



**GIG**  
CYMRU  
**NHS**  
WALES

Iechyd Cyhoeddus  
Cymru  
Public Health  
Wales

**Name of Meeting**

Board

**Date of Meeting**

26 September 2019

**Agenda item:**

7.3.260919

## Ratification of Chair’s Action and Affixing of the Common Seal

<b>Executive lead:</b>	Helen Bushell, Board Secretary and Head of Board Business Unit
<b>Author:</b>	Reanne Reffell, Corporate Governance Officer

<b>Approval/Scrutiny route:</b>	Not applicable
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**Purpose**

This report details Chair’s Action taken on behalf of the Board. It also advises of agreements that have required the affixing of the Public Health Wales NHS Trusts’ seal (if any).

<b>Recommendation:</b>				
RATIFY <input checked="" type="checkbox"/>	CONSIDER <input type="checkbox"/>	RECOMMEND <input type="checkbox"/>	ADOPT <input type="checkbox"/>	ASSURANCE <input checked="" type="checkbox"/>

- The Board is asked to:
- **Note** the Chair’s Action taken;
  - **Receive assurance** that the actions were taken in accordance with Section 2.1 of the Standing Orders;
  - **Ratify** the Chair’s action.

**Link to Public Health Wales [Strategic Plan](#)**

Public Health Wales has an agreed strategic plan, which has identified seven strategic priorities and well-being objectives.

This report contributes to all 7 of the Strategic Priorities and Well-being Objectives.

**Summary impact analysis**

<b>Equality and Health Impact Assessment</b>	A specific Equality and Health Impact Assessment (EHIA) is not required in support of this report.
<b>Risk and Assurance</b>	In line with the Standing Orders an assurance report should be provided to the Board detailing the affixing of the common seal. The report also provides assurance that when Chair's action is taken it is taken in line with the Standing Orders.
<b>Health and Care Standards</b>	This report supports and/or takes into account the <a href="#">Health and Care Standards for NHS Wales</a> Quality Themes Governance, Leadership and Accountability
<b>Financial implications</b>	There are no financial implications as a result of approval of this report.
<b>People implications</b>	There are no people implications as a result of approval of this report.

## **1. Purpose / situation**

This report details Chair's Action taken on behalf of the Board. It also advises of agreements that have required the affixing of the Public Health Wales NHS Trusts' seal (if any).

## **2. Background**

### **2.1 Chair's Action**

In accordance with Section 2.1 of the Standing Orders there may occasionally be circumstances where decisions that would normally be made by the Board need to be taken between scheduled meetings, and it is not practicable to call a meeting of the Board. In these circumstances, the Chair and the Chief Executive, supported by the Board Secretary as appropriate, may deal with matters on behalf of the board – after first consulting with at least two other Non-Executive Directors.

### **2.2 Affixing of the Common Seal**

In accordance with Section 8 of the Standing Orders, the Public Health Wales NHS Trust Common Seal may be affixed and entered onto the Register of Sealing when the entry is signed by the Chair and the Chief Executive, and is witnessed by the Board Secretary and Head of Corporate Governance.

## **3. Description/Assessment**

### **3.1 Chair's Action**

Chair's action was taken on two occasions since the last report. These were taken in accordance with Section 2.1 of the Standing Orders.

#### **3.1.1 Final Settlement Agreement (Employment Based)**

On 26 July 2019, the Chair and Chief Executive, supported by the Board Secretary and after first consulting with at least two other Non-Executive Directors, approved the Final Settlement Agreement of £82,004.80 (employment based). As the figure was above the delegated limits for the Public Health Wales Board, further approval was sought and granted from Welsh Government in accordance with the Scheme of Delegation and Reservation of Powers.

#### **3.1.2 ICNet Contract extension**

On 09 August 2019, the Chair and Chief Executive, supported by the Board Secretary and after first consulting with at least two other Non-Executive Directors, approved a contract extension for the ICNet project

(3 years + 2 years). The Board approved the contract in 2016 but as the value of the extension exceeded £500k Board approval was required.

### **3.2 Affixing of the Common Seal**

There have been no occasions since the last report where the Public Health Wales NHS Trust Common Seal has been applied.

## **4. Recommendation**

The Board is asked to:

- **Note** the occasions where Chair's Action was taken;
- **Receive assurance** that the actions were taken in accordance with Section 2.1 of the Standing Orders;
- **Ratify** the Chair's action to approve the Final Settlement Agreement (employment based).
- **Ratify** the Chair's action to approve the contract extension for the ICNet project.