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**Confirmed Minutes of the Public Health Wales
Audit and Corporate Governance Committee Meeting
19 January 2023 at 13:00 via Microsoft Teams**

Present		
Dyfed Edwards	(DE)	Committee Chair and Non-Executive Director
Kate Young	(KY)	Non-Executive Director
Mohammed Mehmet	(MM)	Non-Executive Director and Chair of People and Organisational Development Committee (Left at 14:30)
In Attendance:		
Robert Bailey	(RB)	Trade Union Representative (Joined at 13:05)
Liz Blayney	(LB)	Acting Board Secretary and Head of Board Business Unit
John Cundy	(JC)	Audit Wales
Paul Dalton	(PD)	Head of Internal Audit, Audit and Assurance Services, NHS Wales Shared Services Partnership
Huw George	(HG)	Deputy Chief Executive, Executive Director of Operations and Finance
Dafydd James	(DJ)	Head of Digital Experience and Services, Informatics (joined for Cybersecurity item)
Lucy Jugessur	(LJ)	Financial Audit Manager, Audit and Assurance Services, NHS Wales Shared Services Partnership (Joined at 14:38)
Jane Matthews	(JM)	Head of Financial Reporting and Control, Finance
Reanne Reffell	(RR)	Acting Board Governance Manager
Stuart Silcox	(SS)	Assistant Director of Integrated Governance, Quality Nursing and Allied Health Professionals
Matthew Taylor	(MT)	Staffside Representative
Stephanie Wilkins	(SW)	Staffside Representative (Joined at 14:37)

Verity Winn	(VW)	Audit Wales
Steve Wyndham	(StW)	Audit Wales (Left at 14:30)
Apologies:		
Rhiannon Beaumont-Wood	(RBW)	Executive Director of Quality, Nursing and Allied Health Professionals
Tracey Cooper	(TC)	Chief Executive
Angela Fisher	(AF)	Deputy Director of Operations and Finance
Mike Jones	(MJ)	Audit Wales
Jan Williams	(JW)	Chair of the Board
Secretariat		
Andrew Morton	(AM)	Board Support Officer
The meeting commenced at 13:01		
ACGC 1/2023.01.19 Welcome and Apologies for Absence		
DE opened the meeting and welcomed all present.		
The Committee noted that the meeting was being recorded to support accuracy of the minutes, and that this recording would be deleted once the minutes had been agreed at the next meeting in March 2023.		
The apologies for absence received were noted .		
ACGC 2/2023.01.19 Declarations of Interest		
There were no declarations of interest in addition to those already declared on the Declarations of Interest Register.		
ACGC 3/2023.01.19 Annual Accounts and Financial Planning		
HG introduced the report, which provided an overview of the statutory requirement for Public Health Wales to produce Financial Statements and an Accountability Report as part of the Annual Report and Accounts for 2022/23, and set out the plans that were in place to achieve this.		
JM provided a summary of Annex 1, which set out the timeline for the completion of the documents including the internal consultation/scrutiny and approval stages, prior to their final submission to Welsh Government. She highlighted the ongoing discussions with Audit Wales in relation to the timings of the Audit, and the potential impact on the timetable should the timescales shift.		
She also highlighted the work that had been completed in relation to the actions following the process last year, including specific reference to the work ongoing to ensure the process for accruals incorporated the learning from last year.		

DE thanked JM for this update, and the Committee took **assurance** on the actions undertaken in relation to the accruals for this year's accounts process.

StW noted the challenges within Audit Wales for the completion of the Audit for 2022/23, and noted a meeting with NHS Directors of Finance to discuss this matter with Ann-Marie Harkin, Executive Director of Audit Services at Audit Wales.

The Committee asked HG to update the Committee on this matter following this meeting with Ann-Marie Harkin, in relation to the timescales for the Audit and any implications for the schedule for PHW.

Action: HG

The Committee **took assurance** that Public Health Wales has an appropriate plan in place for the production of the Financial Statements and Accountability Report for 2022/23, in line with the statutory deadlines.

ACGC 4/2023.01.19 Cyber Security

HG provided an overview of the item, and introduced Dafydd James (DJ).

The Committee considered a Cyber Security update. The content of the presentation and subsequent discussion have been redacted from the published set of confirmed minutes due to the confidential nature of the subject matter.

ACGC 5/2023.01.19 Finance and Procurement

ACGC 5.1/2023.01.19 Procurement Report

JM introduced the procurement report, explaining that she had addressed the action raised at the last meeting in relation to addressing file notes. Procurement had now increased the level of detail in their reports and the level of training to Directorates. JM confirmed that procurement activity was now reported monthly through Directorate Reports, and file notes could now be picked up through monthly monitoring by business partners.

The Committee **considered** the recommendations included within the report and took **assurance** that procurement activity was undertaken in line with the requirements of the Standing Financial Instructions (SFIs).

ACGC 5.2/2023.01.19 Losses and Special Payments

JM presented the Losses and Special Payments Report to the Committee.

The Committee asked JM if the numbers of clinical negligence cases reported were higher than anticipated. JM responded that the numbers were of a normal level and she agreed to review the corresponding data from the previous year to provide context within future reports.

Action: JM

LB informed the Committee that the Quality, Safety and Improvement Committee took assurance on Clinical Claims and Redress on a quarterly basis. SS informed the Committee that the Putting Things Right Team in the Quality, Nursing and Allied Health Professionals Directorate were working across Directorates to share themes and learning from incidents.

The Committee took **assurance** that all losses and special payments had been made in accordance with the requirements of the Standing Financial Instructions.

ACGC 5.3/2023.01.19	Review of Potential Debt Write Offs
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JM presented the Review of Potential Debt Write Offs report.

The Committee **approved** the writing-off of bad debts and claims abandoned included in the paper in accordance with the requirements of the Standing Financial Instructions.

ACGC 6/2023.01.19	Break
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ACGC 7/2023.01.19	Internal, External and Clinical Audit
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ACGC 7.1/2023.01.19	External Audit
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VW presented the External Audit progress report.

The Committee **noted** the update and looked forward to receiving the Structured Assessment at the March meeting of the Committee.

ACGC 7.2/2023.01.19	Internal Audit
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PD presented the Internal Audit progress and the Financial Management Final Internal Audit report (Substantial Assurance). DE asked that JM and HG convey the Committee's thanks to the Finance team on their efforts.

PD informed the Committee of upcoming meetings with members of the Board to discuss the workplan for 2023/24, which would be presented to the Committee at the next meeting for approval.

The Committee **considered** and took assurance from the Internal Audit update report, and **accepted** the Financial Management Final Internal Audit report.

ACGC 8/2023.01.19	Governance and Accountability
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ACGC 8.1/2023.01.19	Minutes (13 October 2022) Action Log and Matter Arising
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The Committee considered and **approved** the minutes of the meeting held on the 13 October 2022 as a true and accurate record of the meetings.

The Committee **approved** the closure of five actions on the Action Log.

ACGC 8.2/2023.01.19	Information Governance Quarterly Performance Report Q2 (2022-23)
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SS presented the Information Governance Quarter Two report, highlighting the decrease in Freedom of Information requests post pandemic, and that no further action was required following a review of three data breaches by the Information Commissioner's office.

The Committee took **assurance** from the Information Governance Performance Report for Quarter Two.

ACGC 9/2023.01.19**For information****ACGC 9.1/2023.01.19****Finance, Procurement and Counter Fraud**

The Committee **received** the Counter Fraud Progress Report and the Energy Briefing

ACGC 9.2/2023.01.19**Internal, External and Clinical Audit**

None to Note

ACGC 9.3/2023.01.19**Managing Risk**

The Committee **noted** the Corporate and Strategic Risk Registers, confirming that Strategic Risk 6 had been considered as part of the Cyber Security Update.

ACGC 9.4/2023.01.19**Governance and Accountability**

The Committee **noted**:

- The Integrated Governance Update
- The Records Management Update
- The Committee Workplan for 2022/23

ACGC 10/2022.9.506.14**Closing Administration**

The next meeting would be held on 16 March 2023.

Publication of Papers – all papers would be published except for:

- Losses and Special Payments Report
- Procurement Report
- Debt Write Off Report
- Cyber Security Report, appendices and Strategic Risk 6 Register
- Two confidential appendices to the Counter Fraud Report

Committee Feedback

The Committee provided the following feedback:

- The agenda was a more manageable size, with sufficient time to consider the substantial items.
- Linking the SRR 6 with the Update on Cyber Security worked well, integrating the discussion on Risk to items on the agenda.

The Meeting concluded at 15:08