



AGENDA ITEM

2.10

CTM BOARD

VARIATION TO STANDING ORDERS DURING COVID-19

Date of meeting

28 May 2020

FOI Status

Open/Public

If closed please indicate reason

Not Applicable - Public Report

Prepared by

G Galletly, Director of Corporate Governance (Interim)

Presented by

G Galletly, Director of Corporate Governance (Interim)

Approving Sponsor

Chair

Report purpose

FOR APPROVAL

Engagement (internal/external) undertaken to date (including receipt/consideration at Committee/group)

Committee/Group/Individuals

Date

Outcome

Chair, Vice Chair, Director of Finance (in absence of CEO)

19.03.2020

SUPPORTED

Audit & Risk Committee

06.04.2020

ENDORSED FOR APPROVAL

ACRONYMS

None

1. SITUATION/BACKGROUND

- 1.1 In light of the UHB's response planning to Covid-19, all Board Committees other than Audit and Quality & Safety Committee have been stood down for the next three months to allow Officers to ensure that unnecessary pressure is not placed on the Executive or officers of the organisation whilst they are responding to the pandemic.
- 1.2 This is a variation to the UHBs current Standing Orders and therefore requires approval by the Board. It is important to note that the Board is able to vary or suspend its own Standing Orders, providing that it is able to satisfy that it complies with the relevant regulations.
- 1.3 The Board were given notice of this motion via email on the 19 March 2020. The purpose of this paper is for the Board to formally endorse the variation in standing orders in respect of the interim management of its Board Committee arrangements.

2. SPECIFIC MATTERS FOR CONSIDERATION BY THIS MEETING (ASSESSMENT)

- 2.1 A decision was taken on 19 March 2020 to support the management of Board business during COVID-19 by the Chair, Vice Chair and Director of Finance (in the absence of the CEO), supported and advised by the Director of Corporate Governance to enact the following;
- 2.2 **BOARD**
 - 2.2.1 Hold all Board meetings in Private. This will be carefully managed and communicated but it is the socially responsible thing to do by dissuading our communities to gather during this time. We will ensure transparency in other ways such as 'Board News' publications on our media channels within hours of the meeting and a quick turnaround for minutes. Papers will continue to be published in advance of meetings on our website.
 - 2.2.2 Hold all Board meetings via Skype where possible. We are currently assessing our capability to achieve this, particularly in how we can support Independent Members to access this technology remotely, possibly from your own devices. This will enable maximum continuity and stronger governance whilst the social distancing measures are in place.



- 2.2.3 Where Skype meetings cannot be achieved, we will hold Quorate meetings – these can be more easily supported by teleconferencing (due to the lower numbers involved) to still reduce the requirement to physically attend meetings.
- 2.2.4 We will reserve the ability to take Chair's Urgent Action only in exceptional circumstances.
- 2.2.5 We will plan agendas to ensure only essential business is dealt with to reduce the burden on Executives and Operational staff who author papers.
- 2.2.6 We will introduce a 'Consent Agenda' to all Board meetings (please see definition below).
- 2.2.7 We will identify a 3rd and 4th delegate Chair to support contingency plans for the Chair and Vice Chair, and similarly with the CEO.

[Consent agenda

At least a few items come to the Board and Committee Agenda, which do not require any discussion or debate either because they are routine procedures or are already unanimously agreed. A Consent Agenda allows the Board or Committee to approve all these items together, without discussion or individual motions. The use of the Consent Agenda can free up the meeting for more substantial discussion.

The Consent Agenda will be taken before the main agenda, immediately following Apologies for Absence and Declarations of Interest.

When taking the Consent Agenda at meetings, the Chair will invite members to request a discussion on any item on the Consent Agenda. If this request is made, the Chair will move the item from the Consent Agenda onto the Main Agenda in the relevant section and discuss it at the relevant point of the meeting.]

2.3 COMMITTEES

- 2.3.1 The same principle as above will apply to Committees.
- 2.3.2 Stand down all Committee meetings with the exception of Audit & Risk Committee and Quality & Safety Committee. This will be for 3 months, but will be reviewed on a monthly basis.



- 2.3.3 We are postponing the proposed change in Committee membership until later in the year, but we would seek your support during this time should we need to rely on non-members 'attendance' to ensure Audit & Risk and Quality & Safety Committee meetings are quorate.

3. KEY RISKS/MATTERS FOR ESCALATION TO BOARD/COMMITTEE

- 3.1 The approach being taken in CTMUHB is consistent with the approach being taken across NHS Wales.
- 3.2 The Director of Governance Peer Group wrote to the CEO, NHS Wales seeking support on a variety of governance aspects which is outlined in agenda item 2.11.

4. IMPACT ASSESSMENT

Quality/Safety/Patient Experience implications	There are no specific quality and safety implications related to the activity outlined in this report.
	Maintaining the Q&S Committee will ensure that this remains monitored as a key objective during COVID-19
Related Health and Care standard(s)	Governance, Leadership and Accountability
Equality impact assessment completed	No (Include further detail below)
	All decisions taken during COVID-19 are subject to a QIA.
Legal implications / impact	Yes (Include further detail below)
	Regulatory and compliance issues will arise but the UHB is seeking support and guidance from WG and lawyers at every opportunity to safeguard the organisation and our patients.
Resource (Capital/Revenue £/Workforce) implications / Impact	There is no direct impact on resources as a result of the activity outlined in this report.



Link to Main Strategic Objective	To provide strong governance and assurance
Link to Main WBFG Act Objective	Commitment to corporate social responsibility and improving health & social equity, work with our staff, partners and communities to build strong local relationships and solid foundations of the past

5. RECOMMENDATION

- 5.1 The Board is asked to **APPROVE** the actions of the Chair, Vice Chair and Director of Finance outlined in this report.