

**Unconfirmed Minutes of the HEIW Board Meeting**  
**held on 26 March 2020 at 10:00 am**  
**via Skype/Teleconference**

**Present:**

Dr Chris Jones	Chair
John Hill-Tout	Vice Chair, Independent Member
Tina Donnelly	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
Stephen Griffiths	Director of Nursing
Professor Pushpinder Mangat	Medical Director
Julie Rogers	Director of Workforce and OD
Eifion Williams	Director of Finance.

**In attendance:**

Dafydd Bebb	Board Secretary
Kay Barrow	Corporate Governance Manager (Secretariat)
Angharad Price	Head of Communications and Engagement

<b>PART 1</b>	<b>PRELIMINARY MATTERS</b>	<b>Action</b>
<b>2603/1.1</b>	<b>Welcome and Introductions</b>	
	The Chair welcomed everybody to the meeting of the HEIW Board.	
<b>2603/1.2</b>	<b>Apologies for Absence</b>	
	There were no apologies for absence.	
<b>2603/1.3</b>	<b>Declarations of Interest</b>	
	Tina Donnelly informed the Board that she no longer holds the role of High Sheriff.	
<b>2603/1.4</b>	<b>To receive and confirm the minutes of the Board meeting held on 30 January 2020</b>	
	The minutes of the meeting held on 30 January 2020 were <b>received</b> and <b>approved</b> as an accurate record of the meeting.	
<b>2603/1.5</b>	<b>Action Log</b>	
	The Board <b>received</b> the Action Log from the meeting held on 30 January 2020 and <b>noted</b> that all actions were either in progress, had been added to the forward work programme or had been completed.	

<b>2603/1.6</b>	<b>Matters arising</b>	
	There were no matters arising from the previous meeting.	
<b>2603/2</b>	<b>CHAIR AND CHIEF EXECUTIVE REPORTS</b>	
<b>2603/2.1</b>	<b>Chair's Report</b>	
	<p>The Chair's report was <b>received</b>.</p> <p>In presenting the report, the Chair highlighted that the Board had received a Briefing on Friday, 20 March 2020 regarding the HEIW Business Continuity Plans during the COVID 19 Pandemic. He explained that, due to the uncertainty, the Board would receive a written weekly briefing that would keep them updated. However, arrangements would be made for the Board to also be updated via a teleconference meeting should the need arise.</p> <p>The Chair commended the work ethic, cooperation and professionalism of HEIW staff in response to the COVID 19 pandemic. It was emphasised that during this time of uncertainty it was important for staff to maintain a work life balance and that HEIW had an important role to play in ensuring the well-being of its staff.</p> <p>The Chair informed the Board that he had undertaken a Chair's Action, following consultation with the Chief Executive and Board Secretary, to vary elements of HEIW's Standing Orders in response to the COVID-19 Pandemic. The Chair's Action would allow the HEIW Board on 26 March 2020; the Audit &amp; Assurance Committee on 1 April 2020 and the Education, Commissioning and Quality Committee on 9 April 2020 to be held via electronic conference meetings means and not be held in public due to the social distancing restrictions. The Chair's Action had also been countersigned by Gill Lewis and John Hill-Tout.</p> <p>The Chair also sought Board approval:</p> <ul style="list-style-type: none"> <li>• for all Board and Committee meetings up and to and including May 2020 to be held via electronic conference meetings; and</li> <li>• that he be given delegated authority to appoint additional members to the Audit &amp; Assurance Committee and Education, Commissioning &amp; Quality Committee, in order to maintain a quorum for decision making during the COVID-19 pandemic.</li> </ul> <p>It was noted that Tina Donnelly had confirmed that she would now be available to attend the Education, Commissioning and Quality Committee scheduled for 9 April 2020.</p> <p>Concerns were raised in relation to a small number of technology issues that needed to be overcome and that other technological solutions such as Zoom should be explored going forward.</p>	

<b>Resolved</b>	<p>The Board:</p> <ul style="list-style-type: none"> <li>• <b>noted</b> the Chair’s report;</li> <li>• <b>ratified</b> the Chair’s Action;</li> <li>• <b>approved</b> that all Board and Committee meetings up and to and including May 2020 be held via electronic conference meetings;</li> <li>• <b>agreed</b> that the Chair be given delegated authority to appoint additional members to the Audit &amp; Assurance Committee and Education, Commissioning and Quality Committee until May 2020;</li> <li>• <b>requested</b> that the potential to use the ‘Zoom’ application be explored with NWIS and the HEIW Digital and IT Team.</li> </ul>	<b>DB</b>
<b>2603/2.2</b>	<b>Chief Executive’s Report</b>	
	<p>The Chief Executive’s report was <b>received</b>.</p> <p>In presenting the report, Alex Howells highlighted that HEIW’s main focus since early March 2020 had been to ensure the emergency preparedness for the COVID 19 Pandemic in line with direction from Welsh Government. As a result, from 23 March 2020, HEIW had initiated a move to more home working for staff to reduce non-essential travel and to support the requirements for social distancing.</p> <p>In response to a question raised regarding the temporary postponement of the tender process for the Health Professional Education Contracts, Stephen Griffiths advised that he had discussed the risks with the universities regarding their ability to meet the revised timescale due to the uncertainty and effect of the current COVID-19 pandemic restrictions. He explained that universities would welcome the postponement but there was concern regarding the impact of any prolonged restrictions and that this could compromise the September 2022 start date. A full report would be considered at the Education, Commissioning and Quality Committee scheduled for 9 April 2020.</p>	
<b>Resolved</b>	The Board <b>noted</b> the Chief Executive’s report	
<b>2603/2.3</b>	<b>Coronavirus:</b>	
<b>2603/2.3.1</b>	<b>Chief Executive Update</b>	
	<p>The Chief Executive’s report was <b>received</b>.</p> <p>In presenting the report, Alex Howells highlighted that an appendix was missing from the report relating to the prioritisation of the IMTP due to the impact of COVID 19. This would be circulated following the meeting. She explained that the position in relation to COVID 19 was frequently changing. She highlighted that the HEIW Emergency Planning Team had implemented the HEIW Business Continuity Plan and, following the recent national and local advice, Ty Dysgu was in total lock down for at least the next 2 weeks. The position would be reviewed periodically as the national and local advice was updated.</p>	

	<p>An overview of the key actions and next steps was provided in response to the evolving position within NHS organisations and HEIW’s business continuity activity. Discussions were taking place with regulators and universities regarding releasing trainees/students into the NHS frontline workforce. A clear communication strategy would be developed to ensure that trainees and students were clear of their role and responsibilities in response to COVID 19.</p> <p>Clarification was provided in relation to the varying recruitment campaigns running across England and Wales in relation to community volunteers; retire and returners and the redeployment of staff.</p> <p>Concern was raised in relation to the lack of communication, extra training or support for the locum workforce. The impact on medical and nursing students in rural placements and the lack of PPE and ventilator equipment for the out of hospital/community care sector were also raised as matters requiring consideration. Alex Howells advised that there was a Primary Care cell of the Emergency Response Group and, whilst HEIW was not part of the group, any issues relating to workforce could be fed into via her into the Group.</p> <p>Concern was also raised in relation to the capacity within HEIW to cope with business continuity activity in response to COVID 19 and the increased demands as a workforce enabler. A number of programmes and projects within HEIW had been paused as a result of COVID 19 and this had created some additional capacity to take on new work. It was noted that a number of staff had been released to undertake sessional work to support the frontline within other NHS Wales organisations. Additional staff absence reporting arrangements had been put in place in HEIW and approximately 60 staff were reporting as being either symptomatic, caring for a close family member or self-isolating.</p> <p>Tina Donnelly raised the matter of the transferable skills within areas such as the Reserve Forces and their potential to supplement the NHS workforce. Julie Rogers advised that the matter of Reserve Forces was being managed centrally within Welsh Government for a co-ordinated approach and agreed to flag the matter with Welsh Government colleagues.</p>	
<p><b>Resolved</b></p>	<p>The Board:</p> <ul style="list-style-type: none"> <li>• <b>noted</b> the report;</li> <li>• <b>agreed</b> that the missing appendix relating to the prioritisation of the IMTP be circulated to Board Members;</li> <li>• <b>requested</b> that Heidi Phillips feed any primary care workforce issues to Alex Howells to ensure they are fed into the Primary Care cell of the Emergency Response Group;</li> </ul>	<p><b>DB</b></p> <p><b>HP</b></p>

	<ul style="list-style-type: none"> <li>• <b>requested</b> that Julie Rogers ensure any skills analysis relating to veterans, reservists and volunteers are flagged with Welsh Government colleagues.</li> </ul>	<b>JR</b>
<b>2603/2.3.2</b>	<b>New Board Arrangements</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Dafydd Bebb advised that the approach had previously been considered at the Board Briefing on 20 March 2020. He outlined the proposed changes to HEIW's corporate governance arrangements in response to the COVID 19 Pandemic.</p> <p>He emphasised that the proposals aimed to ensure that a balance was struck between enabling the appropriate governance functioning of HEIW and not hindering decision making/taking in a fast moving and changing environment.</p> <p>The Board noted that the response to the letter from the Board Secretaries Group was awaited which should provide further clarification on the use of NHS corporate governance during these unprecedented times.</p>	
<b>Resolved</b>	The Board <b>approved</b> the proposals for HEIW's corporate governance arrangements.	
<b>2603/3</b>	<b>STRATEGIC ITEMS</b>	
<b>2603/3.1</b>	<b>Leadership and Succession Progress Report</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Julie Rogers advised that the report highlighted the progress in relation to the Compassionate Leadership Programme and the Talent/Succession Planning Workstream. Due to the impact of the COVID 19 Pandemic, the Programme has been stepped down for the next 3 months in response to the prioritisation of activity required during the pandemic. There was potentially significant risk to meeting some programme milestones due to the impact of the pandemic on NHS organisations. A review and re-prioritisation of the IMTP 2020/21 leadership programme plan would be undertaken in the coming month.</p> <p>It was noted that whilst the majority of the programme had been paused, work would continue on the digital leadership portal, which would allow resources to be added to support frontline staff during the Pandemic.</p> <p>The current consultation and engagement for the overarching Compassionate Leadership Principles, which was due to end on 10 April 2020, would need to be revisited in light of the current service pressures.</p>	

	<p>To meet the emerging service requirements within NHS Wales organisations, a key piece of work was the establishment of a Talent Summit Group to take forward a programme of work to develop the talent and succession planning model. Nominations for the 2020/21 cohort have been requested from NHS Wales organisations with no limit to numbers of nominations. From 2021/22 there will be a Once for Wales approach with a single national process with guidance. Whilst this work has been paused, it was anticipated that this would be restarted in September 2020.</p> <p>Good progress has been made in relation to the proof of concept pilot for the Digital Talent Management Solution. The contract for this was currently being finalised with Shared Services.</p> <p>Concerns were raised in relation to the nomination process and the potential for individuals to be missed or overlooked. It was clarified that the nominations would be from Managers for those staff aspiring to be directors/deputies and should already be known within the organisation and would need to be signed off by executive teams. However, the leadership resources and programme would be available to all individuals and also included a self-referral option.</p> <p>On costs, it was noted that a business case was in preparation for elements of the overall programme – the clearest example of this was the finding needed to re-establish the NHS graduate programme, at the specific request of Welsh Government. Every NHS organisation was currently investing in leadership development and this could potentially be redirected in future years. However, in the short term discussions would need to take place with Welsh Government around providing a baseline for this work.</p>	
<b>Resolved</b>	The Board <b>noted</b> the report.	
<b>2603/4</b>	<b>GOVERNANCE, PERFORMANCE AND ASSURANCE</b>	
<b>2603/4.1</b>	<b>Finance Report:</b>	
<b>2603/4.1.1</b>	<b>Month 11 Position</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Eifion Williams provided an update in relation to the month 11 financial position for 2019/20 which was a year to date underspend of £445k. The key reasons for underspend variances were vacancies against budgeted staffing levels for pay budgets and lower placements than planned in commissioned training placements budgets. It is expected that the overall financial position of HEIW would be managed to deliver a balanced position at year end in conjunction with Welsh Government expectations.</p> <p>It was highlighted that £1.4m was returned to Welsh Government in March and this would assist HEIW in moving closer to a balanced position by the end of the financial year. However, the non-recurring</p>	

	<p>funding awarded to Universities of £1.049m may not be spent by 31 March 2020. This would therefore have to be accounted for in the year-end financial position. It was highlighted that invoices were expected for these initiatives/schemes during late March/early April and that the position would be closely monitored.</p> <p>The position in relation to the capital allocation and expenditure was explained and, in particular, regarding the arrangements for the funding of the pharmacy e-portfolio system and the recoverable VAT.</p> <p>In terms of the Public Sector Payment Policy, it was confirmed that HEIW's overall compliance had increased slightly to 95.2% and was within the target.</p> <p>The Board considered the report, noting the reasons for the variances to the profiled financial plans, non-recurrent funding to Universities and the capital position. Reassurance was provided that HEIW was working with its partners and suppliers to agree the year-end invoicing positions and forecasted year-end outturn position.</p>	
<b>Resolved</b>	The Board <b>noted</b> the month 11 position.	
<b>26/03/4.1.2</b>	<b>Allocation Letter</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Eifion Williams informed the Board that whilst HEIW had provided the Welsh Government with a five-year financial plan as part of its IMTP, the funding allocation was only agreed on a one-year basis.</p> <p>Eifion Williams provided an overview of the variances and an explanation of the reconciliation against the HEIW revenue allocation for 2020/21, compared to the HEIW IMTP financial plan submitted covering the period 2020/21 to 2022/23.</p> <p>Concerns were raised in relation to the additional resources being incurred in response to the Coronavirus Pandemic. It was clarified that whilst Welsh Government had advised that organisations were expected to manage within their own financial envelope, NHS Wales organisations would be tracking the additional expenditure related to the business critical activity in response to the Pandemic. It was anticipated that Welsh Government would support the additional costs associated with dealing with COVID 19.</p>	
<b>Resolved</b>	The Board <b>noted</b> the report.	
<b>26/03/4.2</b>	<b>Performance Report</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Julie Rogers highlighted that whilst delivery against the Annual Plan and Remit Letter milestones was generally positive, the spread of COVID 19 was beginning to have an impact on</p>	

	<p>delivery across some areas. These included the pausing of the Leadership Programme, the transfer of the Nursing Staffing Act Team and the HEIW People &amp; OD Strategy. It was anticipated that these would potentially be picked back up by the Autumn.</p> <p>There were currently two red projects, one of which had been delayed due to recruitment, which had now been resolved, and the other related to SIFT which remains 'red', awaiting action by Welsh Government.</p> <p>The Board discussed the report and noted the significant progress and improvements being made to reporting. It was expected that compliance with statutory and mandatory training would show significant improvement following the COVID 19 Pandemic for the next report. It was highlighted that a significant element of the PADR process was a face to face meeting however, this would be challenging and that there would be lessons to learn following the Pandemic.</p> <p>The Board welcomed the report and thanked the Team for the progress being made.</p>	
<b>Resolved</b>	The Board <b>noted</b> the report.	
<b>2603/4.3</b>	<b>Corporate Risk Register</b>	
	<p>The Board <b>received</b> the Register.</p> <p>In presenting the Register, Dafydd Bebb advised that this would be last register in the current format which was aligned to the 2019/2020 Annual Plan.</p> <p>Since the last reporting period, there were currently 26 risks on the Corporate Risk Register. These risks have been assessed as one 'red' status, 24 'amber' status and one 'green' status. Risk 28 – cyber security is currently a 'red' status risk however, it was anticipated that this would be downgraded following the appointment of the Head of Cyber Security. The interviews for which were due to be held on 30 March 2020.</p> <p>It was highlighted that Risk 10 – NHS Bursary Terms and Conditions has been reassessed following formal confirmation of the Welsh Government decision and downgraded to a 'green' status. There were two new risks that had been assessed as 'amber':</p> <ul style="list-style-type: none"> <li>• Risk 32 – Impact of the Changes to the Internal Medicine Training Pathway;</li> <li>• Risk 33 – Impact of the Changes to the Anaesthetics Pathway.</li> </ul>	



	<p>The revised Corporate Risk Register aligned to the COVID 19 Pandemic was to be considered at the next Audit &amp; Assurance Committee scheduled for 1 April 2020.</p> <p>The Board discussed the report and the need to ensure that the Risk Register reflected the impact of COVID 19 and, in particular, the risks consistent with moving to a more digital environment and full home working.</p>	
<b>Resolved</b>	The Board <b>approved</b> the removal of the 'green' risk.	
<b>2603/4.4</b>	<b>Key Issue Reports from Committees</b>	
<b>2603/4.4.1</b>	<b>Audit and Assurance Committee held on 27 January 2020</b>	
	<p>The Board <b>received</b> the key issues report.</p> <p>In presenting the report, Gill Lewis informed the Board that the report supported the verbal update provided to the Board at its January meeting.</p>	
<b>Resolved</b>	The Board <b>noted</b> and <b>ratified</b> the report.	
<b>2603/4.5</b>	<b>In-Committee Decisions</b>	
	The Board <b>received</b> and <b>noted</b> the report which provided the key issues discussed 'in committee' at the December Board meeting.	
<b>2603/5</b>	<b>OTHER MATTERS</b>	
<b>2603/5.1</b>	<b>Any Other Urgent Business:</b>	
<b>2603/5.1.1</b>	<b>HEIW Annual Equality Report 2018/19</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Julie Rogers advised that the reporting was in line with public sector duty under the Equality Act 2010 (Statutory Duties) (Wales) Regulations 2011 (also referred to as 'the Welsh specific equality duties') to produce and publish an Annual Equality Report.</p> <p>The report reflects the first 6 months of HEIW's operation during 2018/19 and HEIW's strong commitment to equality and inclusion at the heart of its business.</p>	
<b>Resolved</b>	<p>The Board:</p> <ul style="list-style-type: none"> <li>• <b>noted</b> the report;</li> <li>• <b>approved</b> the publication of the report by 31 March 2020.</li> </ul>	
<b>2603/5.1.2</b>	<b>HEIW Gender Pay Gap Reporting</b>	
	<p>The Board <b>received</b> the report.</p> <p>In presenting the report, Julie Rogers advised that the reporting was in line with HEIW's public sector duty under Equality Act 2010 (Gender Pay Gap Information) Regulations 2017 to publish statutory calculations every year showing the pay gap between their male and female employees.</p>	

	The report reflects the first 6 months of HEIW's operation during 2018/19 and is a snapshot. It was acknowledged that there was more work to undertake to fully understand the pay gaps in more detail and to explore if there were actions to be taken to address the areas identified. It was recognised that approximately 50% of the HEIW workforce were clinical staff and eligible for Clinical Excellence Award Payments that was impacting on the pay position. However, this was outside of HEIW's control or influence as pay arrangements are determined nationally and set by Welsh Ministers.	
<b>Resolved</b>	The Board: <ul style="list-style-type: none"> <li>• <b>noted</b> the report;</li> <li>• <b>agreed</b> that a sentence/paragraph be added into the report to provide the context in relation to the high volume of clinical/medical staff compared to overall workforce numbers and their eligibility for the national Clinical Excellence Awards scheme;</li> <li>• <b>approved</b> the publication of the report by 30 March 2020.</li> </ul>	<b>JR</b>
<b>2603/5.2</b>	<b>Date of Next Meetings</b>	
	The Board received the forthcoming Board dates: <ul style="list-style-type: none"> <li>• HEIW <b>Board Development Session</b> to be held on <b>30 April 2020</b> to take place via Skype/Teleconference</li> <li>• HEIW <b>Board</b> to be held on <b>28 May 2020</b> to take place via Skype/Teleconference</li> </ul>	
<b>2603/5.3</b>	<b>Close</b>	
	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: