DHCW SHA Extraordinary Board Meeting – PUBLIC Minutes

Minutes of the Digital Health and Care Wales (DHCW) Special Health Authority (SHA) Extraordinary Board Meeting held on Tuesday 9 July 2024 as a virtual meeting broadcast live via Zoom.

15:00 – 15:30 | 9 July 2024 | ZOOM

Members Present	Initial	Title	Organisation
Simon Jones	SJ	Chair of the Board	DHCW
Ifan Evans	IE	Executive Director of Strategy	DHCW
Rowan Gardner	RGA	Independent Member	DHCW
Ruth Glazzard	RG	Vice Chair of the Board	DHCW
Marian Wyn Jones	MWJ	Independent Member	DHCW
Marilyn Bryan Jones	MBJ	Independent Member	DHCW
Sam Lloyd	SL	Executive Director of Operations	DHCW
Alistair Klaas Neill	AKM	Independent Member	DHCW
Claire Osmundsen-Little	COL	Deputy Chief Executive Officer / Executive Director of Finance	DHCW
David Selway	DS	Independent Member	DHCW
Helen Thomas	HT	Chief Executive Officer	DHCW

In Attendance	Initial	Title	Organisation
Chris Darling	CD	Board Secretary	DHCW
Andrew Fletcher	AF	Associate Board Member – Trade Union	DHCW
Sam Hall	SH	Director of Primary, Community & Mental Health Digital Services	DHCW
Sarah-Jane Taylor	SJT	Director of People and Organisational Development	DHCW

Observing	Title	Organisation
Hannah Brimson	Communications Officer	DHCW
Jenilee Cardy	Senior Communications Officer	DHCW
Nathan John	Operations Manager	DHCW
Carys Richards	Corporate Governance Support Manager (Secretariat)	DHCW
Laura Tolley	Head of Corporate Governance	DHCW

Apologies	Title	Organisation
Rhidian Hurle	Executive Medical Director	DHCW

Acronyms			
DHCW	Digital Health and Care Wales	SHA	Special Health Authority
CEO	Chief Executive Officer	IM	Independent Member
WG	Welsh Government		

Item No	Item Detail	Outcome	Action
PART 1 – PRELIMINARY MATTERS			
1.1	**Welcome and Apologies** The Chair welcomed everyone to today's Digital Health and Care Wales SHA Extraordinary Board Meeting which was being held today to approve DHCW's Final Annual Accounts 2023/24 and Annual Report 2023/24. The Chair confirmed the meeting was being broadcast live via Zoom and in addition, the recording would be available via DHCW's website for any persons unable to access the meeting live.	Noted	None to note
1.2	**Apologies for Absence** Apologies were received from: Rhidian Hurle, Executive Medical Director, as Tuesdays are a contracted clinical day. The Chair noted that Rowan Gardner, Independent Member was joining via a mobile device and therefore was only available via	Noted	None to note

	audio and not video.		
1.3	**Declarations of Interest** There were no declarations of interest to note.	Noted	None to note
MEETING BUSINESS			
PART 2 – MAIN AGENDA			
2.1	**Feedback from the Audit Committee Chair** Marian Wyn Jones, Independent Member and Chair of the Audit Committee noted that earlier the same day members of the Audit Committee had agreed to endorse the 2023/24 Annual Accounts and Annual Report to be submitted to Board today for approval ahead of submission to Welsh Government. The Audit Committee Chair noted that the Audit Committee had received the Audit Wales ISA260 report and noted the significant work of the Finance directorate in order to deliver a balanced position at year end along with the collaborative work undertaken between DHCW and Audit Wales. **The Board resolved to:** **NOTE** the Feedback from the Audit Committee Chair.	Noted	None to note
2.2	**DHCW Final Annual Accounts 2023/2024** • **Financial Statements (included in agenda item 2.3)** • **Letter of Representation** • **Audit Wales ISA260 Report** Claire Osmundsen-Little, Executive Finance Director and DHCW's Deputy Chief Executive Officer, noted the detail was within the appendices of the annual report and summarised that DHCW has reported meeting its Statutory Financial duties with the accounts presenting a revenue underspend of £0.307m and a capital underspend of £0.019m. Audit Wales had issued an unqualified audit opinion on this year's accounts pending provision of a signed Letter of Representation, item 2.2i, which would need to be signed by the Chair and CEO if the 2023/24 Annual Accounts were approved by the Board today and submitted along with the final audited accounts for 2023-24 to Welsh Government by 15 July 2024. **The Board resolved to:** **APPROVE** the DHCW Final Annual Accounts 2023/2024; • Financial Statements (included in agenda item 2.3); • Letter of Representation; • Audit Wales ISA260 Report.	Approved	None to note
2.3	**DHCW Annual Report** Chris Darling, Board Secretary presented a summary of the Annual report overview, noting the amendment of some minor	Approved	None to note

	corrections that had been made since publication of the papers.
	
	It was highlighted that the Annual Report 2023/24:
	• Required to be fair, balanced, understandable yet a comprehensive finished product;
	• Adhered to the Manual for Accounts, met the requirements and included key elements from the guidance;
	• Addressed all points raised in discussions with Internal Audit, Audit Wales and Welsh Government throughout the production process;
	• Is produced as a single unified document comprising of:
	  o The Performance Report;
	  o The Accountability Report;
	  o The Financial Statements;
	• If approved today it would be signed by the Chair and CEO and formally submitted to Audit Wales and Welsh Government;
	• As in the previous year, the report had been created in HTML to improve accessibility and be a digital resource, with data available to analyse and implement further improvements around engagement.
	Thanks were extended from Helen Thomas, DHCW's Chief Executive Officer to the entire organisation who contributed to the Annual Report. The Board recognised that the report was a record of the entire annual work of DHCW and should be widely promoted.
	The Board resolved to:
	APPROVE the DHCW Annual Report.		

PART 3 - CLOSING MATTERS			
3.1	**Any Other Urgent Business** There was no other urgent business raised.	Discussed	None to note
3.2	**Date and Time of Next Meeting** • Thursday 25 July 2024; • Followed by the Annual General Meeting; The meeting closed at 15:15.	Noted	None to note