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Bwrdd Iechyd Prifysgol
Bae Abertawe
Swansea Bay University
Health Board



Meeting Date	25th November 2021	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
	<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; and • AGREE that the Audit Committee will oversee the hosting arrangements for the spinal network and that the final documentation will be brought for approval by the Board in March 2022. 		

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) Spinal Services Operational Delivery Network

Swansea Bay University Health Board has been identified as the host health board to establish and manage the Spinal Services Operational Delivery Network (ODN) for South Wales, West Wales and South Powys. The primary purpose of the ODN is to provide the management function for the network, to maintain and coordinate patient flow across the spinal pathway, lead the development, and coordinate implementation and delivery of standards and pathways, and promote and support cross-organisational and clinical multi-professional collaboration.

The ODN is central to the delivery and future development of spinal services across South Wales, West Wales and South Powys and involves cross-organisation and multi-professional working through a whole system collaborative approach ensuring the delivery of safe and effective services across the patient pathway.

As a healthcare provider, Swansea Bay University Health Board will be responsible for an orthopaedic spinal surgery service, with specialist services, at Morriston and Neath Port Talbot Hospitals. This is entirely separate from the health board's responsibility as the host of the Operational Delivery Network.

The responsibility as the host of the ODN is essentially an employment and corporate services role along with delivery of all elements of the service specification. In this role SBUHB will be expected to provide HR support, finance support, accommodation etc. to a small team that form the ODN. The team will be managed by the Interim Associate Service Director who, in this role, will be accountable to the ODN SRO.

The Health Board will develop a hosting agreement that sets out the responsibilities of the ODN and the responsibilities of the Spinal Services ODN member organisations in order that the service can perform to its maximum effectiveness. The Audit Committee will oversee the development of the hosting agreements and will be brought for approval by the Board in March 2022.

(ii) 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 October 2021:

- **Key Issues Report from In-Committee Board Committee meetings** - a report on key issues discussed at recent meetings was received for assurance;
- **Complex Complaint verbal update** was provided by Pam Wenger, Director of Corporate Governance.
- **Business case for the laboratory information management system (LIMS)** – A business case was received that covered preparation and implementation.
- **Chair's Actions** – The following six separate actions were received for ratification:
 - Contract approval - provision of maintenance and support for Cisco network equipment
 - Re-Tender Award Independent Mental Health
 - Neath Port Council for the decommissioning of the former Llandarcy Field Hospital
 - Clinical Negligence Claim 570/502
 - ZooBiotic
 - Settlement of claim 570/502

(iii) 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.

(iv) 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.

(v) 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;
- **AGREE** that the Audit Committee will oversee the hosting arrangements for the spinal network and that the final documentation will be brought for approval by the Board in March 2022.

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"/>

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	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		
<p>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.</p>		
Financial Implications		
There are no financial implications associated with this report.		
Legal Implications (including equality and diversity assessment)		
<p>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.</p>		
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)		
<p>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.</p>		
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.	

Appendix 1

REGISTER OF SEALINGS

Document Number	Date Signed	Document Details
70/21	09.09.21	Reconfiguration works Enfys Morriston Hospital
71/21	09.09.21	Renal Provision at Neath Port Talbot / POW Hospital
72/21	09.09.21	Fire alarm system upgrade (cause & effect) Singleton Hospital
73/21	09.09.21	Reconfiguration works at Enfys Morriston hospital
74/21	09.09.21	Linac C replacement Singleton Hospital
75/21	09.09.21	EFAB MEDOW COURT

76/21	09.09.21	EFAB BRYN AFON FERNDALD LD PREMISES
77/21	09.09.21	Deed of Indemnity for lost Share Certificate
78/21	18.10.21	Efab Bryn Afon, Ferndale LD Premises
79/21	18.10.21	Efab Meadow Court, LD Premises
80/21	18.10.21	Anti-Ligature work to Clune ward, Fenrod ward, Gwelfor Ward, Ty Gwanwyn & Ysbryd in Cefn Coed Hospital
81/10	26.10.21	Singleton Hospital – Theatre Chiller Replacement
82/10	26.10.21	Lease by reference Unit 22 Baglan industrial park Port Talbot
83/10	26.10.21	Lease by reference Unit 32 Baglan industrial park Port Talbot

Appendix 2

WHC number and title	Date received	Recipients
Publication of the Quality and Safety Framework WHC 2021/022	17/09/2021	Chief Executives All NHS Health and Care Staff
Amendments to Model Standing Orders, Reservation and Delegation of Powers and Model Standing Financial Instructions – NHS Wales WHC (2021) 010	17/09/2021	Chairs of LHB and NHS Trusts Chairs of WHSSC and the emergency ambulance services committee Chair of HEIW Directors of Corporate Governance/Board Secretaries and Joint Committee Secretaries
AMR & HCAI Improvement Goals for 2021-22 WHC (2021) 028	27/09/2021	Health Board/Trusts: Chief Executives Medical Directors Nurse Executive Directors Infection Control Doctors & Nurses Directors of Public Health Hospital Chief Pharmacists Dental Officers PHW: HCAI & AMR Programme leads CCDC's Health Protection Teams NWSSP: For distribution to GP practices, dental practices and community pharmacists
NHS Wales Blood Health Plan WHC (2021) 037	27/09/2021	Health Board/Trusts: Chairs Chief Executives Board Secretaries Secretary to the board secretary group Medical Directors Directors of Nursing Directors of therapies and health sciences Directors of planning Renal Teams

		Directors of Public Health Infection Control Doctors and Nurses Hospital Chief Pharmacists
Carpal Tunnel Syndrome Pathway (2021) 025	30/09/2021	All health boards NHS Trusts
OVERSEAS VISITORS' ELIGIBILITY TO RECEIVE FREE PRIMARY CARE WHC/2021/026	11/10/2021	Chief Executives of NHS Trusts and Local Health Boards Directors of Primary Care NHS Wales Shared Services Partnership

Health Board Public Work Programme

Topic	Lead	May	June	July	October	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	Chair							
Chief Executive's Report (to include Covid-19)	Director of Corporate Governance							
Quality, Safety and Performance								
Progress Against the Annual Plan	Director of Strategy							
Discretionary Capital Plan	Director of Finance							
Budget and Financial Allocations	Director of Finance							
Board Assurance Framework	Director of Corporate Governance							
Risk Register	Director of Nursing and Patient Experience							
Committee Key Issues	Committee Chairs							
Strategic Items								
Recovery Plan	Director of Strategy							
Annual Plan Engagement	Director of Strategy							
Older Persons Mental Health Engagement	Director of Strategy							
Major Incident Plan	Director of Strategy							
Winter Plan	Chief Operating Officer							
Items Already Considered By Committees								
Financial Position	Director of Finance							
Performance Report	Director of Finance							
Nurse Staffing Levels (Wales) Act 2016	Director of Nursing and Patient Experience							
Governance								
Corporate Governance Report (including Chairs Action)	Director of Corporate Governance							
Review of Standing Orders	Director of Corporate Governance							
Annual Accounts	Director of Finance							
Organisational Annual Report	Director of Corporate Governance							
Structured Assessment and Audit Letter	Director of Corporate Governance							
Business Cases (for approval)								
BJC Ward Refurbishment	Chief Operating Officer							
LIMS	Digital Director							
Radiology Information System	Digital Director							
Older Persons Mental Health (Tonna)	Chief Operating Officer							
Additional Theatres NPT	Chief Operating Officer							
Annual Reports								
Research and Development Annual Report	Medical Director							
Director of Public Health Annual Report	Medical Director							
SIRO Annual Report	Director of Public Health							
Health Inspectorate Wales Annual Report	Director of Nursing and Patient Experience							
Ombudsman Annual Letter	Director of Nursing and Patient Experience							

Welsh Language Standards	Director of Corporate Governance							
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Health Board Public Work Programme (continued)

Items for Information (circulated outside of the meeting)

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							
NHS Wales Partnerships	Director of Strategy							
External Partnerships	Director of Strategy							

To be determined

Recruitment and Retention Strategy	Director of Workforce and OD
Health and Wellbeing Strategy	Director of Workforce and OD
Hyper Acute Stroke Unit	Chief Operating Officer
Physical activity, including the promotion of active travel	Director of Public Health
Tobacco Control Programme	Director of Public Health
Decarbonisation Programme	Director of Strategy