



**GIG**  
CYMRU  
**NHS**  
WALES

Bwrdd Iechyd Prifysgol  
Bae Abertawe  
Swansea Bay University  
Health Board



<b>Meeting Date</b>	<b>26 September 2019</b>	<b>Agenda Item</b>	<b>4.4</b>	
<b>Report Title</b>	<b>Corporate Governance Matters</b>			
<b>Report Author</b>	Claire Mulcahy, Corporate Governance Officer			
<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>	To report on corporate governance matters arising since the previous meeting.			
<b>Key Issues</b>	<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"> <li>• Affixing the Common Seal;</li> <li>• Welsh Health Circulars;</li> <li>• Business Cycle</li> </ul>			
<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 checked="" type="checkbox"/>	<input type="checkbox"/>
<b>Recommendations</b>	<p>Members are asked to:</p> <ul style="list-style-type: none"> <li>• <b>NOTE</b> the report</li> </ul>			

## 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. **Review of Model Standing Orders, Reservation and Delegation of Powers – Local Health Boards, NHS Trusts, Welsh Health Specialised Services Committee and the issuing of Model Standing Orders for the Emergency Ambulance Services Committee**

Welsh Government have issued under Welsh Health Circular revised Model Standing Orders for Local Health Boards, NHS Trusts and the Welsh Health Specialised Services Committee (WHSSC). As part of this review Model Standing Orders have also now been produced for EASC.

These model documents are issued in accordance with my powers of direction contained within sections 12(3) (for Local Health Boards) and 19(1) (for NHS Trusts) of the National Health Service (Wales) Act 2006.

The Board is required to incorporate and adopt this latest review into our organisations Standing Orders, Reservation and Delegation of Powers. The WHSSC and EASC Standing Orders form Schedule 4.1 and 4.2 of the Local Health Board Standing Orders. Health Boards must also ensure that these schedules have been formally adopted by the respective Joint Committee. These documents will be reviewed at the Audit Committee in November with final ratification at the Health Board in November.

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**.

#### **4. FINANCIAL IMPLICATIONS**

There are no financial implications arising within this report.

#### **5. RECOMMENDATIONS**

Members are asked to:

- **NOTE** the report

<b>Governance and Assurance</b>		
<b>Link to Enabling Objectives</b> <i>(please choose)</i>	<b>Supporting better health and wellbeing by actively promoting and empowering people to live well in resilient communities</b>	
	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"/>
	<b>Deliver better care through excellent health and care services achieving the outcomes that matter most to people</b>	
	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"/>
<b>Health and Care Standards</b>		
<i>(please choose)</i>	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"/>
<b>Quality, Safety and Patient Experience</b>		
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.		
<b>Financial Implications</b>		
There are no financial implications associated with this report.		
<b>Legal Implications (including equality and diversity assessment)</b>		
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.		
<b>Staffing Implications</b>		
There are no staffing implications contained within this report.		
<b>Long Term Implications (including the impact of the Well-being of Future Generations (Wales) Act 2015)</b>		
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.		
<b>Report History</b>	This report is a standard item on the board's business cycle.	
<b>Appendices</b>	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
25/19	26.07.19	Ward A & S refresh at Morriston Hospital
26/19	26.07.19	Anti-Ligature 2019/20
27/19	26.07.19	Anti-Ligature 2019/20 Work Stage 2 Only
28/19	02.08.19	Anti-Ligature 2019/20
29/19	02.08.19	CT Simulator at Singleton Hospital (Work Stage 2 & 3 Only)
30/19	02.08.19	Singleton Hospital – Cladding Removal
31/19		Linac Replacement at Singleton Hospital
32/19		Licence to Assign relating to Lease of Premises at Land at the East Side of Heol Gladlys Bridgend
33/19	17.09.19	Ward A Refresh at Morriston Hospital
34/19	17.09.19	Singleton Hospital Chemotherapy Steam Plant
35/19	17.09.19	Ward A Refresh at Morriston Hospital
36/19	13.09.19	Lease relating to LHB Premises at the Vale of Neath Primary Health Care Centre, Glynneath Neath Port Talbot SA11 5AL
37/19	13.09.19	Licence to sublet relating to GMS premises at the new Vale of Neath Primary Care Centre, 102 High Street, Glynneath, Neath, Port Talbot SA11 5AL
38/19	13.09.19	Sublease by reference to superior lease relating to GMS Premises at the new Vale of Neath Primary Care Centre, 102 High Street, Glynneath, Neath, Port Talbot SA11 5AL
39/19	13.09.19	Lease relating to GMS Premises at the Vale of Neath Primary Health Care Centre Glynneath Neath Port Talbot SA11 5AL
40/19	13.09.19	Lease relating to part first floor offices Cimla Hospital, Cimla Neath SA11 3SU
41/19	18.09.19	Deed of Surrender relating to Part first floor offices Cimla Hospital, Cimla Neath
42/19	18.09.19	The Call off Contract for Singleton Hospital Fire Alarm Cause + Effect

43/19	18.09.19	Agreement relating to fields forming part of land adjoining Cefn Coed Hospital
44/19	18.09.19	The Call off contract for Linac Replacement at Singleton Hospital

## Appendix 2

WHC number and title	Date received	Recipients
WHC (19) 019 HCAI AMR Improvement Goals 2020/19	09/07/2019	Chief Executives Medical Directors Nurse Executive Directors Infection Control Doctors & Nurses Directors of Public Health Hospital Chief Pharmacists Dental Officer
WHC (19) 021 The Role of the Community Dental Services and Services for Vulnerable People	24/07/2019	Chief Executives All Health Boards
WHC (19) 023 Update of guidance on clearance and management of healthcare workers living with a bloodborne virus (BBV)	25/07/2019	Chief Executives – Health Boards and NHS Trusts
WHC (19) 024 Pertussis – Occupational vaccinations of healthcare workers	30/07/2019	Immunisation Leads, Health Boards/Trusts Directors of Workforce and Organisational Development, Health Boards/Trusts Occupational Health Leads, Health Boards and Trusts Chief Executives, Health Boards/Trusts Medical Directors, Health Boards/Trusts Nurse Executive Directors, Health Boards/Trusts Directors of Public Health, Health Boards Chief Pharmacists, Health Boards/Trusts Executive Director of Public Health Services, Public Health Wales

		Nurse Director, Public Health Wales Head Vaccine Preventable Disease Programme, Public Health Wales General Practitioners
WHC (19) 025 List of Welsh Health Circulars	07/08/2019	Director of Corporate Governance
WHC (19) 026 - Nationally Standardised Adult Inpatient Assessment and Core Risk Assessments	20/08/2019	Health Board and trust Chief Executives, Health Board and trust Executive Nurse Directors, Health Board and trust Assistant Directors of Informatics
WHC (19) 027 Model Standing Orders, Reservations and Delegation of Powers	12/09/2019	Chairs of Local Health Boards and NHS Trusts Directors of Corporate/Board Joint Committee Secretaries