

Purpose

The Public Health Wales Board is the governing body of the organisation and acts as a full Board, or through its Committees. The Board is constituted as a 'Unitary' Board meaning that Executive and Non-Executive Directors are equal around the Board table and in the Board decision-making process. The Board is committed to operating in both Welsh and English.

Board directors:

- formulate strategy
- ensure accountability
- shape and evolve a positive tone and culture that aligns to organisational purpose
- set strategic risk appetite and discharge governance and oversight of strategic risks
- oversee delivery against in-year plans
- build and sustain strategic partnerships
- maintain good effective governance

The ways in which Board directors behave towards each other, and conduct Board/Committee business, are core to the way in which staff and stakeholders view Board/Committee effectiveness. This Protocol sets out the behaviours and conduct expected of all Board directors and attendees, as the Board/Committees enact their stewardship role and take the lead in promoting the values and standards of conduct for the organisation and its staff.

General Culture and Principles

- embody Public Health Wales' values of working together with trust and respect to make a difference
- adhere to the Nolan Principles of Public Life, and relevant Codes of Conduct (contained within the [Standards of Behaviour Policy](#))
- declare any potential conflicts of interest at the beginning of a meeting (or when these arise if it becomes evident part way through)
- be respectful of, and courteous to , others, recognising that all contributions have value
- listen actively and challenge constructively
- turn mobile phones to silent, focus on the agenda and discussions in hand, and refrain from undertaking other work. If you have to take an urgent call, speak the Chair in advance and make arrangements to leave.

Board Etiquette

- Manage conflict objectively, explore differences fully and look for resolutions. Respect any ultimate divergence of view
- show support and loyalty to other Board directors
- commit and demonstrate throughout to openness, transparency and candour
- demonstrate commitment to greater public health good and to our people and services users in decision making
- encourage discussion and action on continually improving diversity and inclusion

Pre Board/Committee meetings

Chair/Chief Executive/Committee Chair/Lead Executive (with support from Board Secretary)

- agree annual work plans for final Board approval, and meeting agendas, decision tracking arrangements and sources of assurance. Evaluate effectiveness regularly
- build in continuous review of meetings, looking back, and then forward, to plan and adjust future meetings accordingly, as a means of regular evaluation

Lead Executive

- ensure that the papers are prepared in a timely way and in accordance with agreed standards/template. Note that Chairs are entitled to reject papers received too late for proper preparation and scrutiny

All Directors

- read all papers prior to the meeting and request any clarification/ additional information in good time, to ensure that debate on the day is as informed as possible
- prioritise Committee meetings in the same way as Board meeting are prioritised ensuring attendance or appropriate deputising arrangements, agree these in advance with the Chair/Committee Chair
- when requesting a change to a timeline or specific action, attend the relevant Committee meeting to provide a rationale and give assurance around delivery

At Board/Committee meetings

All Directors / those attending the Board

- act in accordance with the general principles set out above
- identify the communications to staff, stakeholders and the public that need to follow the meeting, and the means of communicating
- avoid repeating points made by others

Board Etiquette

- adopt a solution-focussed approach to decision making taking culture and values into account
- be alert throughout to the issues of diversity and inclusion and opportunities for improvement
- flag up in advance with the Chair if you will need to leave the Board meeting at any point

Post-Board/Committee meetings

All Directors / those attending the Board

- engage in the agreed evaluation mechanisms, to ensure continuous learning and improvement
- ensure follow through on the actions agreed, either through delivery (Lead Executive) or assurance/scrutiny (Non-Executive Directors)
- review regularly the connections between the Board/Committees and Public Health Wales staff

Managing Board and Committee meetings

- The Board will model hybrid working across the totality of its functions. The format of Committee meetings and pre/post Board meetings will be agreed in advance by the Chair but will generally include a hybrid option to maximise attendance and reduce travel.
- Board meetings and development sessions to be held in person to strengthen learning, working relationships and stimulate discussion (unless there are exceptional or unforeseen circumstances such as illness or strikes).

Site based meetings

Chief Executive/Board Secretary/Lead Executive

- provide a short brief beforehand covering the key issues of location and/organisation
- Ensure relevant staff are invited

All Directors / those attending the Board

- read any briefing papers prior to the meeting and raise questions/request any clarification in good time

Board Etiquette

Supporting Visitors

Chair/Chief Executive/Committee Chair/Lead Executive (with support from Board Secretary

- Provide any necessary support for visitors so they are comfortable and able to engage equally in the conversation e.g. hearing loops, BSL support, material sent in advance

All Directors / those attending the Board

- Ensure language is accessible and not unnecessarily over professionalised or technical

Joining a meeting virtually

- Follow the guidance issued for the meeting in terms of cameras and sound set up.
- For livestreamed meetings, follow the principles:

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| Make sure you are using the right device | <p>Please ensure that your devices are fully charged, or you are positioned close to a power supply.</p> <p>The Live Event feature within Teams will only work on a laptop - please do not use an iPad or tablet to join the livestream event – this will result in you entering the meeting as a member of the public and not able to participate in the meeting.</p> |
| Camera framing and surroundings | <p>Backdrop - Make sure the background behind you is appropriate, and there are no whiteboards for example with any confidential information, as well as personal items such as photos that could be viewed by other participants. Use the 'blur' background feature if you do not want your background visible to the public.</p> <p>Framing - In terms of the view of the public, try and ensure that your laptop is resting on a table to ensure that the video feed is consistent and steady.</p> <p>Lighting - Adjust the lighting to ensure that your face is well lit and not in shadow. <i>Hint- if your back is to a window then pull the blind or curtains and rely on the room lighting.</i></p> <p>Background Noise - Remember to mute your microphone when not speaking, and to turn off/mute any mobile devices, beepers, etc.</p> |
| Decide on your base for the meeting | <p>If you are planning on dialling into the meeting with a colleague(s) in the same room, please ensure that you use your own separate laptop and headphones. You should not share the same laptop.</p> |

Board Etiquette

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| Join the meeting early | <p>Please join the Livestream Event 15 minutes before the official start time of the meeting to ensure that your connection is working. Ensure your camera and microphone are working, and that they are correctly positioned.</p> <p>If when you join the Livestream Event you see '<i>The live event hasn't started</i>' - you have entered the meeting as a member of the public and will need to re-join using the link in the appointment or contact the Board Business Unit.</p> |
| Chat Function | <p>The Chat function should only be used only as a means to let the Chair of the meeting and the Board Business Unit know about a logistical issue or if you wish to raise a question.</p> <p>The Board is committed to openness and transparency. Members of the public cannot access the chat function, so please use it for those issues that the Chair can then voice, and that will then form part of the public record.</p> <p>You should also use the Chat Function if you are having technical difficulties or have to leave the meeting for any reason.</p> <p>The Chat can only be seen by those who are invited to the meeting, not by members of the public.</p> |