

Unconfirmed Minutes of the HEIW Board Meeting
held on 26 June 2020 at 09:00 am
via Skype/Teleconference

Present:

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| Dr Chris Jones | Chair |
| John Hill-Tout | Vice Chair, Independent Member |
| Dr Ruth Hall | Independent Member |
| Gill Lewis | Independent Member |
| Professor Ceri Phillips | Independent Member |
| Dr Heidi Phillips | Independent Member |
| Alex Howells | Chief Executive |
| Professor Pushpinder Mangat | Medical Director |
| Angela Parry | Interim Director of Nursing |
| Julie Rogers | Director of Workforce and OD |
| Eifion Williams | Director of Finance |

In attendance:

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| Dafydd Bebb | Board Secretary |
| Kay Barrow | Corporate Governance Manager (Secretariat) |

| PART 1 | PRELIMINARY MATTERS | Action |
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| 2606/1.1 | Welcome and Introductions | |
| | The Chair welcomed everybody to the meeting of the HEIW Board. He formally welcomed Angela Parry to her first meeting as the Interim Director of Nursing. A quorum was confirmed present. | |
| 2606/1.2 | Apologies for Absence | |
| | Apologies were received from Tina Donnelly. | |
| 2606/1.3 | Declarations of Interest | |
| | There were no declarations of interest. | |
| 2606/1.4 | Minutes of the Board meeting held on 28 May 2020 | |
| | The minutes of the meeting held on 28 May 2020 were received and approved as an accurate record of the meeting. | |
| 2606/1.5 | Action Log | |
| | The Board received the Action Log from the meeting held on 28 May 2020 and noted that all actions either were in progress, had been added to the forward work programme or had been completed. | |
| 2606/1.6 | Matters Arising | |
| | There were not matters arising. | |
| | Ceri Phillips joined the meeting. | |

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| 2606/2 | GOVERNANCE, PERFORMANCE AND ASSURANCE | |
| 2606/2.1 | Accountability Report 2019/2020 | |
| 2606/2.1.1 | Annual Governance Statement | |
| | <p>The Board received the Annual Governance Statement (AGS).</p> <p>In presenting the AGS, Dafydd Bebb highlighted that this was one part of the three elements of the Accountability Report for the reporting period 1 April 2019 to 31 March 2020. The Audit & Assurance Committee had considered the AGS at its meeting on 23 June 2020. The comments received from the Committee, Welsh Government and the Auditors had been incorporated into the final version presented.</p> <p>It was highlighted that, whilst the reporting period was for the financial year 2019/2020, the guidance received from Welsh Government required HEIW to document any material governance changes up to the time of Board approval. This therefore included the amendments made to the governance arrangements for Board and Committees in relation to the restrictions as a result of the COVID 19 Pandemic.</p> | |
| Resolved | <p>The Board:</p> <ul style="list-style-type: none"> • approved the AGS for signature by the Accountable Officer; • approved the signed AGS for submission to Welsh Government as part of the Accountability Report by 30 June 2020. | DB DB |
| 2606/2.1.2 | Remuneration and Staff Report | |
| | <p>The Board received the Remuneration and Staff Report.</p> <p>In presenting the report, Dafydd Bebb advised that it had been considered by the Audit & Assurance Committee at its meeting on 23 June 2020. The comments received from the Committee had been incorporated into the final version presented.</p> | |
| Resolved | <p>The Board:</p> <ul style="list-style-type: none"> • approved the Remuneration and Staff Report for signature by the Accountable Officer; • approved the signed Remuneration and Staff Report for submission to Welsh Government as part of the Accountability Report by 30 June 2020. | DB |
| 2606/2.1.3 | The Welsh Parliament Accountability and Audit Report | |
| | <p>The Board received the Welsh Parliament Accountability and Audit Report.</p> <p>In presenting the Report, Dafydd Bebb confirmed that it had been considered by the Audit & Assurance Committee at its meeting on 23 June 2020. It was clarified that the wording in the document had been amended from the 'National Assembly for Wales' to read 'The Welsh Parliament' following confirmation by Audit Wales.</p> | |

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| Resolved | The Board approved the Welsh Parliament Accountability and Audit Report for submission to Welsh Government as part of the Accountability Report by 30 June 2020. | |
| 2606/2.2 | Audit & Assurance Committee Review of Accounts and Public Disclosure Statements | |
| | Gill Lewis, Chair of the Audit & Assurance Committee, explained that the Committee had met on three occasions and carried out a full and robust review of the accounts and public disclosure statements. Any questions regarding the accounts had been addressed and the Audit & Assurance Committee was therefore able to recommend the accounts to the Board for approval. | |
| Resolved | The Board noted the recommendation of the Audit and Assurance Committee. | |
| 2606/2.3 | Final Accounts 2019/2020 | |
| | <p>The Board received the Final Accounts for 2019/2020.</p> <p>In presenting the final accounts, Eifion Williams advised that since the last meeting of the Board, the figures within the accounts had not changed although there had been some changes to the disclosure statements accompanying the accounts and these were reflected in the accounts presented. It was confirmed that HEIW had met its obligations to break-even against the Revenue Resource and Capital Resource Limits and had also met the Public Sector Payment Policy.</p> <p>The Board commended the work of the HEIW staff, particularly in relation to the delivery of the final outturn position, despite the initial challenges faced at the start of the financial year. It was highlighted that 2019/2020 had provided HEIW with a good understanding of the expenditure of a commissioning organisation.</p> <p>The Board thanked the Finance Team and Audit Wales for the completion of the final accounts and audit process.</p> | |
| Resolved | The Board noted the final accounts. | |
| 2606/2.4 | Audit Wales – Audit of Financial Statements Report (ISA 260) | |
| | <p>The Board received the Audit Wales Audit of Financial Statements Report (ISA 260) which included the Letter of Representation.</p> <p>In presenting the ISA 260, Eifion Williams provided an overview of the key points within the report and confirmed that all outstanding matters had been satisfactorily concluded. Audit Wales was issuing an unqualified audit opinion on the HEIW accounts for 2019/2020.</p> <p>The Board noted that there:</p> <ul style="list-style-type: none"> • were no non-trivial misstatements identified in the accounts that remain uncorrected; • was no need for the correction of any misstatements as a result of the audit work; • were no significant issues arising from the audit; | |

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| | <p>The Board noted that the recommendation of medium term priority relating to the delegated limits and that this had been discussed at the Audit & Assurance Committee on 23 June 2020. It was acknowledged that Audit Wales would be issuing a Management Letter later in the year, which would provide recommendations to improve practice.</p> | |
| Resolved | The Board noted the content of the ISA 260. | |
| 2606/2.5 | Formal Approval of the Accounts and Public Disclosure Statements 2019/2020 | |
| | <p>The Board considered the Accounts and Public Disclosure Statements for 2019/2020 and the recommendation from the Audit & Assurance Committee.</p> <p>The Board congratulated the Director of Finance and the Finance Team for delivering an excellent set of final accounts during a challenging time.</p> <p>The Board acknowledged the excellent working relationship between the Finance Team and Audit Wales that had assisted in delivering to the agreed Welsh Government timetable.</p> | |
| Resolved | <p>The Board:</p> <ul style="list-style-type: none"> formally approved the Accounts and Public Disclosure Statements for 2019/2020; approved the use of electronic signatures for the signing of the Accounts, Public Disclosure Statements and the various elements of the Accountability Report prior to their submission to Welsh Government by 30 June 2020. | EW/DB |
| 2606/2.6 | Month 2 Finance Report | |
| | <p>The Board received the report.</p> <p>In presenting the report, Eifion Williams provided a brief summary of the month 2 financial position for 2020/21, which was an overall underspend of £691k. This was largely due to the impact of the COVID-19 pandemic and the lockdown position affecting pay and non-pay budgets by limiting opportunities for recruitment, training and education activity.</p> <p>It was highlighted that the Finance Team would be working through the implications of COVID 19 on budgets with Directorates as HEIW moves into the 'new normal' and budgets would be reprofiled to reflect any changes.</p> <p>The £15k variance in relation to 'other income' was clarified and it was noted that this was because of the reduction in income generating activities as a result of the lockdown restrictions.</p> | |

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| | The Board noted that Eifion Williams would be meeting with Welsh Government to discuss the underspend position resulting from the COVID 19 Pandemic. | |
| Resolved | The Board: <ul style="list-style-type: none"> • noted the month 2 financial position; • agreed for feedback from the Directorate budget meetings to be reported to the July Board; • agreed for feedback from the Welsh Government finance meeting to be reported to the July Board. | EW EW |
| 2606/2.7 | In Committee Decisions | |
| | The Board received and noted the report which provided the key issues discussed 'in committee' at the May Board meeting. | |
| 2606/3 | OTHER MATTERS | |
| 2606/3.1 | Any Other Urgent Business: | |
| 2606/3.2 | Date of Next Meetings | |
| | The Board received the forthcoming Board dates: <ul style="list-style-type: none"> • HEIW Board to be held on 30 July 2020 via Skype/Teleconference • HEIW Board Development Session to be held on 27 August 2020 to be confirmed either via Skype/Teleconference or in Ty Dysgu, Nantgarw | |
| 2606/3.3 | Close | |
| | There being no other urgent business for the open session the meeting moved into the closed session. | |

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Chris Jones (Chairman)

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Date: