

 <p> <b>GIG</b>      CYMRU  <b>NHS</b>      WALES   </p> <p>     Iechyd Cyhoeddus      Cymru      Public Health      Wales   </p>	<p> <b>Name of Meeting</b>        Audit and Corporate        Governance Committee     </p> <p> <b>Date of Meeting</b>        9 May 2024     </p> <p> <b>Agenda item:</b>        6.1     </p>
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## Update to the Public Health Wales Standing Orders and Reservations and Delegations of Powers

<b>Executive lead:</b>	Paul Veysey – Board Secretary and Head of the Board Business Unit
<b>Author:</b>	Paul Veysey – Board Secretary and Head of the Board Business Unit

<b>Approval/Scrutiny route:</b>	<ul style="list-style-type: none"> <li>- BET circulation by e-mail on 26 April 2024 to consider and to Recommend adoption of the changes to Board</li> <li>- ACGC on 9 May 2024 for Recommendation to the Board</li> <li>- Board for Adoption on 30 May 2024</li> </ul>
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<p><b>Purpose</b></p> <p>To present to BET the revised Standing Orders and Reservations and Delegations of Powers issued by Welsh Government and to identify the changes proposed.</p>
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<b>Recommendation:</b>				
APPROVE <input type="checkbox"/>	CONSIDER <input checked="" type="checkbox"/>	RECOMMEND <input checked="" type="checkbox"/>	ADOPT <input type="checkbox"/>	ASSURANCE <input type="checkbox"/>

<p>The Committee is asked to:</p> <ul style="list-style-type: none"> <li>• <b>Consider</b> the proposed revisions to Standing Orders and Reservations and Delegations of Powers</li> <li>• <b>Recommend</b> the proposed changes to the Board for adoption.</li> </ul>
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<p><b>Link to Public Health Wales <a href="#">Strategic Plan</a></b></p> <p>Public Health Wales has an agreed strategic plan, which has identified seven strategic priorities and well-being objectives.</p> <p>This report contributes to the following:</p>
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<b>Strategic Priority/Well-being Objective</b>	All Strategic Priorities/Well-being Objectives
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<b>Strategic Priority/Well-being Objective</b>	Choose an item.
<b>Strategic Priority/Well-being Objective</b>	Choose an item.

<b>Summary impact analysis</b>	
<b>Equality and Health Impact Assessment</b>	An Equality and Health Impact Assessment has been completed and accompanies the papers.
<b>Risk and Assurance</b>	The Standing Orders and Scheme of Reservation and Delegation of Powers provides assurance that appropriate arrangements are in place within the organisation to make decisions.
<b>Health and Care Standards</b>	This report supports and/or takes into account the <a href="#">Health and Care Standards for NHS Wales</a> Quality Themes  Governance, Leadership and Accountability Choose an item. Choose an item.
<b>Financial implications</b>	N/A
<b>People implications</b>	N/A

## **1. Purpose / situation**

The Welsh Government has issued revised Model Standing Orders and Reservation and Delegation of Powers to all health bodies in Wales pursuant to WHC/2024/019.

The purpose of this paper is to set out the changes required to the current Standing Orders in order for BET to recommend the proposed changes to the Board for adoption on 30<sup>th</sup> May 2024. Our Audit and Corporate Governance Committee will also consider the proposed changes on 9<sup>th</sup> May 2024, for recommendation to the Board.

## **2. Background**

The Standing Orders and Reservation and Delegation of Powers (SOs), together with a range of other framework documents, are designed to translate the statutory requirements set out in Public Health Wales National Health Service Trust (Membership and Procedure) Regulations 2009 (2009/1385) (as amended) into day-to-day operating practice. Together with the adoption of a Schedule of Decisions Reserved to the Board; a Scheme of Decisions to Officers and others; and Standing Financial Instructions (SFIs), they provide the regulatory framework for the business conducted by the Trust.

The current Public Health Wales NHS Trust SOs were adopted by the Board in September 2023, following the issue of revised model SOs from Welsh Government. Our current SOs (Version 10) can be found within the Publication Scheme on the Public Health Wales website.

We are required to review our SOs annually based upon the Model SOs issued by the Welsh Government.

The Welsh Government has issued revised Model SOs for 2024, which the Trust must incorporate and adopt.

The principal update to the SOs seeks to reflect the establishment of the NHS Joint Commissioning Committee (JCC) and therefore the removal of all references to the Welsh Health Services Commissioning Committee (WHSSC) and the Emergency Ambulance Services Committee (EASC), which both ceased to exist on 31<sup>st</sup> March 2024.

Other amendments have also been proposed, which are addressed below.

## **3. Description/Assessment**

Attached at appendix 1 are our current Standing Orders with the proposed changes highlighted in red / track changes.

### 3.1 Changes

Whilst the WHC issued indicated the principal amendment was to reflect the establishment of the JCC, other changes have been proposed in the draft provided.

Set out below are the proposed changes to be accepted, rejected and other amendments PHW should consider for adoption as part of our internal review.

Proposals to be **Accepted**;

Section	Page	Current Standing Orders	Proposed Change to be Accepted	Comments
A – Statutory Framework  <b>WHSSC &amp; EASC / JCC</b>	9, 10 & 49	Incorporates wording to reflect the WHSSC and EASC arrangements.	Removes all reference to WHSSC and EASC and replaces them with reference to the JCC.	The JCC is for Health Boards and not NHS Trusts so this change is of limited impact to PHW.
Para 1.3  <b>Tenure of Board Members</b>	18		Clarification of the tenure of Board Members with a clearer delineation between NEDs and Executive Directors.	This is a useful clarification that reflects the status quo.
Para 7.5.11  <b>Deputies at Board</b>	37	If an Executive Director nominates a deputy to attend a Board meeting, the Board should determine if the nominated deputy should have voting rights and count towards the quorum.	If an Executive Director nominates a deputy to attend a Board meeting, as votes cannot be delegated, the nominated deputy may not vote or count towards the quorum.	This is an acceptable proposal.
Para 8.1.1  <b>Resister of Gifts, Hospitality and Sponsorship.</b>	47		Clarifies that a register of gifts, hospitality and sponsorship should be maintained for Directors (who are not Executive Directors).	This reflects our current management of gifts, hospitality and sponsorship.

Proposals to be Rejected:

Section	Page	Current Standing Orders	Proposed Change to be Rejected	Comments
Throughout <b>Independent Members</b>	Throughout	We reference Executive Directors and Non-executive Directors.	Non-executive Directors are to be referred to as 'Independent Members'	This amendment should not be adopted as our membership regulations define our board members as Executive Directors and Non-executive Directors.

Proposed PHW Amendments to be accepted.

A number of typographical errors have been corrected but the following further amendments are recommended:

Section	Page	Proposed Change	Comments
Throughout <b>Minister / Cabinet Secretary</b>	Throughout	That the Minister for Health and Social Service should be referred to as the 'Cabinet Secretary for Health and Social Services'.	This is in accordance with the revised Ministerial Profiles.
Para 7.2.5 <b>AGM</b>	33	The SOs provide an AGM must be held no later than 31 <sup>st</sup> July each year. Given the ability to do this is governed by external factors and is unlikely to be achieved by any NHS body this year, it is proposed to add in <i>"In the absence of an alternate date being directed, the Trust must hold an AGM in public no later than the 31 July each year"</i>	This allows PHW to avoid non-compliance with our SOs for reasons outside its control.
Para 7.4.7 <b>Notice for Agenda and Papers</b>	35	PHW has already adopted a deviation from the Model Standing Orders to permit the publication of agenda and papers to Board members with 7 days notice and not 10. The same deviation has not been applied to notifying the public and others. It is proposed this	This would match the status quo.

		notification is also amended to 7 days from the current 10 days.	
Para 7.5.8 <b>Replacement Chair Arrangements</b>	36	In the absence of the Chair or the Vice Chair for a Board Meeting, the current SOs identify the Chair of ACGC should Chair the Board meeting. The Model SOs for 2024 seek to amend this to require the NEDs to elect a meeting chair in the absence of the Chair or Vice Chair. The PHW suggested amendment retains the Chair of ACGC provision and only requires an election if the Chair, Vice Chair and the Chair of ACGC are all absent.	This represents a workable compromise.
Throughout <b>BAF</b>	Throughout	Refence and links to the Board Assurance Framework have been added.	
Scheme of Delegations – item 24 <b>Hosted Bodies / RemCom</b>	66	Hosted bodies have been added to the remit of the Remuneration and Terms of Service Committee.	This adds clarity to the arrangements.
Throughout <b>PI Sub Group</b>	Throughout	The Covid-19 Public Inquiry Preparedness Subgroup has been added to the Committee / Board profile.	
Schedule 4 <b>Technology and Innovation Advisory Forum</b>	79	It is proposed the Terms of Reference for the Technology and Innovation Advisory Forum are removed from the SOs as PHW has not convened this Forum.	

The changes to the Standing Orders are minor in nature and will have very little impact upon the Trust and the ongoing exercise of its functions.

### 3.2 Deviations from the Model Standing Orders

The extent to which NHS bodies can deviate or customise their SOs is limited.

The table below identifies the current Board approved deviations from the Model Standing Orders. It is proposed PHW should continue to observe these deviations.

Section	Previous Standing Orders	Revised Standing Orders	Comment
Para 7.4.3	7 Days for publication of agendas	10 Days for publication of agendas	Proposed to remain at 7 days – which is realistic and remains consistent with internal management / approval timescales

For consistency with the above deviation, it is recommended the following additional deviation is adopted.

Section	Previous Standing Orders	Revised Standing Orders	Comment
Para 7.4.7	10 Days for publication of agendas to the public and others	10 Days for publication of agendas to the public and others.	Proposed to amend to 7 days – which is realistic and remains consistent with internal management / approval timescales

### 3.3 Well-being of Future Generations (Wales) Act 2015

*This work has been put together following the five ways of working, as defined within the sustainable development principle in the Act, in the following ways:*



Hirdymor

Long Term

The Standing Orders and Reservation and Delegation of Powers provide the organisation with a long-term framework within which it operates



Atal

Prevention

The Standing Orders and Reservation and Delegation of Powers provide staff with guidance to prevent non-compliance



Integreiddio

Integration

The Standing Orders and Reservation and Delegation of Powers ensure decision making is integrated across the organisation



The Standing Orders and Reservation and Delegation of Powers are based on the model standing orders issued by Welsh Government, which were reviewed and developed on a collaborative basis.



The Standing Orders and Reservation and Delegation of Powers are based on the model standing orders issued by Welsh Government, which were reviewed and developed in conjunction and consultation with relevant stakeholders.

#### 4. Recommendation

The Committee is asked to:

- **Consider** the proposed revisions to Standing Orders and Reservations and Delegations of Powers
- **Recommend** the proposed changes to the Board for adoption.