



GIG
CYMRU
NHS
WALES

Bwrdd Iechyd Prifysgol
Bae Abertawe
Swansea Bay University
Health Board



Meeting Date	28th November 2019	Agenda Item	4.5
Report Title	Corporate Governance Report		
Report Author	Claire Mulcahy, Corporate Governance Officer		
Report Sponsor	Pam Wenger, Director of Corporate Governance		
Presented by	Pam Wenger, Director of Corporate Governance		
Freedom of Information	Open		
Purpose of the Report	To report on corporate governance matters arising since the previous meeting.		
Key Issues	<p>There are a number of corporate governance matters which have to be reported to the board as a regular item in-line with standing orders. This report encompasses all such issues as one agenda item.</p> <p>The Board is asked to receive the updates in relation to :</p> <ul style="list-style-type: none"> • Matters considered In-Committee • Affixing the Common Seal; • Welsh Health Circulars; • Business Cycle 		
Specific Action Required <i>(please choose one only)</i>	Information	Discussion	Assurance
	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Recommendations	<p>Members are asked to:</p> <ul style="list-style-type: none"> • NOTE the report 		

CORPORATE GOVERNANCE REPORT

1. INTRODUCTION

To report on corporate governance matters arising since the previous meeting.

2. BACKGROUND

There are a number of corporate governance matters which have to be reported to the board as a regular item in-line with standing orders. This report encompasses all such issues as one agenda item.

3. GOVERNANCE AND RISK ISSUES

i. **Matters Considered In-Committee**

In accordance with standing orders, the health board is required to report any decisions made in private session, to the next available public meeting of the board.

The following items during the in-committee board session in January and February 2020:

January 2020

- **Key Issues Report from In-Committee Board Committee meetings** - a report on key issues discussed at recent meetings was received for assurance.
- **Sensitive Matters** – verbal reports were received on the following: Healthcare Inspectorate Wales unannounced visit at Morriston, Tonna Hospital, Mental Health, a recent Never Event, Coronavirus and Electronic Referrals.
- **Transcatheter Aortic Valve Insertion (TAVI)** – a report providing an update in relation to the external review of TAVI was received for noting.
- **Integrated Medium Term Plan (IMTP)** – a report provide an update on the development of the integrated medium term plan (IMTP) 2022/21 to 2022/23 was received
- **Cladding on Singleton Hospital** - A report providing an update in relation to the cladding on Singleton Hospital was received.
- **Disposal of Fairfield Clinic** - A report seeking the approval for the disposal of Fairfield Clinic was received.
- **Clinical Negligence Chair's Action** – a report seeking ratification of the clinical negligence chair's action was received and approved.
- **WHSSC Joint Committee** - The minutes of the in-committee of the Welsh Health Specialised Services Committee (WHSSC) joint committee were received.

February 2020

- **Sensitive Issues** - verbal updates were received on the following: workforce issues and Coronavirus.

- **Immediate Actions arising from the recent Healthcare Inspectorate Wales (HIW) Visit** – A report setting out the plan following the immediate action notices arising from the recent HIW visit to Morriston was received.

ii. **Affixing the Common Seal**

In-line with standing orders, a routine report on documents to which the common seal has been affixed is required. Attached at **appendix 1** are details taken from the seal register. All documents have been signed by the Chairman or Vice-Chairman and an executive director or the Director of Corporate Governance, in line with the requirements.

iii. **Welsh Health Circulars (WHCs)**

Welsh Government issues WHCs around specific topics. The WHCs set out in **appendix 2** have been received since the last meeting and are available via the [Welsh Government website](#), where further details as to the risks and governance issues are available.

iv. **Board Business Cycle**

At each meeting, the board receives copy of its business cycle which outlines the business planned for each meeting. This is at **appendix 3**.

v. **Socio-Economic Duty**

In November 2019, the consultation on the commencement of Part 1, Section 1 of the Equality Act 2010 – the Socio-economic Duty was launched. The duty will require specified public bodies, when making strategic decisions such as ‘deciding priorities and setting objectives’, to consider how their decisions could help to reduce the inequalities associated with socio-economic disadvantage.

The consultation ran for 8 weeks, gaining views on Welsh Government’s proposal to commence, which public bodies should be captured by the duty and how the duty should be delivered. The summary of the responses are available at <https://gov.wales/equality-act-2010-commencing-socio-economic-duty>

However concerns were raised regarding the short time they had to prepare for the implementation of the duty – planned for 1 April 2020, with requests for a longer ‘lead-in time’. In light of the responses and the importance of the Duty, the date of enactment will now be 29 September 2020.

vi. **FINANCIAL IMPLICATIONS**

There are no financial implications arising within this report.

vii. **RECOMMENDATIONS**

Members are asked to:

- **NOTE** the report

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 type="checkbox"/>
	Partnerships for Care	<input checked="" 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 type="checkbox"/>
	Effective Care	<input type="checkbox"/>
	Dignified Care	<input type="checkbox"/>
	Timely Care	<input type="checkbox"/>
	Individual Care	<input type="checkbox"/>
	Staff and Resources	<input checked="" type="checkbox"/>
Quality, Safety and Patient Experience		
The common seal is applied to legal and official documents which develop services, buildings, processes and systems to enhance the way in which the health board functions and support and patients. In addition, Welsh health circulars provide advice, guidance and information relating to changes in process or services which work to enhance services.		
Financial Implications		
There are no financial implications associated with this report.		
Legal Implications (including equality and diversity assessment)		
The common seal is primarily used to seal legal documents such as transfers of land, lease agreements and other important/key contracts. The seal may only be fixed to a document if the board or committee of the board has determined it shall be completed under seal, or if a transaction to which the document relates has been approved by the board or committee of the board. Any legal implications relating to Welsh health circulars would be identified in the individual documents.		
Staffing Implications		
There are no staffing implications contained within this report.		
Long Term Implications (including the impact of the Well-being of Future Generations (Wales) Act 2015)		
Welsh health circulars provide advice, guidance and information relating to changes in process or services which work to enhance the way in which NHS Wales organisations function and would therefore potentially have individual long-term impacts.		
Report History	This report is a standard item on the board's business cycle.	
Appendices	Appendix 1 - Affixing of the common seal Appendix 2 – Welsh Health Circulars Appendix 3 – Board business cycle	

REGISTER OF SEALINGS

Document Number	Date Signed	Document Details
01/20	13.02.20	S33 Overarching Partnership Agreement for Adult & Older Persons Services. (Pooled Fund for Care Homes)
02/20	05.02.20	48 The Kingsway
03/20	05.02.20	Singleton Hospital Obstetrics AHU Replacement
04/20	05.02.20	Morrison Hospital Additional Chlorination Works
05/20	05.02.20	Replacement of Two Air Handling Units at HSDU- Morrison Hospital
06/20	05.02.20	Morrison Health Campus Masterplan & New Access Road
07/20	05.02.20	Lease Relating to Upper floor premises at the Former Rhondda Magistrates Court, Llwynypia Road, CF40 2IZ
08/20	19.02.20	48 The Kingsway
09/20	19.02.20	Thoracic Unit with Theatre (s) Morrison Hospital
10/20	19.02.20	Adult Acute Mental Health Unit / Ward Location TBC
11/20	26.02.20	Adult Acute Mental Health Unit Ward location TBC
12/20	26.02.20	Mother & Baby Unit Tonna Hospital
13/20	26.02.20	Mother & Baby Unit Refurbishment at Tonna Hospital
14/20	03.03.20	48 The Kingsway
16/20	11.03.20	Morrison Hospital general & oil tank removals
17/20	11.03.20	Renewal of existing lease relating to Office premises at Cimla Community Resource Centre

Appendix 2

WHC number and title	Date received	Recipients
WHC (2019) 039 Good working practice principles for the use of chaperones during intimate examinations or procedures within NHS Wales	06/01/20	LHB and NHS Trust Chairs LHB and NHS Trust Chief Executives LHB and NHS Trust Board Secretaries LHB and NHS Trust Medical Directors LHB and NHS Trust Directors of Nursing LHB and NHS Trust Directors of Therapies & Health Sciences LHB and NHS Trust Directors of Workforce & OD
WHC (2020) 003 Value Based Health Care Programme – Data Requirements	05/03/20	Health Boards and NHS Trusts in Wales and NHS Wales Informatics Service (NWIS)
WHC (2020) 004 List of Welsh Health Circulars - 1 August 2019 – 31 January 2020	05/03/20	None