

**COFNODION Y CYFARFOD BWRDD IECHYD PRIFYSGOL
CYMERADWYO/ APPROVED
MINUTES OF THE UNIVERSITY HEALTH BOARD MEETING**

Date of Meeting:	12.00PM, THURSDAY 10TH JUNE 2021
Venue:	VIRTUAL, VIA TEAMS

Present:	<p>Miss Maria Battle, Chair, Hywel Dda University Health Board Mrs Judith Hardisty, Vice-Chair, Hywel Dda University Health Board (VC) Mr Maynard Davies, Independent Member (VC) Professor John Gammon, Independent Member (VC) Ms Anna Lewis, Independent Member (VC) Ms Ann Murphy, Independent Member (VC) Mr Paul Newman, Independent Member (VC) Ms Delyth Raynsford, Independent Member (VC) Mr Steve Moore, Chief Executive Dr Philip Kloer, Executive Medical Director and Deputy Chief Executive (VC) Mr Andrew Carruthers, Executive Director of Operations (VC) Mr Lee Davies, Executive Director of Strategic Development & Operational Planning (VC) Mrs Lisa Gostling, Executive Director of Workforce & Organisational Development (VC) Mrs Ros Jervis, Executive Director of Public Health (VC) Mrs Mandy Rayani, Executive Director of Nursing, Quality & Patient Experience (VC) Mr Huw Thomas, Executive Director of Finance (VC)</p>
In Attendance:	<p>Ms Jill Paterson, Director of Primary Care, Community & Long Term Care (VC) Mrs Joanne Wilson, Board Secretary Mr Michael Hearty, Associate Member (VC) Mr Jonathan Griffiths, Pembrokeshire County Council Director of Social Services, Local Authority Representative Ms Clare James, Interim Accounts Director, Audit Wales (VC) Ms Clare Moorcroft, Committee Services Officer (Minutes)</p>

PM(21)86	INTRODUCTIONS & APOLOGIES FOR ABSENCE	
	<p>The Chair, Miss Maria Battle, welcomed everyone to the meeting. Apologies for absence were received from:</p> <ul style="list-style-type: none"> • Cllr. Gareth John, Independent Member • Mr Iwan Thomas, Independent Member • Mr Winston Weir, Independent Member • Ms Alison Shakeshaft, Executive Director of Therapies & Health Science • Dr Mohammed Nazemi, Chair of Healthcare Professionals Forum 	
PM(21)87	DECLARATION OF INTERESTS	
	There were no declarations of interest made.	
PM(21)88	COMMITTEE ANNUAL REPORTS: AUDIT & RISK ASSURANCE COMMITTEE	
	Miss Battle introduced the Committee Annual Reports by paying testament to the Independent Members for the significant contribution	

	<p>throughout the past year. Furthermore, Miss Battle thanked all Independent Board Members and members of the Executive team for their dedication and commitment. The Committee Annual Reports offer an opportunity to reflect on the significant achievements and progress made during what has been a particularly challenging year. Miss Battle concluded by noting that all committee annual reports had been reviewed, discussed and approved by the relevant committee prior to presentation for approval.</p> <p>Mr Paul Newman presented the Audit & Risk Assurance Committee (ARAC) Annual Report, which represents a fair summary of the work undertaken during the course of the year. The report also summarises the information reported to Board in the form of ARAC's regular update reports. Mr Newman concluded by thanking Mrs Joanne Wilson, Mrs Charlotte Beare and Ms Clare Moorcroft for the support provided to him in his role of ARAC Chair.</p>	
	<p>The Board ENDORSED the Audit & Risk Assurance Committee Annual Report 2020/21.</p>	

PM(21)89	<p>COMMITTEE ANNUAL REPORTS: PEOPLE, PLANNING & PERFORMANCE ASSURANCE COMMITTEE</p>	
	<p>Professor John Gammon presented the People, Planning & Performance Assurance Committee (PPPAC) Annual Report, noting that this accurately represents the work of the Committee during the year. Professor Gammon wished to highlight in particular the section headed 'People', which outlines the sterling work undertaken by HDdUHB's workforce and the steps being taken to provide support for the workforce; both of which have been recognised and commended by PPPAC. Professor Gammon thanked Mrs Wilson and Mrs Claire Williams for their support during the year, as well as the Lead Executives for the Committee.</p>	
	<p>The Board ENDORSED the People, Planning & Performance Assurance Committee Annual Report 2020/21.</p>	

PM(21)90	<p>COMMITTEE ANNUAL REPORTS: QUALITY, SAFETY & EXPERIENCE ASSURANCE COMMITTEE</p>	
	<p>Presenting the Quality, Safety & Experience Assurance Committee (QSEAC) Annual Report, Ms Anna Lewis observed that this extremely detailed report reflects the many adaptations QSEAC has made to ensure the necessary focus on quality and safety during the COVID-19 pandemic. Ms Lewis thanked Mrs Wilson and her team, and Mrs Mandy Rayani and her team for the support provided to her as QSEAC Chair.</p>	
	<p>The Board ENDORSED the Quality, Safety and Experience Assurance Committee Annual Report 2020/21.</p>	

PM(21)91	<p>COMMITTEE ANNUAL REPORTS: CHARITABLE FUNDS COMMITTEE</p>	
	<p>Ms Delyth Raynsford presented the Charitable Funds Committee (CFC) Annual Report, thanking the outgoing Chair, Cllr. Simon Hancock for his efforts in directing the work of the CFC. 2020/21 had been a challenging and unprecedented year for all Committees, and the CFC was no exception. Miss Battle thanked UHB teams for their flexible and innovative response to staff wellbeing during the year, in enabling and ensuring support via charitable funds.</p>	

	The Board ENDORSED the Charitable Funds Committee Annual Report 2020/21.	
PM(21)92	COMMITTEE ANNUAL REPORTS: FINANCE COMMITTEE	
	Presenting the Finance Committee Annual Report, Mr Michael Hearty first wished to thank Mrs Wilson and her team, particularly Ms Sonja Wright, for their support, together with Mr Huw Thomas. As has been indicated, this has been a challenging year, so the financial position achieved at year-end should be regarded as a credit to the organisation and its ability to manage its finances successfully.	
	The Board ENDORSED the Finance Committee Annual Report 2020/21.	
PM(21)93	COMMITTEE ANNUAL REPORTS: HEALTH & SAFETY ASSURANCE COMMITTEE	
	Mrs Judith Hardisty presented the Health & Safety Assurance Committee (HSAC) Annual Report, which details the first full year of this Committee's operation. The report reflects the significant amount of work undertaken during the year. Mrs Hardisty echoed previous comments, thanking Ms Wright for supporting HSAC and Mrs Rayani for leading work to move the organisation forward in terms of Health & Safety. Members' attention was drawn to pages 3 and 4 of the report, and the information regarding cases of violence and aggression. Whilst any incidence of violence and aggression towards UHB staff is unacceptable, it is heartening to note that there is increased confidence among staff in reporting such behaviour, as they are recognising that incidents are being responded to. Miss Battle thanked Mrs Hardisty for highlighting this issue, and for taking on the role of HSAC Chair.	
	The Board ENDORSED the Health & Safety Assurance Committee Annual Report 2020/21.	
PM(21)94	COMMITTEE ANNUAL REPORTS: MENTAL HEALTH LEGISLATION ASSURANCE COMMITTEE	
	Mrs Hardisty presented the Mental Health Legislation Assurance Committee (MHLAC) Annual Report, indicating that this accurately represents the work undertaken during the year. Whilst a number of MHLAC meetings had been stood down due to the COVID-19 pandemic, alternative governance assurance arrangements had been put in place. Mrs Hardisty wished to thank and recognise the entire Mental Health & Learning Disabilities team, both acute and community-based, for their efforts during the pandemic. This sentiment was echoed by Miss Battle, on behalf of the Board.	
	The Board ENDORSED the Mental Health Legislation Assurance Committee Annual Report 2020/21.	
PM(21)95	ANNUAL ASSESSMENT OF BOARD EFFECTIVENESS 2020/21	
	Introducing the Annual Assessment of Board Effectiveness report, which he suggested is relatively self-explanatory, Mr Steve Moore emphasised that a more inclusive exercise is planned for next year. Following the Chair and Chief Executive's assessment, it had been agreed that the overall level of maturity for the UHB in respect of governance and Board effectiveness for 2020/21 should be recorded as Level 4 (an increase from last year's assessment of Level 3). The de-escalation from Welsh Government Targeted Intervention, Audit Wales' positive Structured Assessment findings and this year's Head of Internal Audit Opinion have	

	<p>all contributed to this decision; however, the UHB recognise that further work is still required. Mrs Wilson highlighted that the Annual Assessment of Board Effectiveness report has been considered by ARAC, which had recommended its approval by Board, recognising significant work is required to maintain Level 4.</p>	
	<p>Whilst recognising that the process has not been as inclusive as it could be due to COVID-19, the Board WAS ASSURED by the process that has been undertaken this year to review the its effectiveness, noting that this has been approved by the Chair, Chief Executive and Chair of the ARAC, who recommend this to Board.</p>	
PM(21)96	<p>HEAD OF INTERNAL AUDIT OPINION & ANNUAL REPORT 2020/21</p> <p>Mrs Wilson presented the Head of Internal Audit Opinion & Annual Report, noting that this had been considered by ARAC at its meeting early in the day. On behalf of the Board, Miss Battle thanked Mr James Johns and his team for their work with the UHB. It was highlighted that the overall Head of Internal Audit opinion was one of Reasonable Assurance, which represents a positive outcome for the organisation.</p> <p>The Board RECEIVED and NOTED the Head of Internal Audit Opinion and Annual Report for 2020/21.</p>	
PM(21)97	<p>HDdUHB ANNUAL REPORT AND FINAL ACCOUNTS 2020/21</p> <p>Mr Moore introduced the HDdUHB Annual Report and Final Accounts for 2020/21, indicating that preparation of this document is a significant undertaking at any time; and particularly so this year. The Governance and Finance teams have excelled in this regard, with HDdUHB being the first Health Board to submit their annual accounts. Mrs Wilson advised that there have been detailed discussions regarding the various components of the UHB's Annual Report at ARAC, including an extraordinary meeting of ARAC, at the Finance Committee, and at the ARAC meeting earlier in the day, attended by both the Chair and Chief Executive. Furthermore, it was confirmed the documentation had been prepared in accordance with the Manual for Accounts, and incorporates feedback from all parties, including Welsh Government, Audit Wales and Internal Audit.</p> <p>The Board APPROVED the following, for presentation at the Annual General Meeting on 29th July 2021 and submission to Welsh Government by 11th June 2021, via Audit Wales, recognising that these have been reviewed and agreed by the relevant Board Committees:</p> <ul style="list-style-type: none"> • Performance Report for 2020/21; • Accountability Report for 2020/21; • Annual Accounts for 2020/21 (following presentation of the Audit Wales ISA 260 and Letter of Representation to the Board); • The overarching Annual Report for 2020/21. 	
PM(21)98	<p>AUDIT WALES ISA 260 AND LETTER OF REPRESENTATION</p> <p>Ms Clare James presented the Audit of Accounts Report for Hywel Dda University Health Board, incorporating the Audit Wales ISA 260 and Letter of Representation, which had been considered in detail by ARAC earlier that day. As has been stated, 2020/21 had been an immensely challenging year, and Ms James commended the efforts of the Finance team during this time. Members' attention was drawn to the key areas outlined on pages 6 and 7 of the report:</p>	

- There are no uncorrected misstatements;
- The corrected misstatements are detailed in Appendix 3 – although it should be noted that these are presentational in nature, with no impact on the UHB’s financial bottom-line/performance;
- Audit Wales intend to issue an unqualified true and fair audit opinion and a qualified regularity audit opinion on this year’s accounts – the latter as a result of the UHB not meeting its two statutory financial duties, detailed in Exhibit 2;
- The emphasis of matter and substantive report relating to Clinicians’ Pension Tax Liabilities, noting that the Ministerial Direction issued does not alone regularise the scheme. This is an issue common to all Health Boards;
- The concerns regarding the lack of a robust system within HDdUHB to accrue annual leave balances.

Whilst this highlights certain issues, which will need to be addressed, the UHB should take credit for what is a high quality set of accounts.

Mr Huw Thomas thanked Ms James and the team at Audit Wales for their work and their cooperation with the UHB. This had, indeed, been a year of significant complexity and challenges. The UHBs partners – including the Local Authorities, Welsh Government and local population should all be recognised for their contribution; the public’s compliance with COVID-19 restrictions and guidance having helped the UHB to cope. The organisation’s duty in relation to its accounts has never been greater, in terms of the need for transparency and spending within the resource allocation. Mr Thomas expressed his gratitude to the internal and external auditors for their support in ensuring accountability to the UHB’s communities. Members heard that the UHB had expended in excess of £1bn during the year, which indicates the efforts required in response to the COVID-19 pandemic. Audit Wales’ qualified regularity opinion reflects the fact that the UHB is spending more than its resource allocation; and Mr Thomas assured those observing that this is of concern to both the organisation and the Board, and that the need to address this is acknowledged. Members’ attention was drawn to the presentation added to the Board papers, which details that the UHB has exceeded its budget by £24.9m. Whilst this remains a deficit position, Mr Thomas emphasised that it demonstrates the UHB was able to deliver a year-end financial position in line with that forecast, despite the significant uncertainty. It should also be recognised that the year-end position is a reduction in deficit from 2019/20. The organisation underspent by £60k in its capital resource allocation, which is understandable, given the uncertainty around capital projects this year. HDdUHB has not met the statutory duty to prepare a Three Year Plan; it has, however, met the target to pay at least 95% of its trade creditors within 30 days of delivery. Whilst this is not a statutory duty, it is an important obligation to suppliers. Mr Thomas concluded by advising that he would be presenting at the UHB’s Annual General Meeting the story of the COVID-19 pandemic seen through a financial lens.

Miss Battle wished to place on record her thanks to Mrs Charlotte Beare, Ms Jennifer Thomas and Ms Tracy Price for their contribution to preparing the Annual Report and Accounts. Furthermore, to every member of the UHB’s staff and member of public for helping to keep

	each other safe during this time. The voices of staff will be heard at the UHB's Annual General Meeting on 29 th July 2021.	
	The Board NOTED the Audit Wales ISA 260 and Letter of Representation and APPROVED the following, for presentation at the Annual General Meeting on 29 th July 2021 and submission to Welsh Government by 11 th June 2021, via Audit Wales: <ul style="list-style-type: none"> • Annual Accounts for 2020/21; • HDdUHB Annual Report for 2020/21. 	
PM(21)99	ANY OTHER BUSINESS	
	There was no other business reported.	
PM(21)100	DATE AND TIME OF NEXT MEETING	
	1.00pm, Thursday 24 th June 2021 (Extraordinary Meeting) 9.30am, Thursday 29 th July 2021, followed by Annual General Meeting	