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Bwrdd Iechyd Prifysgol
Bae Abertawe
Swansea Bay University
Health Board



Meeting Date	28th May 2020		Agenda Item	4.1
Report Title	Corporate Governance Report			
Report Author	Leah Joseph, 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	Approval
	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input 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 March and April 2020:

March 2020

- **KPMG reports and action logs** – a report and action log provided assurance to the committee.
- **Sensitive Matters** – a verbal report was received on Coronavirus.
- **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
- **Key Issues Report from In-Committee Board Committee meetings** - a report on key issues discussed at recent meetings was received for assurance.
- **Health Technology Campus Business Case** – a report providing an update in relation Health Technology Campus Business Case was received for noting.
- **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.

April 2020

- **Coronavirus (COVID-19)** – A verbal update was received on Coronavirus.
- **Finance Report** – As part of the COVID-19 response, a finance report was received.
- **COVID-19 Gold Risk Log** – a report setting out the COVID-19 risk log was endorsed.

- **Performance Report** – A non-COVID-19 performance report was received, along with Welsh Government guidance on interim performance reporting.
 - **Clinical Negligence Chair's Action** – a report seeking ratification of the clinical negligence chair's action was received and approved.
- 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. **FINANCIAL IMPLICATIONS**
There are no financial implications arising within this report.
- vi. **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
18/20	18.03.20	NPT hospital (anti ligature 2019-20)
19/20	18.03.20	Learning Disability Bungalows (anti ligature 2019-20)
20/20	18.03.20	Mother & Baby Unit Refurbishment at Tonna Hospital
21/20	18.03.20	Proposed Offices on Second Floor @ HQ Baglan
22/20	25.03.20	Contract for the sale of freehold land with vacant possession at Glynneath Clinic Glynneath
23/20	14.04.20	Singleton Hospital HSDU AHU Works
24/20	14.04.20	Contract for the sale of Freehold land with vacant possession at Coelbren Health Clinic, Heol Eglwys Neath
25/20	14.04.20	Agreement relating to fields forming part of land adjoining Morriston Hospital
26/20	14.04.20	Call off Contract for Regional Project Manager Singleton Hospital Front Façade replacement project
27/20	18.05.20	Morriston Hospital IT suite UPS Replacement
28/20	18.05.20	To erect block wall, Swyn Yr Afon Seven Sisters Neath

Appendix 2

WHC number and title	Date received	Recipients
WHC (2020) 006 – COVID-19 RESPONSE – CONTINUATION OF IMMUNISATION PROGRAMMES	23/04/20	General Practitioners Immunisation Leads, Health Boards/Trusts Chief Executives, Health Boards/Trusts Medical Directors, Health Boards/Trusts Directors of Primary, Community and Mental Health, Health Boards Nurse Executive Directors, Health Boards/Trusts Directors of Public Health, Health Boards Chief Executive, Public Health Wales Executive Director of Public Health Services, Public Health Wales Nurse Director, Public Health Wales Head Vaccine Preventable Disease Programme, Public Health Wales NHS Wales Informatics Service
WHC (2020)008 Guidance for Local Health Boards and NHS Trusts on the reuse of end of life medicines in hospices and care homes	30/04/2020	Chief Pharmacists and Controlled Drugs Accountable Officers
WHC (2020) 006 – COVID-19 RESPONSE – CONTINUATION OF IMMUNISATION PROGRAMMES	23/04/20	General Practitioners Immunisation Leads, Health Boards/Trusts Chief Executives, Health Boards/Trusts Medical Directors, Health Boards/Trusts Directors of Primary, Community and Mental Health, Health Boards

		Nurse Executive Directors, Health Boards/Trusts Directors of Public Health, Health Boards Chief Executive, Public Health Wales Executive Director of Public Health Services, Public Health Wales Nurse Director, Public Health Wales Head Vaccine Preventable Disease Programme, Public Health Wales NHS Wales Informatics Service
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HEALTH BOARD BUSINESS CYCLE 2018 - 2020

[illegible]

[illegible]



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Abertawe Bro Morgannwg
University Health Board

TOPIC	LEAD DIRECTOR	2019							2020							
		January	March	May (accounts)	May	July	September	November	February	January	March	May (accounts)	May	July	September	November
	Governance															
Annual Report	Director of Corporate Governance					AGM								AGM		
Annual Quality Statement	Director of Nursing and Patient Experience					AGM								AGM		
Annual Audit Letter	Director of Corporate Governance															
Structured Assessment	Director of Corporate Governance															
Charitable Funds Accounts for Approval	Director of Finance															
Health and Safety Annual Report	Director of Strategy															
Risk Management Strategy	Director of Nursing and Patient Experience															
Board Assurance Framework	Director of Corporate Governance															
Organisational Risk Register	Director of Nursing and Patient Experience															
Review of Standing Orders and Standing Financial Instructions	Director of Corporate Governance															
Review of Board Governance Arrangements (annually)	Director of Corporate Governance															
Policies/Plans as appropriate as identified by each Executive Director	Executive Directors															

Notes:

- ❖ These meetings are not part of the business cycle of the Board, these are development sessions but due to the timescales for Board Decision formal matters will be considered.

All items will be all considered in the 'Public' Meeting unless there is a justifiable reason why this should be considered in-committee

Annual General Meeting : Proposal this is a separate day to the Board Meeting and that a 'task and finish group' work through the options for the design of the AGM for agreement in September/October.

D – report deferred to a new date