

Item 5.3 (b)

Appendix 2

Proposed Key Updates to the Corporate Governance Manual – June 2019

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 | | Minor change to note that Trust management is referred to the Trust Intranet to review the Corporate Governance manual rather than receiving a copy. |
| 2. Monitor Provider Licence | 2.1 Monitor Provider Licence | Review not needed. |
| 3. Constitution | | Updated on 12 th March 2019. Minor change due to be made on 30 th July 2019. |
| 4. Standing Financial Instructions and Tendering | 4.1 Tendering Procedure | No change. Plan is to update for 8.10.19 Audit Committee. |
| | 4.2 SFI | No change. |
| 5. Scheme of Reservation and Delegation (SORD) | | The following changes are proposed: <ol style="list-style-type: none">1. Section 3: Inclusion of approval process of non-agenda for change and non-consultant contract conditions2. Section 6: Introduction of levels of approval for asset disposal (up to £10k DCFO and over £10k CFO)3. Section 7: approval of the Private Patient price list to Deputy Chief Finance Officer and relevant DHO |

| Document | Ref | Update – Main Changes |
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| APPENDICES | | |
| A. Conduct and Probity | A1 – NHS Constitution | No change. However, there was an additional document called 'Addendum to the NHS Constitution' which was a two page document. This document was produced in 2017. However, this can no longer be found online. |
| | A2 – Code of Conduct for NHS Boards | No change. |
| | A3 – Code of Conduct for Council of Governors | No change. |
| | A4 – Code of Conduct for NHS Managers | No change. |
| | A5 – Standards of Business and Personal Conduct Policy | No change. |
| | A6 – Payment by Results Code of Conduct | No change. |
| B. Key Corporate Arrangements and Policies | B1 – NHS Foundation Trust Accounting Officer Memorandum | No change. |
| | B2 – Board Assurance Framework (BAF) Policy | Policy updated during 2018-19 regarding risk appetite and quarterly review of risk profile. |
| | B3 – Risk Management Policy | No change. Update was done in November 2018. |
| | B4 – Internal Audit Charter | Updated in March 2019 for MIAA key contacts. |
| | B5 – Capital Investment Policy | No change. |
| | B6 – Treasury Management Policy | No change. |
| | B7 – Anti – Fraud, Bribery & Corruption and Response Plan | No change needed. Suggest that review frequency is every 2 to 3 years rather than annual. |

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| | B8 – Conflict of Interest Policy | Further clarification provided on need for relevant staff to confirm their interests annually even if no change from the prior year. |
| | B9- Freedom to Speak up Policy | Main change is to note that Trust Board is to receive details of staff concerns direct rather than through the People Committee. |
| | B10 – Information Disclosure Policy | No change. |
| | B11 – Fit and Proper Person Policy | No change made – to extend review date to 29.3.20 so that final Kark review report can be included. |
| | B12 – Organisational Learning | No change. |
| | B13 – Government Procurement Credit Card Policy | No change. |
| | B14 – Data Quality Strategy | No change. Update approved by Audit Committee during 2018-19. |
| C. TOR – Assurance Committees | C1 – Committee Structure | Minor update on title of Operational Planning Committee to include 'Annual Task and Finish Group'. |
| | C2 - Audit | Amended 30.4.19. No further change. |
| | C3 – TOR – Charitable Funds | No change. |
| | C4 – Quality Committee TOR | Amended 30.4.19. No further change. |
| | C5 – Integrated Performance TOR | Amended 30.4.19. No further change. |
| | C6 – People Committee ToR | Amended 30.4.19. No further change. |
| | C7 – Nominations & Remuneration - Executives | No change. |
| | C8 – Operational Board ToR | Amended 30.4.19. No further |

| Document | Ref | Update – Main Changes |
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| | | change. |
| D. Council of Governors | D1 – Statement of Roles and Responsibilities | No change. |
| | D2 – Policy for Raising Serious Concerns | Minor typo corrected. |
| | D3 – Engaging the External Auditor | No change. |
| | D4 – TOR – Nominations and Remuneration (Non Executives) | No change. |
| | D5 – Composition of Non Executive Directors | No change. |