



<b>MEETING TITLE</b> Trust Board Meeting held in Public		<b>MEETING DATE</b> 28/01/2021	
<b>TITLE of PAPER</b>	Updated Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions	<b>PAPER REF</b>	TB20.068
<b>KEY PRIORITIES</b>	Create a safe and high performing organisation based on openness, ownership and accountability		
<b>PURPOSE OF THE PAPER</b>	The purpose of the paper is to present the Trust's Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions which have been reviewed and updated.		
<b>For Approval</b>	<input type="checkbox"/>	<b>For Assurance</b>	<input type="checkbox"/>
<b>For Decision</b>	<input checked="" type="checkbox"/>	<b>Discussion/Information</b>	<input type="checkbox"/>
<b>AUTHOR / LEAD</b>	Head of Corporate Affairs	<b>ACCOUNTABLE DIRECTOR</b>	Chief Executive
<b>DISCUSSED AT / INFORMED BY:</b> Audit Committee, Trust Executive Group			
<b>PREVIOUSLY AGREED AT:</b>	<b>Committee/Group:</b> Audit Committee	<b>Date:</b> 14 January 2021	
<b>RECOMMENDATION(S)</b>	The Committee is asked to: <ul style="list-style-type: none"> <li>• <b>Note</b> the suggested amendments as detailed within this report; and</li> <li>• <b>Approve</b> the updated Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions</li> </ul>		
<b>RISK ASSESSMENT</b>		<b>Yes</b>	<b>No</b>
<b>Corporate Risk Register and/or Board Assurance Framework amended</b> <i>If 'Yes' – expand in Section 4. / attached paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Equality Impact Assessment</b> <i>If 'Yes' – expand in Section 2. / attached paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>Resource Implications (Financial, Workforce, other - specify)</b> <i>If 'Yes' – expand in Section 2. / attached paper</i>		<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>Legal implications/Regulatory requirements</b> <i>If 'Yes' – expand in Section 2. / attached paper</i>		<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>ASSURANCE/COMPLIANCE</b>			
<b>Care Quality Commission</b> Choose a DOMAIN(s)		5: Well led	
<b>NHSI Single Oversight Framework</b> Choose a THEME(s)		3. Finance & Use of Resources 6. Leadership & Improvement Capability (Well-Led)	

## **Updated Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions**

### **1. PURPOSE/AIM**

- 1.1 The purpose of the paper is to present the Trust's Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions which have been reviewed and updated.

### **2. BACKGROUND/CONTEXT**

- 2.1 The Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions are currently required to undergo review on an annual basis.
- 2.2 A review was undertaken during December 2020 and January 2021 and was supported by the Trust's Solicitors. This was an interim review in recognition of the last review being undertaken in 2018. It is anticipated that another review would be undertaken within the next eight to ten months to align with the accountability framework and operating model work which is currently being progressed.
- 2.3 In undertaking the review of the Trust's SOs, SFIs and Scheme of Delegation, consideration was given to recent legislation and guidance around governing documents for NHS Trusts. There were no material changes which would significantly impact on the Trust's governing documents. Additionally, consideration was given to the actions arising from the external audit process 2019/20 and impact on the ways of working as a result of the response to the Covid-19 Pandemic.

### **3. OUTCOME**

- 3.1 It was identified that the document remained fit for purpose. Minor amendments have been suggested to ensure consistency of language and role titles. The following amendments are suggested for consideration and are proposed to provide clarity and consistency.

#### **3.2 Suggested Amendments to the Standing Orders**

- 3.2.1 SO 1.2.27 – *remove reference to the YAS Forum (pg10)*
- 3.2.2 SO2.6(6) ii – *remove reference to the YAS Forum (pg16)*
- 3.2.3 SO4.6 *Committees established by the Trust Board (pg 33)*  
4.6.6 *Charitable Funds Committee* updated to reflect the agreed amendment to the Committee's Terms of Reference in July 2020 to include reference to Associate Non-Executive Directors in relation to membership.
- 3.2.4 SO5.2 *Emergency Powers and Urgent Decisions (pg 35)*  
Amend the title and add an additional paragraph at section 5.2 to enable a more flexible approach to intra-meeting decisions via email, where agreed by the Chairman.

## *SO5.2 Emergency Powers, Urgent Decisions and Flexible Decision Making*

*5.2.2 In order to facilitate a more flexible decision-making process intra-meetings and to enable quicker decisions to be made, the Board may, where deemed appropriate by the Chairman, and as long as there is quorum, consider a matter on paper circulated via email and record their decision by email correspondence. A record of the decision will be created and reported to the next formal meeting of the Board in Public session for formal noting.*

### **3.3 Suggested Amendments to the Scheme of Powers Delegated and Reserved to the Board**

- 3.3.1 9.1.3(12) updated for consistency with the Revised Terms of Reference for the Remuneration and Terms of Service Committee (pg47):  
*Approve individual compensation payments (other than those delegated to the Remuneration and Terms of Service Committee).*

### **3.4 Suggested Amendments to the Standing Financial Instructions**

- 3.4.1 Appendix 2 – Scheme of Financial Delegation (pg85)

A2.2.8 Note to Levels of delegation to include:

*These limits apply to both income and expenditure contracts... to read as:*

*These limits apply to both income and expenditure contracts and Chief Executive can approve contracts with a total cost of up to £750,000 where the contract spans more than one year*

- 3.5 The Audit Committee reviewed the updated documents and suggested amendments at its meeting of 14 January 2021. Amendments included: update NHS Protect to Counter Fraud Authority, amend the responsibilities in relation to Freedom of Information and Internal Audit, and removal of the generic term 'Secretary'.
- 3.6 The Committee were also asked to consider the suggestion of splitting the current format into three separate documents and revise the review period to every two years. This would align to the practices seen in other Trusts.

## **4. RISK ASSESSMENT**

- 4.1 There are no risks associated with the proposed changes.

## **5. RECOMMENDATIONS**

- 5.1 The Committee is asked to:
- **Note** the suggested amendments as detailed within this report; and
  - **Approve** the updated Standing Orders Including Scheme of Powers Delegated and Reserved to the Board and Standing Financial Instructions.

## **6. APPENDICES**

- 6.1 Appendix A – Standing Orders, including Scheme of Powers Delegated to the Board and Standing Financial Instructions v2.7