



GIG
CYMRU
NHS
WALES

Bwrdd Iechyd Prifysgol
Bae Abertawe
Swansea Bay University
Health Board



Meeting Date	24th September 2020	Agenda Item	5.2
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; • Socio-Economic Duty; • Board and Committee arrangements. 		
Specific Action Required <i>(please choose one only)</i>	Information	Discussion	Assurance
	<input type="checkbox"/>	<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 • APPROVE the proposal to return board and committee arrangements to the schedule set prior to Covid-19 		

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 July 2020:

- **Key Issues Report from In-Committee Board Committee meetings** - a report on key issues discussed at recent meetings was received for assurance.
- **Transcatheter aortic valve insertion (TAVI)** – an update report was received for assurance.
- **WHSSC Joint Committee** - The minutes of the in-committee of the Welsh Health Specialised Services Committee (WHSSC) joint committee were received.
- **Finance Report** – As part of the COVID-19 response, a finance report was received.
- **Chair's Actions** – Two separate actions were received for ratification.
- **Staffside update** – a verbal update was received in respect of staffside under matters arising.

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. The Corporate Governance Team are currently reviewing the process regarding affixing the common seal.

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

On 16th July 2020, the Deputy Minister and Chief Whip confirmed that with effect from 31st March 2021, the Welsh Government would be commencing the Socio-Economic Duty (the Duty). This involves enacting Section 1 (Parts 1 to 3) of the Equality Act 2010 (the 2010 Act), and is intended to encourage better decision making and ultimately deliver better outcomes for those who are socio-economically disadvantaged.

In summary, the statutory requirement of the Duty places a legal responsibility on relevant public bodies to have due regard to the need to reduce inequalities of outcome resulting from socio-economic disadvantage when taking strategic decisions. The Duty does not establish socio-economic status as a protected characteristic under the terms of the 2010 Act. However If an individual or group feel that a relevant body has failed to comply with the Duty, and that this failure has resulted in a decision which has adversely effected their interests, they may be able to bring a judicial review claim against that body.

The Welsh Government has produced non-statutory guidance aimed at helping relevant public bodies (including NHS Wales Health Boards) who are expected to be captured by the duty. A final list of relevant public bodies will be published in the Regulations and corresponding statutory guidance, to be issued alongside the commencement of the Duty.

It is intended that the requirements of the Duty will be embedded alongside existing systems and processes for undertaking impact assessment and engagement, and will form an integral part of the implementation of our Strategic Equality Plan and Equality Objectives.

vi. Board and Committee arrangements

On 1st April 2020, chair's action was taken to streamline the board and committee arrangements to reduce the pressure on the organisation. Specifically this meant moving to monthly board meetings lasting no more than three hours and bi-monthly Audit and Quality and Safety committees focussing on Covid-19 and essential services. All other committees were stood down. As the health board started to move into its recovery phase, governance arrangements started to do the same, with an agreement in June 2020 to instate the majority of committees but on a less frequent scale with reduced agendas. It is now proposed that board and committee arrangements return to the schedule set prior to Covid-19 (set out below) but for committee meetings to last no more than two hours with the exception of Audit Committee which will be three hours.

Meeting	Schedule
Board	Bi-monthly formal meetings with board development sessions in between.
Quality and Safety Committee	Monthly.
Audit Committee	Bi-monthly.
Performance and Finance Committee	Monthly.
Health and Safety Committee	Quarterly.
Workforce and OD Committee	Bi-monthly.
Charitable Funds Committee	Quarterly.
Mental Health Legislation Committee	Quarterly.

4. FINANCIAL IMPLICATIONS

There are no financial implications arising within this report.

5. RECOMMENDATIONS

Members are asked to:

- **NOTE** the report
- **APPROVE** the proposal to return board and committee arrangements to the schedule set prior to Covid-19

Governance and Assurance		
Link to Enabling Objectives <i>(please choose)</i>	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		
<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"/>
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
36/20	17.07.20	Mother & Baby Unit Tonna Hospital
37/20	04.08.20	Morrison Hospital Carrier Chiller No 4 Compound 3
38/20	04.08.20	Licence for Access & Carrying out Drainage works / Garngoch Hospital - Overage Deed relating to Parc Mawr Development Site Penllergaer
39/20	04.08.20	OPD CCU Beds Morrison
40/20	07.08.20	Collaboration Agreement relating to the provision of a Field/Surge Hospital at the Llandarcy Academy of Sport
41/20	01.09.20	Morrison clinic plant room refurbishment

Appendix 2

WHC number and title	Date received	Recipients
WHC (2020) 012 Clinical Assessment of COVID-19 in the Community	04/08/20	GP Senior Partners and Practice Managers GP Out of Hours 111 WAST ambulatory teams
WHC (2020) 013 The National Influenza Immunisation Programme 2020-21 (2)	14/08/20	General Practitioners Community Pharmacists Immunisation Leads, Health Boards/Trusts Chief Executives, Health Boards/Trusts Medical Directors, Health Boards/Trusts Nurse Executive Directors, Health Boards/Trusts Chief Pharmacists, Health Boards/Trusts Directors of Public Health, Health Boards Directors of Maternity Services, Health Boards Directors of Workforce and Organisational Development, Health Boards/Trusts Directors of Primary, Community and

		Mental 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
--	--	--

Health Board Work Programme

Topic	Lead	May	June	July	August	September	November	January	March
Preliminary Matters									
Patient Story	Director of Nursing and Patient Experience								
Minutes of the Previous Meeting	Director of Corporate Governance								
Action Log	Director of Corporate Governance								
Chair's Report	Director of Corporate Governance								
Chief Executive's Report	Chief of Staff								
Quality, Safety and Performance									
Covid-19 Update	Director of Public Health								
Quartely Plans	Director of Strategy	Q1		Q2		Q3			
Recovery, Learning and Innovation	Director of Transformation								
Test, Trace and Protect	Director of Strategy								
Committee Key Issue Reports	Director of Corporate Governance								
Financial Position	Director of Finance								
Peformance Report	Director of Finance								
Nurse Staffing Levels (Wales) Act 2016	Director of Nursing and Patient Experience								
Annual Quality Statement	Director of Nursing and Patient Experience								
TAVI	Medical Director								
Annual Accounts	Director of Finance								
Strategic Items									
Winter Plan	Chief Operating Officer								
Annual Plan / IMTP	Director of Strategy								
Transformation Programme	Director of Transformation								
Digital Services	Associate Director of Digital Services								
Discretionary Capital Plan	Director of Strategy								
Budget and Financial Allocations	Director of Finance								
NHS Wales Partnerships	Director of Strategy								
External Partnerships	Director of Strategy								
Local Partnership Forum Report	Director of Workforce and OD								
Health Professionals' Forum Report	Director of Therapies and Health Science								
Stakeholder Reference Group Report	Director of Nursing and Patient Experience								
Partnership Framework	Director of Strategy								
Emergency Planning	Director of Strategy								
Governance									
Risk Register	Director of Corporate Governance								
Committee Key Issue Reports	Director of Corporate Governance								
Corporate Governance Issues	Director of Corporate Governance								
Welsh Language Services	Director of Corporate Governance								
Review of Standing Orders	Director of Corporate Governance								
Organisational Annual Report	Director of Corporate Governance								
Accountability Report	Director of Corporate Governance								
WAO Structured Assessment and Audit Letter	Director of Corporate Governance								
SIRO Annual Report	Director of Corporate Governance								
Primary Care Annual Report	Chief Operating Officer								
Carers Annual Report	Director of Nursing and Patient Experience								
Research and Development Annual Report	Medical Director								
Director of Public Health Annual Report	Director of Public Health								