

## Proposed Changes to Standing Orders

SO Number	Heading / Sub Heading	Proposed Change
Xxxii	Variation and amendment to Standing Orders	Changes to the standing orders will be agreed at Board first and communicated to Audit Committee (not the other way round)
2.1	<b>Chair's action on urgent matters</b>	<p>In principle, the current Board scheme of delegation and specifically the matters the Board reserves for its own decision (schedule 1 of the Standing Orders) will remain. In the event of a critical or urgent decision(s) needing to be made, we will use Chair's action.</p> <ul style="list-style-type: none"> <li>• Where possible the full Board will retain decision making;</li> <li>• If the full Board is not available or cannot be convened at speed, we will operate with a quorum as set out in our standing orders</li> <li>• We will use Chair's Action sparingly and only as a last resort. Any Chair's Action will be recorded and ratified by the Board.</li> </ul>
3.3	Committees of the Board	<ol style="list-style-type: none"> <li>1. <b>Audit Committee</b> continue to operate in a remote format with an agenda focussed on ensuring compliance, in particular with the Annual Accounts, Governance Statements and Annual Report</li> <li>2. <b>Quality and Safety Committee</b> continue to operate in a remote format with an agenda focussed on ensuring compliance in particular with the Annual Quality Statement, Complaints and Putting Things</li> </ol>

		<p>Right. The Committee will also have an assurance role linked to COVID-19. The Committee will meet on a bi-monthly basis.</p> <p><b>3. Performance and Finance Committee</b> suspended for the foreseeable future</p> <p><b>4. Workforce and OD Committee</b> suspended for the foreseeable future.</p> <p><b>5. Health and Safety Committee</b> suspended for the foreseeable future.</p> <p>HR/people decisions to come to full Board where required.</p> <p>During the time that the above Committees are suspended;</p> <ul style="list-style-type: none"> <li>• <b>Performance and Finance Committee</b> will be considered by the Board</li> <li>• <b>Health and Safety will</b> be considered by the Board.</li> </ul> <p><b>Variation to People/HR Policy –</b> Variation of HR policy to be approved by the Strategic Director, with oversight in place from CEO. Adaptions to be recorded and reported to Board for assurance.</p>
7.1	Putting citizens first	<p>Variation – The Board is unlikely to meet in person for foreseeable future and so will meet through electronic/telephony means. As a result of this, members of the public will be unable to attend or observe.</p> <p>To facilitate as much transparency and openness as possible at this extraordinary time, the Health Board will undertake to:</p> <ul style="list-style-type: none"> <li>• Publish agendas as far in advance as possible – ideally 7 days</li> <li>• Publish reports as far in advance as possible – recognising that some may be tabled and therefore published after the event. We will also increase our use of verbal reporting which will be captured in the meeting minutes</li> <li>• Produce a written summary of the key components of the meeting to be</li> </ul>

		<p>public within 2 business days, minutes within 1 week</p> <ul style="list-style-type: none"> <li>• Provision for written questions to be taken at board meeting and response provided immediately following meeting</li> <li>• As well as an action log, a pending log will be kept of actions that will not be progressed during the crisis</li> <li>• We will publish a clear link to our website pages and social media accounts signposting to further information.</li> </ul> <p>We will also amend the website (which constitutes our official notice of Board meetings) and explain why the Board is not meeting in public.</p>
7.2	Annual plan of board business	Suspended for the foreseeable future
7.2.5 – 7.2.7	Annual General Meeting	Welsh Government have confirmed that AGM are required to be held by end of November 2020.
7.4.3	Notifying and equipping Board members	<p>We will try our best to publish agendas 7 days in advance.</p> <p>We are unlikely to be able to publish papers at the same time, we will also be making greater use of verbal reporting which will be captured in the meeting minutes.</p>

7.5	<p>Conducting Board meetings</p> <p>Admission of the public, the press and other observers</p>	<p>Variation – The Board is unlikely to meet in person for foreseeable future and so will meet through electronic/telephony means. As a result of this, members of the public will be unable to attend or observe.</p> <p>To facilitate as much transparency and openness as possible at this extraordinary time, the Health Board will undertake to:</p> <ul style="list-style-type: none"> <li>• Publish agendas as far in advance as possible – ideally 7 days</li> <li>• Publish reports as far in advance as possible – recognising that some may be tabled and therefore published after the event. We will also increase our use of verbal reporting which will be captured in the meeting minutes</li> <li>• Produce a written summary of the key components of the meeting to be made</li> </ul>
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7.5.8	Chairing Board meetings	In the absence of the Chair and Vice Chair, stipulate the Chair of Audit Committee as the 3rd chair and the Chair of the Performance and Finance Committee as the 4 <sup>th</sup> Chair
7.5.11	Executive nominated deputies	<p>The standing orders allow for a nominated deputy to represent an Executive Director, but not to have voting rights.</p> <p>The organisation currently has 8 substantive Executives with voting rights; in the event that none are available the Board would need to determine if the nominated deputies should have voting rights. We propose to make recommendations on this if the need occurs.</p>