

CTMUHB CORPORATE GOVERNANCE ARRANGEMENTS DURING COVID-19

	Activity	Position Outlined in Correspondence	CTMUHB Action
1	Variation to the Standing Orders in relation to the management of Board and Committees during this interim period.	The Board is able to vary or suspend its own Standing Orders, providing that the Board is able to satisfy that it complies with the relevant regulations. This will require approval by the Audit Committee (or relevant committee) and that it has given notice of the motion.	<p>The Board were given notice of this motion under cover email of the 19 March 2020.</p> <p>Formal approval is being sought by the Audit Committee. Board approval will be subsequently sought under separate cover (via email).</p> <p>No further variation is required at this stage but will be brought back to Audit Committee and Board if any action is required.</p>
2a	How the Board & Committees will operate during the interim period.	Board and Committees may operate within quorum. SOs and ToRs for Committees make provision for this.	<p>Due to limited technological support, the March 2020 Board meeting was convened as a Quorum meeting (3 x IM, 3 x Execs) to keep those linking in through teleconference to a minimum.</p> <p>Papers were published on the CTMUHB website as usual.</p> <p>All Board members were invited to submit any questions or queries prior to the meeting so they could be addressed in advance and formally noted in the minutes of the meeting. A 'Consent Agenda' was introduced.</p> <p>As Skype (or other technical) capability is rolled out, all Board Members will be invited to partake in Board and Committee meetings remotely (anticipated in late April/early May 2020).</p>

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2b		Government guidance on limiting gatherings will affect Board and Committee meetings being held in public.	<p>CTMUHB will commit to hold all Board and Committee meetings as 'public meetings held in closed session' to dissuade the public from gathering to observe the meetings.</p> <p>All papers will continue to be published on the UHB website in advance of the meetings. All members will be given the opportunity to submit questions or queries ahead of the meeting so these can be dealt with, responded to and included in a formal minute of the meeting.</p> <p>Board Briefings will be issued as soon as possible following each Board meeting to ensure rapid and effective communication on discussions at the meeting, promoting maximum transparency despite the circumstances. This was achieved within 4 hours of the March Board meeting.</p>
3	Engagement with Partnership Forums where meetings have been stood down.	The proposal to stand down partnership groups is acknowledged but the need to ensure continued communication and dialogue with staff and stakeholders during this time, whilst the Forums are not meeting should be recognised.	<p>The interim Executive Director of Workforce & OD is regularly engaging with Union Representatives during this time.</p> <p>There is an established briefing to staff on a daily basis and dedicated pages on Sharepoint set up to address FAQ, Advice, Guidance, Workforce Helpline hub, Access to Health and Wellbeing initiatives. There is a dedicated staff Facebook page to further facilitate communication to staff.</p> <p>Close engagement with Local Authorities continues through Gold and Silver command via COVID-19 response channels.</p>

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4a	2019/2020 End of Year Reporting Requirements	<p>The end of year reporting requirements for 2019/2020 will need to change and consideration has been given to this. A detailed schedule has been issued to Directors of Finance.</p> <p>The Annual General Meeting and the Model Standing Orders will be amended requiring this to be held before the 30 November 2020.</p>	<p>Technical update Note received by Director of Finance with revised requirements for submission of Annual Report and associated schedules.</p> <p>Annual Report timetable and associated activities will be reviewed and amended.</p> <p>The Board will aim for an Annual General Meeting in September 2020.</p>
4b		<p>Wales Audit Office – Audit Position and Programmes</p> <p>It is for the Auditor General for Wales to consider the impact of Covid-19 on the requirements placed upon him. This in turn will inform the requirements placed upon NHS organisations in Wales and the determination of the subsequent audit programme</p> <p>Internal Audit Office – Audit Position and Programmes</p> <p>With regard Internal Audit programmes and the Head of Internal Audit's ability to provide an annual opinion, this will need to be considered on an organisation by</p>	<p>The Auditor General has written to all Health Bodies outlining the position of the Wales Audit Office in light of Covid-19.</p> <p>WAO will be providing an update on their position and programme of work going forward at the April 2020 Audit Committee in response to the impact of Covid-19 on Audit Activity.</p> <p>Liaison with the Head of Internal Audit has resulted in confirmation that sufficient audit activity has been completed to inform the year end Head of Internal Audit opinion. Therefore, IA Programme for 2019/2020 now ceased.</p>

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		organisation basis as this will be dependent on the progress made against the annual plan prior to the impact of Covid-19.	IA Programme for 2020/2021 will be revised, on a risk assessment basis, for initiation at an appropriate time, likely to be late Qtr2.
5	Consultation with Community Health Councils.	There is provision within Regulation 27 (5) of the Community Health Council (Constitution, Membership and Procedures (Wales) Regulations 2010 for service change to be made without prior consultation where the relevant health service body is satisfied that, in the interests of the health service or because of the risk to safety or welfare of patients or staff, a decision has to be taken without allowing for consultation, this does state that in such a case, the relevant Local Health Board, Strategic Health Authority, Primary Care Trust and NHS Trust must notify the Council immediately of the decision taken and the reason why no consultation has taken place. It is important to constructively engage with the Community Health Councils on the changes the UHB is making in response to the pandemic.	<p>There will be on-going engagement with CTM CHC via a jointly agreed protocol to ensure that service changes made in response to Covid-19 activity will be shared with CHC colleagues as appropriate.</p> <p>CHC members will continue to receive papers for Board and Quality & Safety Committee meetings, and invited to join where technology is able to support this.</p>

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6	Appointment and Tenure of Board Members	The Public Bodies Unit in WG have suspended all recruitment activity during this time and implemented interim arrangements to manage Independent Member Terms that maybe coming to an end.	<p>2 IMs who's Terms were due to finish on 31 March 2020 have been re-appointed for 4 years.</p> <p>1 IM Term concludes on 31 August and 1 IM Terms concludes on 30 September. The DoG has approached WG Public Appointments branch on behalf of the Chair seeking consideration to extend these terms by 6-12 months to allow for cover for the period affected by the suspension of recruitment activity.</p> <p>The Vice Chair Term concludes 30 September 2020. The DoG is liaising with WG who are considering the possibility of amending Regulations that could permit individuals to serve a total of more than 8 years, to avoid the UHB losing a Vice Chair at such a critical time.</p>
7	Mental Health Act	Coronavirus Act includes provision for temporary emergency changes to the Mental Health Act which will only be switched on if the mental health sector is experiencing unprecedented resource constraints.	CTMUHB awaiting further guidance from the WG NHS Mental Health Incident Group.