

Board of Directors (Public)

Item 20

committee paper

Subject: Ratification of Use of the Trust Seal
Date of meeting: 27th January 2015
Prepared by: Lucy Lavan, Associate Director of Corporate Affairs
Presented by: Lucy Lavan, Associate Director of Corporate Affairs

Data Quality Rating	BAF Ref	Impact on BAF Risk Rating
Bronze	3	None

1. Introduction

The purpose of the paper is to ask the Board of Directors to ratify application of the Trust's seal to documentation relating to a deed of novation that was signed off by the Chief Operating Officer in December 2014.

2. Background

The constitution of the Trust states, at Paragraph 40, that the Trust shall have a seal and that the seal shall not be affixed except under the authority of the Board of Directors.

Operational responsibility for the holding of and the use of the Trust seal is assigned to the Trust Secretary (Associate Director of Corporate Affairs) under the Board's Scheme of Reservation and Delegation.

Wherever possible, authority to apply the use of the Trust seal is sought in advance from the Board of Directors. When time does not permit this, then ratification is sought at the next Board meeting.

All applications of the seal are recorded in a register and signed by two directors / senior officers ('sealing officers').

3. Use of the Trust Seal during the period 1.4.14 – 31.4.14

The Trust seal has been affixed once in the period:

- **Deed of Novation relating to the management buy out of the Wellbeing Software Group and its constituent companies, which**

include HSS – all assets being transferred from HSS into a new company, Healthcare Software Solutions Ltd. No change to customer service, product development or management and organisation of the business. Deed signed by David Jago and Tony Wilding on behalf of the Trust .

Date	Document	Particulars	Sealing Officers	
5.12.14	HSS Deed of Novation	Transfer of assets to new company – Healthcare Software Solutions Ltd	LL	TW

4. Recommendations

The Board is asked to note the use of the seal and ratify its application in respect of this transaction.