

Item 5.3b Appendix 2

Proposed Key Updates to the Corporate Governance Manual – July 2021

A review of the Corporate Governance Manual is undertaken on an annual basis. The latest review has been undertaken with support from MIAA. The key changes made to the document are summarised below.

Document	Ref	Update – Main Changes
1.Foreword		Date needs updating but no change needed to main text.
2. Monitor Provider Licence	2.1 Monitor Provider Licence	No change needed
3. Constitution		No change needed
4. Standing Financial Instructions and Tendering	4.1 Tendering Procedure	To be submitted to Integrated Performance Committee meeting in July 2021. No change needed
	4.2 SFI	Minor adjustments needed in relation to changes in titles and to aid clarity.
5. Scheme of Reservation and Delegation (SORD)		Responsibilities updated for Quality Committee, Audit Committee and Operational Board. Minor adjustments also needed in relation to changes in titles and to aid clarity.
APPENDICES		
A. Conduct and Probity	A1 – NHS Constitution	No change needed
	A2 – Code of Conduct for NHS Boards	No change needed
	A3 – Code of Conduct for Council of Governors	No change needed
	A4 – Code of Conduct for NHS Managers	No change needed

Document	Ref	Update – Main Changes
	A5.1 – Standards of Business and Personal Conduct Policy	No changes needed
	A6 – Payment by Results Code of Conduct	No change needed
B. Key Corporate Arrangements and Policies	B1 – NHS Foundation Trust Accounting Officer Memorandum	No change needed
	B2 – Board Assurance Framework (BAF) Policy	Update approved by Board in March 2021 - No further changes proposed.
	B3 – Risk Management Policy	Update approved by Board in March 2021 - No further changes proposed.
	B4 – Internal Audit Charter	Format updated needed but no amendment to the detailed content. No further changes needed.
	B5 – Capital Investment Policy	To be submitted to Integrated Performance Committee meeting in July 2021. No change needed
	B6 – Treasury Management Policy	No change needed.
	B7 – Anti – Fraud, Bribery & Corruption and Response Plan	Updated sections regarding Strategic Approach, NHSCFA, and reporting Fraud. New sections added regarding Government Functional Standards, Fraud Champion, Freedom to Speak Up Guardians, Bribery and Corruption and Disciplinary Action.
	B8 – Conflict of Interest Policy	No changes needed
	B9- Freedom to Speak up Policy	Already updated for freedom to speak up guardian change. No further amendments needed.

Document	Ref	Update – Main Changes
	B10 – Information Disclosure Policy	Roles and responsibilities section expanded. National data opt-out section added.
	B11 – Fit and Proper Person Policy	Reviewed and no changes needed.
	B12 – Organisational Learning	No change needed
	B13 – Government Procurement Credit Card Policy	To be submitted to Integrated Performance Committee meeting in July 2021. Updated monthly credit card limit from £20,000 to £30,000.
	B14 – Data Quality Strategy	No change needed
	B15 – Budget Virement Policy	No change needed
C. TOR – Assurance Committees	C1 – Board Committee Structure	Risk Management and Corporate Governance Committee now Risk Management Committee. Digital Healthcare Committee now Digital Excellence Committee. Addition of Patient Pathway Assurance Group.
	C2 – TOR Audit Committee	ToR's reviewed as part of Audit Committee annual report process in March 2021. No further changes needed
	C3 – TOR – Charitable Funds	No change needed
	C4 – Quality Committee TOR	Update approved in April 2021. No further changes needed.
	C5 – Integrated Performance TOR	ToR's reviewed as part of Audit Committee annual report process in March 2021. No further changes needed
	C6 – People Committee ToR	ToR's reviewed as part of Audit Committee annual report process

Document	Ref	Update – Main Changes
		in March 2021. No further changes needed
	C7 – Nominations & Remuneration - Executives	Reviewed and no changes needed.
	C8 – Operational Board ToR	Update approved by Board on 11 th June 2021. Main updates related to objectives and duties; quorum and frequency and conduct of committee meetings. Further update for approval relates to making reference to the new Patient Pathway Assurance Group.
	C9 – Committee of the Board Hosted Organisations	No change needed
D. Council of Governors	D1 – Statement of Roles and Responsibilities	No current changes needed but may need to be revisited post white paper.
	D2 – Policy for Raising Serious Concerns	No current changes needed but may need to be revisited post white paper.
	D3 – Engaging the External Auditor	No change needed
	D4 – TOR – Nominations and Remuneration (Non-Executives)	Reviewed and no changes required.
	D5 – Composition of Non-Executive Directors	Update approved by council of governors on 1 st June 2021. Key changes cover: Board of Director responsibilities and Non-Executive Skills and Competencies. New sections on diversity and values & behaviours.