Body and the Standing Committee had met for a residential meeting to discuss matters relating to the future financial strategic priorities of the Church in Wales. A note of the discussions that had taken place had been circulated to all members.

It was noted the meeting was a worthwhile occasion and had been an energising and positive experience. Another joint meeting had been planned to take place in May 2020 where themes arising from the previous meeting would be discussed and refined further. The importance of the continuation of dialogue between the Representative Body, Standing Committee and Bench of Bishops was noted.

### **Draft outturn 2019**

20/09

The draft outturn for 2019 was introduced by the Head of Finance.

It was reported that the expected deficit for 2019 was £1.9million, compared to the original budget of £3million.

The Representative Body was reminded of its total return model of assessing and planning expenditure as a percentage of capital values, using a five-year average, and that it aimed to reduce expenditure to a sustainable level of 3.5% of capital values.

Total expenditure for 2019 was £20.5million compared to an original budget of £19.9million. Major variances to the original budget included:

- An increase of £490,000 on the (past service) clergy pension contributions, which were calculated as a percentage of income (30.9%): as income was higher than budget, the amount allocated to clergy pension contributions also increased.
- IICSA - £47,000 lower than budgeted Counsel costs.
- One-off lump sum payment of £250,000 to the Staff Pension Scheme to reduce the funding deficit.
- £100,000 saving in staff costs due to vacancies in the provincial senior staff team.

The Representative Body noted the draft outturn for 2019: final figures would be presented to its next meeting, in June.

## **Evangelism Fund**

20/10

The Provincial Secretary updated the Representative Body on use of the Evangelism Fund since its last meeting and the current funding situation.

### Grants awarded

The Representative Body noted that the Evangelism Fund Committee met on 6 February and awarded the following two grants:

Diocese of St. Davids - the diocese was awarded £1.915million for project work in partnership with the Church Army.

Diocese of Llandaff - the diocese was awarded £2.974million for its 'Young Faith Matters' project.

### Other diocesan updates

Updates were provided on the progress of projects in the dioceses of St. Asaph and Bangor following the awarding of grants from the Evangelism Fund in 2019.

The Representative Body noted an application from the diocese of Monmouth was likely to be forthcoming later in 2020; and preparatory conversations were continuing in the diocese of Swansea & Brecon.

### Current situation

A total of £10million had been allocated to the Evangelism Fund. With £9,838,000 being awarded so far, £162,000 remained unallocated.

At its meeting in November 2019 (minute 19/53) the Representative Body had discussed in some detail the funding of the Evangelism Fund, concluding that it did not wish to allocate further money to the Evangelism Fund. It noted that two dioceses had yet to submit first stage applications, and that the Evangelism Fund Committee could access up to £6million of further funding should it need to do so to ensure those dioceses were not penalised.

## Evangelism Fund Committee

The Representative Body noted that Mrs Beci Ratcliffe had stepped down from the committee due to personal circumstances. The appointment of a replacement would be paused to allow a person with relevant experience and knowledge (as well as satisfying the existing membership criteria) to be sought. It was noted the Committee remained represented by members from all dioceses.

### **Cathedrals update**

20/11

The Representative Body was reminded that at its meeting in November 2019 (minute 19/52) it had instructed a small group to consider in detail the funding arrangements for cathedrals.

The group consisted of the Archbishop, the Chair of the Audit and Risk Committee Mr Geoff Moses, the Venerable Paul Mackness, the Head of Finance and the Head of Property Services. The group had undertaken visits to all six cathedrals to meet the deans and other cathedral staff and form a detailed and realistic understanding of each cathedral and their individual situations.

It was noted that as the group had only recently completed its visits a written report, with recommendations, would be prepared in readiness for consideration by the Representative Body at its meeting in June 2020.

### **General Resolution under Section 333 of the Charities Act 2011**

20/12

The Head of Legal Services reminded members that the procedure for executing documents on behalf of the Representative Body was set out in the Representative Body's Royal Charter (as amended by Supplemental Charter). When the Representative Body's Seal was used to execute documents one member of the Representative Body was required to be present together with the Secretary, the Assistant Secretary or the Legal Assistant to the Secretary.

The Head of Legal Services explained however that certain documents (primarily those relating to the disposition of land or the giving of a mortgage) may, in addition to sealing, require a certificate of the trustees: Land Registry guidance indicated that this certificate was separate and distinct from usual authorised use of charities' company seals.

Issuing such certificates in relation to relevant transactions would be problematic as it would require every member of the Representative Body to sign every necessary certificate. As an alternative, it was proposed the Representative Body made a general resolution under Section 333 of the Charities Act 2011 authorising two trustees to execute such documents.

Accordingly, the Representative Body made the following resolution:

*Pursuant to the power conferred by section 333 of the Charities Act 2011 we, the charity trustees of the Representative Body of the Church in Wales ('the Charity') resolve that any two of the charity trustees of the Charity be authorised to approve, sign and execute any document to which the charity trustees of the Charity from time to time are a party with the intention that any document executed under this authority will have the same effect as if executed by all of the charity trustees of the Charity.*



## **Charity Commission - serious incident reports**

20/13

The Head of Legal Services drew the Representative Body's attention to Charity Commission guidance regarding the threshold for and examples of serious incidents that should be brought to the attention of the Charity Commission, explaining that the Representative Body was authorised by the Charity Commission to make serious incident reports for safeguarding-related incidents on behalf of any constituent part of the Church in Wales.

The Head of Legal Services also confirmed a process had been established to identify incidents of sufficient seriousness which warranted reporting to the Charity Commission: serious incidents would be identified by the Provincial Safeguarding Panel; the necessary report drafted by the Safeguarding Manager and Head of Legal Services; the Chair of the Representative Body would be informed prior to the submission of the report.

Following an evaluation of safeguarding casework for 2019 it was confirmed that four serious incident reports had been made to the Charity Commission in January 2020. The Commission's response to the reports was awaited. All four reports related to safeguarding-related criminal investigations involving clergy or lay people.

Statistical reports of serious incident reports made to the Charity Commission would, in future, be made to the Representative Body for its information.

Discussion followed, during which the reporting of serious incidents relating to financial misconduct was queried. It was noted that currently the Representative Body was only authorised to make serious incidents on behalf of other constituent parts of the Church in Wales if they were safeguarding-related. While diocesan or provincial staff could provide assistance and support, the reporting of serious financial incidents should be made by the cathedral, parish or diocese concerned.

General guidance for parishes on serious incidents would be prepared.

The Representative Body noted the position.

## **Independent Inquiry into Child Sexual Abuse (IICSA)**

20/14

The Head of Legal Services reminded the Representative Body that following the IICSA hearing in July 2019, the Church in Wales had submitted a written closing statement to the Inquiry which identified 20 action points or areas for further consideration to improve safeguarding practice, policy and procedure. This statement had indicated that an updating report would be submitted to the Inquiry in January 2020 setting out work undertaken in the intervening months.

It was confirmed that this updating report had been submitted accordingly on 30 January 2020, which the Representative Body noted.

## **Safeguarding update**

20/15

### Safeguarding Policy

The Safeguarding Manager advised the Representative Body that the current Church in Wales Provincial Safeguarding Policy, produced in 2016 and revised in 2018, would be updated in 2020., in line with the commitment made to IICSA in the written update submitted in January 2020. A programme of work on the revised Policy had been devised and it was hoped the Representative Body would be asked to review the proposed revisions at its meeting in June 2020.

### Casework management system

Also relating to a commitment made to IICSA, a safeguarding casework management system (*MyConcern*) had been installed in January 2020. This system was being used by provincial safeguarding officers to record safeguarding activity and produce casework reports. Provincial safeguarding staff continued to work with the *MyConcern* provider to refine the software.

### Provincial safeguarding officers

The Safeguarding Manager advised that the recruitment of a third Provincial Safeguarding Officer was underway.

### Safeguarding training

In 2018, strategic and operational responsibility for safeguarding training had been moved to St. Padarn's Institute. Subsequently, a new governance model was agreed to oversee the development of a revised safeguarding training strategy and associated training materials.

The Representative Body noted the safeguarding update.

## **Safeguarding database funding**

20/16

The Head of Information and Communication Technology advised the Representative Body that, aside from the introduction of the *Myconcern* management system for safeguarding-related casework, ICT staff had undertaken a series of consultations across the province to review current technical support for safeguarding management with a view to making improvements as necessary, in response to the IICSA.

These consultations had made clear that there was an urgent need for a unified online safeguarding system that encompassed existing administrative functions.

The Head of ICT set out a detailed proposal for the purchase and construction of a database system that facilitated electronic processes to monitor, record and proactively manage Disclosure and Barring Service (DBS) certifications and safeguarding training.

### Management dashboard

This dashboard function would provide an oversight and review facility allowing granular analysis of DBS check and safeguarding training provision within a specific diocese, parish or

other geographical or structural entity. A traffic light system would allow any deficiencies that may require action to be highlighted for attention.

#### DBS check management

This facility would replace the current internal database and would digitise the paper elements of the existing DBS application and renewal process.

#### Safeguarding training management

This would replace existing administrative systems in place at St. Padarn's Institute and would maintain a list of clerics and relevant lay people who required safeguarding training, highlighting those who had not completed it. It would also initiate an automated renewal process for training.

The Head of ICT explained the company SystemServe had been identified as able to develop the necessary database at a total, one-off development cost of £19,000. Ongoing operational costs for the proposed system would be absorbed by the ICT departmental budget. It was noted this system would be in addition to the *Myconcern* casework management system and fulfil a different, yet complementary, series of functions.

Additional temporary staff resource was being used to transfer all existing paper-based records of safeguarding-related matters to electronic storage.

Following discussion, the Representative Body supported the development of a safeguarding database and approved funding of the development costs of £19,000.

### **People Committee powers and duties**

20/17

The Representative Body was advised that at its meeting on 12 February 2020, the People Committee had discussed changes to its powers and duties so they referred more explicitly to the Committee's safeguarding-related responsibilities.

The Representative Body was further advised that the People Committee would establish a small group, the Safeguarding Advisory Group, to provide specialist advice on safeguarding matters, including the review of the Church in Wales's Safeguarding Policy. The Safeguarding Advisory Group would report directly to the People Committee and provide an annual report to the Representative Body.

The Representative Body approved the proposed changes to the powers and duties of the People Committee, as set out in annex 3 (changes identified in red).

### **Clergy Remuneration Review**

20/18

The Provincial Secretary introduced a verbal presentation on the progress of the work of the Clergy Remuneration Review Implementation Group. The Representative Body was reminded that the Implementation Group had been formed at its meeting in June 2019 (minute 19/30) to prepare costings, financial projections and options for the implementation of the recommendations arising from the Clergy Remuneration Review Working Group's report *Supporting the Mission of the Church in Wales in the 21<sup>st</sup> Century*, presented in May 2019.

The Provincial Secretary noted the Implementation Group endorsed the report's broad themes of an increased clergy stipend, a replacement of the current clergy defined benefit (DB) pension scheme with a defined contribution (DC) arrangement, and that fees from occasional offices would no longer be due to individual clerics but rather be collected under a new system.

#### Collection and administration of income from occasional offices

The Implementation Group did not agree with the mechanism proposed within the 2019 report for the central collection and administration of occasional office fee income, noting concerns at the practicalities of the proposals as well as the significant and costly investment of provincial staff resource that would be necessary. Alternative arrangements were being considered in detail.

As part of its work the Implementation Group had considered the risks posed to the Representative Body, diocesan boards of finance and to parishes by the changes of allocation of occasional office fee income, and was working on detailed proposals of how to mitigate these risks.

#### Stipend and pension arrangements

The Provincial Secretary explained that as part of its financial modelling the Implementation Group had used rates of 15% and 17.5% as the bases for employer contribution rates to any revised pension arrangements, considering the 2019 report's rate of 20% to be unsustainable. The Implementation Group continued to assess compulsory minimum rates for 'employee' contributions.

The Implementation Group had reviewed the proposed levels of stipend for posts of greater responsibility and would be recommending some adjustments.

#### Costs

The Implementation Group continued to model the additional costs of its proposals to the Representative Body and the DBFs. The Provincial Secretary indicated draft proposals anticipated there to be no additional costs to the DBFs and the prospect of improved levels of income. Additional annual costs to the Representative Body were likely to be around £300,000 per annum in addition to the costs of consultation with the clergy.

#### Timetable of future work

The work of the Implementation Group continued and it was expected that a full report would be available for discussion at the Joint Finance meeting in June 2020 with final proposals considered by the Representative Body at its meeting in November 2020. Proposals would be made to the Governing Body during 2021. It was anticipated that agreed recommendations would be implemented in 2022.

The Representative Body noted the current situation.

## **Update from the Cathedral and Churches Commission**

20/19

The Chair of the Cathedral and Churches Commission, Mr Thomas Lloyd, introduced an update on the work of the Commission, reminding the Representative Body of the Commission's function of providing advice on matters relating to the care and conservation of the fabric of churches and cathedrals.

The Care of Church Buildings Annual Report 2019 was distributed for information, which demonstrated the variety of work being undertaken across the Church in Wales.

The Chair of the Property Committee, Mr Rod Davies, endorsed the report, commenting that the Property Committee continued to work closely with the Commission on buildings and heritage-related matters.

## **Sales of consecrated property**

20/20

In accordance with Chapter III, section 23(2) of the Constitution, the Representative Body authorised the disposal of the following consecrated property:

- A220 St Michael's Church, Llanfihangel yng Ngwynfa
- A225 St Paul's Church, Dolfor
- B216 St Beuno's Church, Botwnnog
- D400 St Marcellus' Graveyard, Martletwy – inclusion of an area of graveyard with sale of the former church
- D707 Ss Faith & Tyfei's Graveyard, Lamphey.

## **Charity Commission Scheme**

20/21

The Head of Legal Services advised the Representative Body that in October 2013 it had sold the former St. Deiniol's church, Talwrn, in the diocese of Bangor. At that time there was some confusion as to whether the site was subject to a reverter under the Reverter of Sites Act 1987 (and related legislation).

The Representative Body noted that in 2018 it had been established that a reverter did attach to the site and, therefore, to the proceeds of sale of the site. In 2019 the Representative Body had undertaken the statutory advertising process but no legitimate claimant to the proceeds had been identified.

In order to apply to the Charity Commission for a Scheme that would allow the proceeds held to be available for charitable purposes to the benefit of the Church in Wales, the Representative Body made the following resolution:

*The trustees of the Representative Body of the Church in Wales instruct its legal department to apply to the Charity Commission for a Scheme under Section 2 of the Reverter of Sites Act 1987 in respect of the net proceeds of the sale of the former church of St Deiniol, Talwrn, in the parish of Llanddyfnan and Diocese of Bangor.*

## **DEEMED BUSINESS**

The following items were noted without discussion.

### **Investment Committee**

20/22

The Representative Body noted the following item arising from the Investment Committee's meeting held on 7 November 2019 and 6 February 2020.

The total value of the Investment Fund at 31 December 2019 was £676.8m compared to £594.1m as at 31 December 2018, an increase of 13.92%.

	<b>31/12/19</b>	<b>30/09/19</b>	<b>30/06/19</b>	<b>31/03/19</b>	<b>31/12/18</b>
	<b>£m</b>	<b>£m</b>	<b>£m</b>	<b>£m</b>	<b>£m</b>
Stock Exchange - Newton	298.6	297.4	292.9	277.5	259.6
Stock Exchange - Sarasin	301.1	301.5	291.2	277.8	261.1
Property - Cluttons	77.1	82.3	78.7	73.1	73.4
<b>Total Investment Fund</b>	<b>676.8</b>	<b>681.2</b>	<b>662.8</b>	<b>628.4</b>	<b>594.1</b>

The returns on the total fund to 31 December 2019 were as follows:

	<b>Q4 2019</b>	<b>1 year</b>	<b>3 years</b>	<b>5 years</b>
	<b>%</b>	<b>%</b>	<b>% pa</b>	<b>% p.a.</b>
<b>CinW Fund</b>	2.1	18.0	9.2	9.6
<b>Teknometry Benchmark</b>	2.9	16.1	6.9	7.1

Performance from the stock exchange portfolios was also reported as follows:

	<b>Q4 2019</b>	<b>1 year</b>	<b>3 years</b>	<b>5 years</b>
	<b>%</b>	<b>%</b>	<b>% pa</b>	<b>% pa</b>
<b>Newton</b>	2.6	20.0	9.3	9.4
<b>Sarasin</b>	2.0	20.4	9.3	9.2
<b>Teknometry Benchmark</b>	2.9	16.1	6.9	7.1
<b>Composite Benchmark</b>	1.7	18.1	8.1	9.4

The report of the Investment Committee was noted.

### **Audit and Risk Committee**

20/23

No meetings had been held since the last Representative Body meeting.

### **People Committee**

20/24

The Representative Body noted the following items arising from the People Committee held on 12 February 2020.

I. Anti-fraud, Bribery and Malpractice Policy

The Committee had noted that the Anti-Fraud, Bribery, Corruption & Malpractice Policy had been amended to include a clearer link to the Whistleblowing Policy.

II. OneFamily Clergy AVC

The Committee had noted that the Head of Finance and the Head of Legal Services reported that the Representative Body had been informed by the Clergy AVC administrator that the tax-free lump sum paid to clergy pensioners from the AVC Scheme between 2007 and 2019 had exceeded 25% of the value of the AVC fund. The Committee further noted that it could be deemed an unauthorised payment by HMRC which could attract a significant tax charge for both scheme members and the Representative Body (as Scheme trustee).

It was also noted that the Chair of the Representative Body had been informed immediately and legal advice had been sought.

The report of the People Committee was noted.

### **Property Committee**

20/25

The Representative Body noted the following items arising from the Property Committee's meetings held on 5 December 2019:

i. Asbestos Management Policy

The Committee had approved an asbestos management policy.

ii. Church property management qualification

The Committee noted that initial work was undertaken to explore the idea of a formal qualification in church building management. The Committee further noted that as the idea developed, detailed discussion with Dioceses would take place.

iii. Church tourism update

The Committee had agreed to support an initiative to better promote open churches. See <https://www.explorechurches.org/>

iv. Online faculty system update

It was noted that in consultation with DAC's, some changes to the development had taken place to the faculty process as well as improvements to the online faculty system.

v. Church contents

The Committee noted the idea of a repository for the storage and redistribution of high-quality surplus contents had been explored.

vi. Closed churches

The Committee also noted the process of closure and the use of proceeds was being reviewed with proposals expected for the June Representative Body meeting.

The report of the Property Committee was noted.

**Cathedrals and Churches Commission**

20/26

The Representative Body noted the following matters arising from the Cathedrals and Churches Commission meeting on 8 November 2019 and 14 February 2020.

i. Interpretation

The Commission was seeking to provide guidance on how to best interpret and explain church buildings to visitors.

ii. What happens after a faculty has been granted?

The Commission would investigate the current system and what, if any, improvements could be initiated to better monitor the actual work undertaken under faculty to ensure standards and compliance.

iii. A and B lists

The Commission after discussion with DAC Chairs and Secretaries and a review of recent Church of England changes, was proposing some changes to the scope of A and B lists (abbreviated forms of faculty).

iv. Redundant altars and fonts

The Commission had developed guidance on what to do with fonts and altars which were no longer required.

v. Closing churches

The Commission was undertaking some detailed work to better define the format of the report required of a DAC when a church closes.

vi. The Commission

The Commission had been discussing how it can best operate to support the built heritage of the Church.

The report of the Cathedral and Churches Commission was noted.



## **St. Padarn's Council**

20/27

The Representative Body noted the following items arising from the St. Padarn's Council meetings held on 3 December 2019 and 13 February 2020.

### Course designation

The Council noted a QAA review was due to take place on 17-18 March. It was further noted that if the outcome of the review was successful a formal course designation request will be submitted, which will require formal approval by the Representative Body in June.

The report of St Padarn's Institute was noted.

## **Use of the Representative Body Seal**

20/28

It was noted that the Representative Body Seal had been used from numbers 36533 to 36592 inclusive. The Seal Register was present for members' inspection and thanks were extended to those members who had witnessed sealing.

## **Other business**

20/29

### Retirement of Sue Brookman

The Chair advised the Representative Body that Mrs Susan Brookman was due to retire following 31 years' service at the Representative Body. He formally thanked Mrs Brookman for the support she had provided to the Provincial Secretary (current and former) and to the past Chairs of Representative Body.

The Representative Body noted its best wishes for her retirement.

### Video conference and meeting venues

In response to a question by one member it was noted that enquiries would be made into the possibility of conducting meetings via video conference.

## **Next meeting**

The Chair confirmed the Representative Body would next meet on Monday 15 June 2020 in Cardiff.

## **Closing prayers**

The Archbishop closed the meeting with prayer.



CORFF CYNRYCHIOLWYR YR EGLWYS YNG NGHYMRU  
THE REPRESENTATIVE BODY OF THE CHURCH IN WALES

### COMMITTEE POWERS AND DUTIES

Name of committee	<b>Training, Formation and Ministerial Development Committee</b>
Current Chair	<b>The Right Reverend June Osborne (acting)</b>
Provincial staff contact	<b>The Principal of St. Padarn's Institute</b>
Date of issue	<b>17 January 2020</b>
Purpose of committee	To provide for the St. Padarn's Institute: academic governance, quality assurance and enhancement, and more broadly, the oversight of the training, formation and ministerial development.
Accountability	The Committee is accountable to the Representative Body and reports its business to each meeting of the Representative Body, either for the Representative Body's approval or for its information. The Committee is also connected to the Bench of Bishops, via its Chair and the Principal's engagement with the Bench, which is responsible for the overall strategy, policies and objectives of the Church in the area of the Committee's work.
Membership	<ul style="list-style-type: none"> <li>• One bishop, to be Chair of the Committee (appointed by the Bench);</li> <li>• One further bishop (appointed by the Bench);</li> <li>• The six diocesan directors of ministry (<i>ex officio</i>);</li> <li>• Two members of the Representative Body (appointed by the Representative Body);</li> <li>• Two or three members appointed by the Committee on the basis of their experience in formational theological education for mission and ministry. At least one of these will be from: <ul style="list-style-type: none"> <li>• A non-Anglican church in Wales; and</li> <li>• At least one will be from another Province of the Anglican Communion;</li> </ul> </li> <li>• Up to two further members co-opted by the Committee in order to increase the diversity of the Committee and/or to bring necessary skills and experience.</li> </ul> <p>Appointed posts are for a term of three-years, renewable; co-options for one year, renewable.</p> <p>Also, in attendance (to include the right to speak):</p>

	<ul style="list-style-type: none"> <li>• A representative of each university with which St. Padarn's Institute has a partnership agreement;</li> <li>• A staff representative, elected by and from among St Padarn's Institute staff, for a three-year term;</li> <li>• A student representative, elected by and from among the full-time ministerial candidates at St Padarn's, for a one-year term;</li> <li>• Any Representative Body or St Padarn's Institute staff member the Chair wishes to attend.</li> </ul>
Current membership	<p>Acting Chair: The Rt Rev'd June Osborne</p> <p>Directors of ministry: The Rev'd Dominic McClean The Rev'd Chancellor Pam Powell The Venerable Ambrose Mason The Rev'd Canon Richard Lowndes The Rev'd Canon Tim Hewitt The Rev'd Canon Dr Rhiannon Johnson</p> <p>RB members: Miss Paulette Brown <i>Vacancy</i></p>
Quorum	Half of all current members present
Review	<p>Every three years.</p> <p>The powers and duties were reviewed as St. Padarn's was established in 2016 with amendments made in January 2020.</p>
Working methods	<p>The Committee ordinarily meets three or four times a year. An administrative staff member at St. Padarn's Institute functions as the secretary to the Committee, co-ordinating the production of the agenda and papers with the Chair and Principal. The papers are circulated by email at least ten days before the meeting to allow diocesan directors of ministry time to consult with diocesan colleagues.</p> <p>The Head of Finance and the Director of Operations at St. Padarn's both have a standing invitation to be present, and ordinarily are. The Principal of St Padarn's is always present. Other members of St. Padarn's staff attend at times to present particular items of work. The secretary is responsible for minutes and works with the Principal to ensure that follow up actions are completed, the majority of which are within the managerial scope of the Principal as he leads St. Padarn's Institute, but some require interface with other RB committees (including the People Committee), the RB itself (such as on safeguarding matters and Prevent) and the Bench of Bishops.</p>
Sub-groups	There are no sub-groups of the committee, though a range of stakeholder engagement working groups exist to ensure the work of the St. Padarn's Institute remains closely linked to the needs of the Church in Wales.
Chair's action	There is no routine use of Chair's action. All actions taken by the Chair shall be reported to the next scheduled meeting of the Committee for confirmation.

## Ethical Investment Policy

As a Christian Church we are tasked to co-operate with God's active presence in the world and with proclaiming the values of the kingdom of God. This means that the Church has a particular interest in promoting all that furthers justice and peace, that enables full human flourishing, that honours creation and that builds creative human communities.

The Church in Wales wishes to have an investment policy that is ethical and consistent with the furtherance of our aims and objectives. We believe that it is entirely appropriate and possible to operate such a policy alongside the requirement to achieve the best returns from our investments, and to use our investments as an ethical means of contributing to the cost of ministry and mission in the Province.

Our aim is to invest in successful companies that are committed to developing their business in the interests of their shareholders, customers, local communities and employees by operating:

- Responsible employment practices.
- Conscientious corporate governance.
- Policies and practices which demonstrate a proper regard for the environment and for the well-being of the created order.
- Policies sensitive to the human rights and wellbeing of individuals and communities in which they operate.
- Fair trading practices.

In its policy for investment, the Church in Wales will use its best endeavours not to be associated with companies whose products or policies conflict with these aims or to invest in companies which:

- Are responsible for the wanton despoliation of the environment.
- Are responsible for anything that threatens peace, security and communal well-being.
- Exploit, demean, corrupt or degrade humankind, especially the poor or the financially vulnerable.
- Are indifferent to the well-being of animals.

We recognise the complexities surrounding the activities of companies in which we can invest, and reserve the right to make investment decisions on a case by case basis. We will endeavour to engage with companies which are in actual or potential breach of this policy or where concerns exist over ~~governance and social responsibility~~ environmental, social and governance issues before considering disinvestment.

It is the policy of the Church in Wales not normally or knowingly to invest in any company:

- which derives more than ~~20%~~ 10% of its turnover from a primary focus on gambling, or the production or sale of alcoholic beverages or tobacco products;
- which derives more than 5% of turnover from pornography, predatory lending activities or the proliferation of armaments; ~~beyond areas of legitimate defence and international peacekeeping;~~
- ~~which derives more than 10% of turnover from the extraction of thermal coal or the production of oil from tar sands;~~
- which derives more than 5% of its turnover from the production or the extraction of fossil fuels.

The Church in Wales wishes to be a well informed and responsible investor, and to this end is represented on the Church Investors Group, which is a means of accessing research, obtaining reliable information, sharing best practice with other member organisations, and exercising combined shareholder influence.

A valuable relationship exists between the Investment Committee and the Church in Wales Ethical Investment Group to which the Committee refers problematic cases, and from which it receives an annual report.

### COMMITTEE POWERS AND DUTIES

Name of committee	<b>People Committee</b>								
Current Chair	<b>Mr Peter Kennedy</b>								
Provincial staff contact	<b>Head of Finance</b>								
Date of issue									
Purpose of committee	To develop and oversee policies affecting the Representative Body's employees, clergy office-holders and volunteers within the Church in Wales.								
Accountability	The People Committee is accountable to the Representative Body and reports its business to each meeting of the Representative Body, either for approval or for information.								
Membership	<p>The People Committee is made up of:</p> <ul style="list-style-type: none"> <li>• Up to 10 members;</li> <li>• The majority of members shall also be members of the Representative Body;</li> <li>• The overall majority of members shall be lay people who are appointed for their human resources <b>and/or safeguarding</b> expertise.</li> <li>• A bishop.</li> </ul> <p>The Chair of the Committee is appointed by the Representative Body at the beginning of each triennium of membership.</p> <p>The Committee will be invited to select its own Deputy-chair at the beginning of each triennium of membership for report to the Representative Body.</p>								
Current membership	<p>(Up to 10 members with RB and lay majorities)</p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;"><i>Chair</i></td> <td>Mr Peter Kennedy</td> </tr> <tr> <td><i>Other RB members</i></td> <td>Mr Nick Griffin Archdeacon of Brecon Mr Tim Davenport Mrs Hilary Wiseman</td> </tr> <tr> <td><i>Other members</i></td> <td>Bishop of St. Asaph Mrs Barbara Harding Mr David Halse Mr Colin Francis</td> </tr> <tr> <td><i>Vacancies</i></td> <td>One</td> </tr> </table>	<i>Chair</i>	Mr Peter Kennedy	<i>Other RB members</i>	Mr Nick Griffin Archdeacon of Brecon Mr Tim Davenport Mrs Hilary Wiseman	<i>Other members</i>	Bishop of St. Asaph Mrs Barbara Harding Mr David Halse Mr Colin Francis	<i>Vacancies</i>	One
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<i>Vacancies</i>	One								
Quorum	Half of all appointed members present, plus one.								

Review	<p>The powers and duties for the People Committee will be reviewed by the Representative Body at the beginning of each triennium of membership.</p> <p>The powers and duties were last reviewed and approved in June 2018.</p> <p>The powers and duties will be next reviewed in March 2021.</p>
Working methods	<p>The People Committee will ordinarily meet three times per year.</p> <p>An agenda, papers and supporting documentation for each meeting will be circulated to members a week before the date of the meeting, either by email or by post.</p> <p>Non-members may be invited to attend meetings and may be invited to speak: non-members may not vote.</p> <p>Committee meetings will be attended by relevant provincial staff who will provide meeting support. Minutes will be taken of all Committee meetings with any points of follow-up action and matters arising monitored and referred to other bodies as necessary.</p>
Sub-groups	<p><b>The Committee has one sub-group, the Safeguarding Advisory Group.</b></p> <p><b>The Safeguarding Advisory Group reports to the People Committee at each meeting and provides an annual report to the Representative Body.</b></p> <p><b>The Safeguarding Advisory Group's Chair is .....</b></p>
Chair's action	<p>The People Committee's Chair may authorise:</p> <ul style="list-style-type: none"> <li>• Clergy retirements on the grounds of ill health;</li> <li>• Payments of clergy death-in-service entitlements;</li> <li>• Payments of clergy death-in-service entitlements where the cleric has additional voluntary contribution (AVC) benefits;</li> <li>• Payments of lump-sums to clergy in cases of serious ill health;</li> <li>• Clergy housing loan payments; and</li> <li>• Pension enhancements to clergy under the ill health enhancement scheme;</li> <li>• (In urgent circumstances) changes to the Church in Wales's Safeguarding Policy required to maintain compliance with statutory regulations; and</li> <li>• Requests for application of the Market Supplement Pay Policy. (Ordinarily, such requests would be raised with the People Committee when a job was designed but, in exceptional circumstances, if it became necessary during the course of negotiations with a successful candidate, the Chair would be approached to authorise any supplement to the advertised salary.)</li> </ul>
Provincial staff attendance	<p>Ordinarily, the following members of provincial staff will be present at People Committee meetings: <b>the Head of Finance, the HR Consultant and the Safeguarding Manager.</b> The Provincial Secretary also has the right to attend Committee meetings.</p>

## Definition of powers and duties

Powers	<p>Subject to overall policies, objectives and budgets set by the Representative Body, the People Committee shall have the following powers:</p> <ol style="list-style-type: none"> <li>1 To consider cases of incapacity involving clergy or employees referred by the diocesan bishop or Provincial Secretary respectively, and to take appropriate action to resolve such cases within the overall policies of the Representative Body and the requirements of the Constitution and Canons of the Church in Wales.</li> <li>2 To administer death-in-service payments provided through the Clergy Pension Scheme.</li> <li>3 To appoint an Appeals Panel in accordance with the disciplinary procedure and grievance procedure of the Representative Body of the Church in Wales.</li> <li>4 To appoint the employer-nominated trustee to the Representative Body Staff Pension Scheme.</li> <li>5 To provide independent governance, scrutiny and expert advice on the development, implementation and review of a robust Provincial Safeguarding Strategy.</li> <li>6 To fulfil the role of 'critical friend' in offering advice and challenge to the Provincial Safeguarding Team.</li> <li>7 To undertake quality assurance and audit activity, including by commissioning independent external audit.</li> </ol>
Duties	<p>The Committee shall consider and make recommendations to the Representative Body on the following areas:</p> <ol style="list-style-type: none"> <li>1 Policies which affect volunteers, clergy, and employees of the Representative Body in line with the specific legislation that applies to each group and good practice and which support the strategic objectives of the Church in Wales.</li> <li>2 The level of clergy stipends and staff salaries.</li> <li>3 The terms and funding of the pension schemes for clergy and staff respectively.</li> <li>4 Fees and/or expenses of office or employment for bishops, clergy and staff.</li> <li>5 The Clergy Retirement Housing Loan Scheme and other loan schemes provided for clergy.</li> </ol>



- 6 Overall responsibility for the Representative Body's staff resource requirements, terms and conditions of employment and recruitment of employees of the Representative Body.
- 7 Recommendations to award a market supplement allowance under the Representative Body's Market Supplement Pay Policy.
- 8 Provision of assurance to the Governing Body, Representative Body, Archbishop, bishops and senior officers that the Church in Wales has clear and effective safeguarding policies, procedures, guidance and operational working practices that are consistent with the statutory framework for safeguarding in Wales.
- 9 Contribution to the development, delivery, monitoring and review of an effective Provincial Safeguarding Training Strategy, including aims, learning outcomes and course content.
- 10 The requirement to consider and be mindful of the needs of victims and survivors, especially in relation to abuse perpetrated by clergy or church officers.

The Committee shall also consider such matters as are referred to it by the Representative Body.