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WALES

Bwrdd Iechyd Prifysgol  
Bae Abertawe  
Swansea Bay University  
Health Board



<b>Meeting Date</b>	<b>14 September 2021</b>		<b>Agenda Item</b>	<b>2.2</b>
<b>Report Title</b>	<b>Amendments to Standing Orders</b>			
<b>Report Author</b>	Liz Stauber, Head of Corporate Governance			
<b>Report Sponsor</b>	Pam Wenger, Director of Corporate Governance			
<b>Presented by</b>	Pam Wenger, Director of Corporate Governance			
<b>Freedom of Information</b>	Open			
<b>Purpose of the Report</b>	The purpose of the report is to seek approval of changes to the standing orders.			
<b>Key Issues</b>	<p>The health board agreed a number of temporary changes to its standing orders in April 2020 to maintain good governance during the pandemic. Now that the governance arrangements have returned to normal, it is proposed that the temporary ones are removed.</p> <p>In addition, included within the suite of documents are the standing orders for the joint committees:</p> <ul style="list-style-type: none"> <li>- Welsh Health Specialised Services Committee (WHSSC);</li> <li>- Emergency Ambulance Services Committee (EASC);</li> <li>- NHS Wales Shared Services Partnership (NWSSP).</li> </ul> <p>WHSSC has updates its standing orders following the issue of revised models from Welsh Government in May 2021 and the health board is now asked to approve them as part of its own standing orders.</p>			
<b>Specific Action Required</b> <i>(please choose one only)</i>	<b>Information</b>	<b>Discussion</b>	<b>Assurance</b>	<b>Approval</b>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Recommendations</b>	<p>Members are asked to:</p> <ul style="list-style-type: none"> <li>• <b>RECOMMEND</b> the amendments made to the standing orders and standing financial instructions to the board for approval;</li> <li>• <b>RECOMMEND</b> the inclusion of the revised WHSSC standing orders, standing financial instructions and memorandum of understanding into the health board's suite of documents to the board for approval.</li> </ul>			

# AMENDMENTS TO STANDING ORDERS

## 1. INTRODUCTION

The purpose of the report is to seek approval of changes to the standing orders.

## 2. BACKGROUND

Local health boards and trusts in Wales must agree standing orders for the regulation of their proceedings and business. They are designed to translate the statutory requirements into day-to-day operating practice and, together with the adoption of a scheme of decisions reserved to the board; a scheme of delegations to officers and others; and standing financial instructions, they provide the regulatory framework for the business conduct of the health board. The documents are based on 'models' issued by Welsh Government and updates to these templates are issued on a routine basis.

The health board agreed a number of temporary changes to its standing orders in April 2020 to maintain good governance during the pandemic. Now that the governance arrangements have returned to normal, it is proposed that the temporary ones are removed.

In addition, included within the suite of documents are the standing orders for the joint committees and as revised versions are received from these organisations, the health board is asked to approve their inclusion into its own standing orders:

- Welsh Health Specialised Services Committee (WHSSC);
- Emergency Ambulance Services Committee (EASC);
- NHS Wales Shared Services Partnership (NWSSP).

## 3. GOVERNANCE AND RISK ISSUES

### (i) Reinstating Standing Orders Following Temporary Changes

In order to maintain good governance during the pandemic, temporary variation was needed to the standing orders to enable decisions to be made at pace and to allow the board and committees to continue to discharge their responsibilities in light of the restrictions around meetings. The temporary changes are set out in appendix one and now that governance arrangements are back to full strength, it is proposed that these be stood-down and standing orders be returned to the original arrangements.

### (ii) WHSSC Standing Orders

In May 2021, Welsh Government issued updated model standing orders and standing financial instructions on which NHS Wales organisations base their own documents. Amendments were agreed to the health board's standing orders that same month to reflect these. Those of the joint committees are now in the process of being issued to organisations for inclusion, starting with WHSSC and these are at appendix two for approval.

## 4. FINANCIAL IMPLICATIONS

There are no financial implications of which the committee should be aware.

## 5. RECOMMENDATION

Members are asked to:

- **RECOMMEND** the amendments made to the standing orders and standing financial instructions to the board for approval;

- **RECOMMEND** the inclusion of the revised WHSSC standing orders, standing financial instructions and memorandum of understanding into the health board's suite of documents to the board for approval.

Governance and Assurance		
Link to Enabling Objectives (please choose)	Supporting better health and wellbeing by actively promoting and empowering people to live well in resilient communities	
	Partnerships for Improving Health and Wellbeing	<input checked="" type="checkbox"/>
	Co-Production and Health Literacy	<input type="checkbox"/>
	Digitally Enabled Health and Wellbeing	<input type="checkbox"/>
	Deliver better care through excellent health and care services achieving the outcomes that matter most to people	
	Best Value Outcomes and High Quality Care	<input checked="" type="checkbox"/>
	Partnerships for Care	<input type="checkbox"/>
	Excellent Staff	<input type="checkbox"/>
	Digitally Enabled Care	<input type="checkbox"/>
	Outstanding Research, Innovation, Education and Learning	<input type="checkbox"/>
Health and Care Standards		
(please choose)	Staying Healthy	<input type="checkbox"/>
	Safe Care	<input checked="" type="checkbox"/>
	Effective Care	<input checked="" type="checkbox"/>
	Dignified Care	<input checked="" type="checkbox"/>
	Timely Care	<input checked="" type="checkbox"/>
	Individual Care	<input type="checkbox"/>
	Staff and Resources	<input type="checkbox"/>
Quality, Safety and Patient Experience		
Adherence to the standing orders ensures the correct governance procedures are in place to support quality, safety and patient experience.		
Financial Implications		
There are no financial implications.		
Legal Implications (including equality and diversity assessment)		
The health board has a statutory responsibility to ensure it has standing orders in place by which to manage its day-to-day business.		
Staffing Implications		
There are no staffing implications.		
Long Term Implications (including the impact of the Well-being of Future Generations (Wales) Act 2015)		
Standing orders will ensure the health board continues to have good governance procedures in place for its long-term future.		
Report History	Revised standing orders were approved by the Audit Committee and Board in May 2021.	
Appendices	Appendix 1 – temporary changes to standing orders agreed in April 2020; Appendix 2 - WHSSC standing orders; Appendix 3 - WHSSC standing financial instructions; Appendix 4 - WHSSC memorandum of understanding	

## Standing Orders and Reservation and Delegation of Powers

The Standing Orders (SOs) and Reservation and Delegation of Powers set out, together with a range of other framework documents, the arrangements for the Board and the wider organisation to make decisions.

To ensure appropriate business continuity arrangements are in place, the scheme has delegation has been reviewed to include 1<sup>st</sup> and 2<sup>nd</sup> Deputies in terms of delegation of responsibilities. *A copy is available on request.*

To ensure that the Health Board can facilitate agile decision making and reduce unnecessary bureaucracy, without compromising strong governance, we will need to consider a temporary variation to parts of the Standing Orders (November 2019 edition).

The proposed variations are:

SO Number	Heading / Sub Heading	Proposed Change
Xxxii	Variation and amendment to Standing Orders	Changes to the standing orders will be agreed at Board first and communicated to Audit Committee (not the other way round)
2.1	<b>Chair's action on urgent matters</b>	<p>In principle, the current Board scheme of delegation and specifically the matters the Board reserves for its own decision (schedule 1 of the Standing Orders) will remain. In the event of a critical or urgent decision(s) needing to be made, we will use Chair's action.</p> <ul style="list-style-type: none"> <li>• Where possible the full Board will retain decision making;</li> <li>• If the full Board is not available or cannot be convened at speed, we will operate with a quorum as set out in our standing orders</li> <li>• We will use Chair's Action sparingly and only as a last resort. Any Chair's Action will be recorded and ratified by the Board.</li> </ul>

3.3	Committees of the Board	<ol style="list-style-type: none"> <li>1. <b>Audit Committee</b> continue to operate in a remote format with an agenda focussed on ensuring compliance, in particular with the Annual Accounts, Governance Statements and Annual Report</li> <li>2. <b>Quality and Safety Committee</b> continue to operate in a remote format with an agenda focussed on ensuring compliance in particular with the Annual Quality Statement, Complaints and Putting Things</li> </ol>
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		<p>Right. The Committee will also have an assurance role linked to COVID-19. The Committee will meet on a bi-monthly basis.</p> <p><b>3. Performance and Finance Committee</b> suspended for the foreseeable future</p> <p><b>4. Workforce and OD Committee</b> suspended for the foreseeable future.</p> <p><b>5. Health and Safety Committee</b> suspended for the foreseeable future.</p> <p>HR/people decisions to come to full Board where required.</p> <p>During the time that the above Committees are suspended;</p> <ul style="list-style-type: none"> <li>• <b>Performance and Finance Committee</b> will be considered by the Board</li> <li>• <b>Health and Safety will</b> be considered by the Board.</li> </ul> <p><b>Variation to People/HR Policy –</b> Variation of HR policy to be approved by the Strategic Director, with oversight in place from CEO. Adaptions to be recorded and reported to Board for assurance.</p>
7.1	Putting citizens first	<p>Variation – The Board is unlikely to meet in person for foreseeable future and so will meet through electronic/telephony means. As a result of this, members of the public will be unable to attend or observe.</p> <p>To facilitate as much transparency and openness as possible at this extraordinary time, the Health Board will undertake to:</p> <ul style="list-style-type: none"> <li>• Publish agendas as far in advance as possible – ideally 7 days</li> <li>• Publish reports as far in advance as possible – recognising that some may be tabled and therefore published after the event. We will also increase our use of verbal reporting which will be captured in the meeting minutes</li> <li>• Produce a written summary of the key components of the meeting to be</li> </ul>

		<p>public within 2 business days, minutes within 1 week</p> <ul style="list-style-type: none"> <li>• Provision for written questions to be taken at board meeting and response provided immediately following meeting</li> <li>• As well as an action log, a pending log will be kept of actions that will not be progressed during the crisis</li> <li>• We will publish a clear link to our website pages and social media accounts signposting to further information.</li> </ul> <p>We will also amend the website (which constitutes our official notice of Board meetings) and explain why the Board is not meeting in public.</p>
7.2	Annual plan of board business	Suspended for the foreseeable future
7.2.5 – 7.2.7	Annual General Meeting	Welsh Government have confirmed that AGM are required to be held by end of November 2020.
7.4.3	Notifying and equipping Board members	<p>We will try our best to publish agendas 7 days in advance.</p> <p>We are unlikely to be able to publish papers at the same time, we will also be making greater use of verbal reporting which will be captured in the meeting minutes.</p>



7.5	<p>Conducting Board meetings</p> <p>Admission of the public, the press and other observers</p>	<p>Variation – The Board is unlikely to meet in person for foreseeable future and so will meet through electronic/telephony means. As a result of this, members of the public will be unable to attend or observe.</p> <p>To facilitate as much transparency and openness as possible at this extraordinary time, the Health Board will undertake to:</p> <ul style="list-style-type: none"> <li>• Publish agendas as far in advance as possible – ideally 7 days</li> <li>• Publish reports as far in advance as possible – recognising that some may be tabled and therefore published after the event. We will also increase our use of verbal reporting which will be captured in the meeting minutes</li> <li>• Produce a written summary of the key components of the meeting to be made</li> </ul>
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		<p>public within 2 business days, minutes within 1 week</p> <ul style="list-style-type: none"> <li>• Provision for written questions to be taken at board meeting and response provided immediately following meeting</li> <li>• As well as an action log, a pending log will be kept of actions that will not be progressed during the crisis</li> <li>• We will publish a clear link to our website pages and social media accounts signposting to further information.</li> </ul> <p>We will also amend the website (which constitutes our official notice of Board meetings) and explain why the Board is not meeting in public.</p>
7.5.8	Chairing Board meetings	In the absence of the Chair and Vice Chair, stipulate the Chair of Audit Committee as the 3rd chair and the Chair of the Performance and Finance Committee as the 4 <sup>th</sup> Chair
7.5.11	Executive nominated deputies	<p>The standing orders allow for a nominated deputy to represent an Executive Director, but not to have voting rights.</p> <p>The organisation currently has 8 substantive Executives with voting rights; in the event that none are available the Board would need to determine if the nominated deputies should have voting rights. We propose to make recommendations on this if the need occurs.</p>