The one hundred and forty-seventh meeting of the Joint Nature Conservation Committee held on 23 and 24 June 2026 in Belfast

Paper JNCC 26 31D: Appointment of Chair of the Audit & Risk Assurance Committee (ARAC)

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Appointment of Chair of the Audit & Risk Assurance Committee (ARAC)
Lead Author: Tracey Quince
Lead Director: Claire Callaghan

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JNCC 26 31D

Joint Nature Conservation Committee

Turning science into action for nature, people and the planet.

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Joint Nature Conservation Committee

Appointment of Chair of the Audit & Risk Assurance Committee (ARAC)

Paper by Tracey Quince

1. Proposal

1.1 The purpose of this paper is to seek approval from the Joint Committee for the appointment of Karen Balmer as Chair of the Audit and Risk Assurance Committee (ARAC) when Nigel Reader steps down as the current chair at the end of December this year.

2. Background

2.1 The ARAC Chair plays a critical role in supporting the Joint Committee and Accounting Officer by providing independent assurance on governance, risk management, and internal control. The position requires:

i. A non-executive member with relevant experience and understanding of governance structures, accountability arrangements, and sponsor department relationships.

ii. Knowledge of the government environment and public accountability frameworks.

iii. A strong understanding of organisational culture, JNCC's external operating context, and key strategic risks, including environmental considerations.

3. Affordability and Delivery

3.1 The ARAC chair role is remunerated at the same rate per day as Joint Committee members. The time commitment is currently 2 days per month.

4. Role Requirements and Assessment

4.1 The ARAC Chair role extends beyond meeting facilitation to include:

i. Setting and owning the ARAC agenda, working closely with the Head of Governance, Risk & Assurance.

ii. Ensuring effective reporting to the Joint Committee, including annual reporting.

iv. Maintaining strong relationships with key assurance stakeholders, including the Accounting Officer, Chief Operating Officer, Internal Audit, External Audit, and the Director of Finance, Planning & Governance.

v. Supporting member effectiveness, including appraisals, training, and ARAC development.

vi. Overseeing ARAC effectiveness reviews and reviews of the terms of reference.

vii. Providing input into key appointments, including ARAC members and the Head of Internal Audit.

viii. Maintaining ongoing engagement with risk and assurance functions, including regular liaison with the Counter Fraud and Risk Manager.

5. Proposed Appointee: Karen Balmer

5.1 Karen Balmer has been identified as the most suitable candidate for the ARAC Chair role based on the following:

i. Karen is a CIPFA-qualified accountant and former Assistant Director of Finance in the Health Service, with over 35 years' experience in financial management. She has provided both operational and strategic financial leadership across the public, private, and not-for-profit sectors.

ii. Karen was appointed Chief Executive of Groundwork North Wales in 2011, an environmental charity that works with partners to address the social, economic, and environmental challenges faced by local communities. Groundwork North Wales is part of the wider federation of Groundwork Trusts. Karen serves as Vice Chair of the Federation Executive and is also a co-opted trustee of the Groundwork UK Board. Karen has brought extensive HR and governance experience to her role as an Independent Member of the JNCC Audit & Risk Assurance and People Committees.

iii. Karen previously served on the Board of Natural Resources Wales for over seven years. In July 2025, she was invited by the Deputy First Minister, Huw Irranca-Davies, to return as interim Chair of the Audit & Risk Assurance Committee, a position she held until March 2026.

iv. Karen has a strong understanding of risk management, internal control, financial accounting and assurance frameworks and an understanding of JNCC's operating context and external environment. She has an ability to build effective relationships across assurance providers and senior leadership and demonstrates a commitment to continuous improvement of governance, risk and assurance arrangements.

5.2 Karen has discussed the role with the JNCC Chair and JNCC's Head of Governance, Risk & Assurance and has agreed to take on the role.

5.3 In line with standard practice JNCC would appoint an ARAC Chair from Joint Committee membership. However, an overriding factor is the need for the ARAC Chair to be suitably experienced and qualified in public accounting with demonstrable knowledge of risk and assurance practices. At present, the Committee does not have a suitable candidate for this role, which is why the current chair was also appointed from outside the Joint Committee; he attends Joint Committee meetings in his capacity as ARAC Chair. The size of the Joint Committee is limited. For future recruitments to the Joint Committee, the need for members that include appropriate expertise of risk and assurance practices will be considered, such that in time, an ARAC Chair can be appointed from among the Committee membership. Meanwhile, discussions with Defra are ongoing as to whether this term "interim Chair" should continue to be used. a

6. Benefits of Appointment

6.1 The appointment of Karen Balmer will ensure continuity and stability of ARAC leadership, further strengthen independent oversight of risk, control, and governance and support continued delivery of robust, transparent assurance reporting.

6.2 This proposed three-year appointment as Chair will be the final re-appointment for Karen as she will have completed a 10-year term on ARAC. This appointment provides an opportunity to onboard new members and succession plan for a successor.

7. Next Steps

7.1 Once appointed, Karen will work alongside Nigel Reader over the next six months to transition into the role, ensuring an effective handover of duties and responsibilities by the end of December 2026.

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Annex 1

ARAC Chair Job description

The ARAC Chair should be a suitably experienced non-executive member with an understanding of the organisation's structure, including governance arrangements and key relationships such as that with a sponsoring department, as well as an understanding of any relevant legislation or other rules governing the organisation. The Chair should have knowledge of the government environment, particularly accountability structures and current major initiatives. An understanding of the organisation's culture, understanding of the wider relevant environments in which the organisation operates, and an awareness of global environmental issues and risks are key attributes.

The role of the ARAC Chair goes beyond chairing meetings. Key activities in addition to meetings include the following: -

- Agreeing a draft forward workplan for ARAC, at the start of each financial year, to ensure all matters which the committee is responsible for, will be properly considered throughout the year and at the right time.

- Before each meeting, the Chair and the Head of Governance, Risk & Assurance should meet to discuss and agree the agenda for the meeting. The Chair should take ownership of, and have final say in, the decisions about what items will be pursued at any particular meeting.

- Meeting time should be optimised by making sure that all agenda papers are issued in good time and then having each paper summarised outlining the key points, cross referred to the organisational business and risk agenda and stating what action ARAC is required to take.

- The Chair should ensure that after each meeting appropriate reports are prepared from ARAC to the Joint Committee. An annual report to the Joint Committee should also be provided.

- The Chair should have bilateral meetings at least quarterly with the Accounting Officer, the Senior Internal Audit and the External Auditor and at least six monthly with the Chair of the Joint Committee. In addition, the Chair should meet any newly appointed people to these positions as soon as practicable after their appointment. The Chair should meet with the Counter Fraud and Risk Manager every six weeks for regular updates and discussions.

- The Chair should ensure that all ARAC members have an appropriate programme of engagement with the organisation and its activities to help them understand the organisation, its objectives, business needs and priorities.

- The Chair should encourage good, open relationships between the Audit and Risk Assurance Committee, Accounting Officer, Chief Operating Officer, Finance Director and Internal and External auditors.

- The Chair should ensure that there is an appropriate process between meetings for action points arising from ARAC business to be appropriately pursued. The Chair should also ensure that members who have missed a meeting are appropriately briefed on the business conducted in their absence.

- The Chair should take the lead in ensuring that ARAC members are provided with an appropriate appraisal of their performance as a member and that training needs are identified and addressed. The Chair should seek appraisal of their performance from the Chair of the Joint Committee.

- The Chair should ensure that there is a periodic review of the overall effectiveness of the Audit and Risk Assurance Committee and of its terms of reference.

- The Chair should be involved in the appointment of new ARAC members, including providing advice on the skills and experience being sought when a new member is appointed. The Chair should also be actively involved in the appointment of the Head of Internal Audit.

The Chair should support and add weight to audit work by:

- Promoting audit issues internally with relevant board members and other directors to demonstrate the value of audit.

- Holding managers within the organisation to account for the implementation of all audit recommendations.

- Calling appropriate business heads to meetings, for example, to explain how they are delivering their agreed actions on risks for which they are responsible.