

Board of Directors, 31 Jan 2017 – SOs/SFIs Cross Reference Old To New Versions Appendix ONE (5.1)

A. Unless otherwise stated the updated SOs and SFIs (V2.3, January 2017) reflect:

- i. the environment in which the Trust now operates;
- ii. benchmarking of others' SOs/SFIs including a number of 'Outstanding' and 'Good' performing trusts;
- iii. changes to Senior Team portfolio responsibilities;
- iv. revised 'Governance Framework' (approved by Board of Directors, September 2016);
- v. up-to-date legislation, regulation and best practice;
- vi. grouping key information in a more accessible manner;
- vii. recommendations from NAAB, 15 November 2016;
- viii. feedback from TEG, 21 November 2016, 12 December and 9 January 2017;
- ix. feedback from senior team including finance, procurement, ICT, estates & facilities, governance, risk (not exhaustive);
- x. feedback from Committees Q3/4, 2016-17.

B. Substantially rewritten sections are noted as such overleaf:

TABLE ONE: Cross reference old to new Standing Orders, V2.3 (inc Scheme of Powers Delegated/Reserved to the Board)

- Amendments in blue reflect feedback from TEG (21 November 2016) and subsequent amendments/updates
- Amendments in purple reflect outcomes of the NAAB meeting (15 November 2016)
- Amendments in green reflect feedback from TEG/other senior team (since TEG, 12 December 2016)
- Amendments in turquoise include legal advice (at 3.1) and feedback from Audit Committee (12 January 2017) and A/Comm Chairman outside that meeting

TABLE TWO: Cross reference old to new Standing Financial Instructions (including Scheme of Financial Delegation)

- Amendments in blue reflect feedback from TEG (21 November 2016) and subsequent amendments/updates
- Amendments in green reflect feedback from TEG/other senior team (since TEG, 12 December 2016)

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION A - INTERPRETATION AND DEFINITIONS FOR SOs/SFIs				
n/a	1.2.12	Role Deputy Chairman	Deputy Chairman	New - definition of; appointed by
n/a	1.2.13 X-ref to 2.6.3 and 3.12(6)	Role Deputy Chief Executive	Deputy Chief Executive	New - definition of; appointed by Clarifies terms of office of the Deputy Chief Executive role apply when the Chief Executive is absent for any reason a period in Excess of 3 months and then only on receipt of a formal offer in writing from the Trust Chairman (TEG, 12 Dec 16 agreed this point pertains to contractual terms of employment)
1.2.20	1.2.20	Non-Executive / Non-Officer Member	Non-Executive / Non-Officer Member	Clarification of Non-Officer Member status
1.2.22	1.2.22	Executive / Officer Member	Executive / Officer Member	Clarification of Officer Member status
n/a	1.2.25	Role Senior Independent Director	Senior Independent Director	New - definition of; appointed by
n/a	1.2.27	Role YAS Forum	YAS Forum	New - definition
1.1 (1)	1.1 (1)	Introduction	Statutory Framework	Amended – to correct Trust’s postcode
1.3	1.3	Delegation of Powers	Delegation of Powers	Amended - distinguishes between Scheme of Powers Delegated & Reserved to the Board, and the Scheme of Financial Delegation

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION B – STANDING ORDERS				
n/a	1.4	Governance	Corporate Governance	Updated – statement of corporate governance requirements
n/a	1.5	Governance	Seven Principles of Public Life	New – statement that Trust upholds the (Nolan) Principles of Public Life
2.1	2.1	Composition of the Board	Composition of the Board	Clarifies total number of legislated Board members
2.1	2.1 (2)	Deputy Chairman & SID	Composition of the Board	New - includes Deputy Chairman & SID roles, both appointed by the Board
2.6	2.6	Function of the Board	Function of the Board	Amended – ‘corporate’ replaced with ‘unitary’ decision-making body
n/a	2.6.(2)(ii)	CEO procedure - raising concerns re probity / regularity of Board proceedings	Function of the Board and Role of Members (Chief Executive)	New - included in the scheme of delegation in the original; now also included in main body of SOs: sets out CEO procedure for raising concerns re Board of Chair’s probity/regularity
n/a	2.6.(2) (iii)	CEO procedure for raising concerns arising from Board proceedings which affect his/her responsibility for value for money	Function of the Board and Role of Members (Chief Executive)	New – statement included in the scheme of delegation in the original; now also included in main body of SOs: sets out CEO procedure if Board action may compromise his/her responsibility for ‘value for money’

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION B – STANDING ORDERS				
n/a	2.6.(3) X-ref to 1.2.13 and 3.12(6)	Process/responsibility for appointment of Deputy CE	Function of the Board and Role of Members (Deputy CE)	New - definition of; appointed by Clarifies terms of office of the Deputy Chief Executive role apply when the Chief Executive is absent for any reason. a period in Excess of 3 months and then only on receipt of a formal offer in writing from the Trust Chairman (TEG, 12 Dec 16 agreed this point pertains to contractual terms of employment)
n/a	2.6 (6)	Process/responsibility for appointment of SID	Function of the Board and Role of Members (SID)	New – clarifies criteria, process, responsibility for appointing to, and the role of, the SID
2.6 (5)	2.6 (7)	Responsibility of Chairman	Function of the Board and Role of Members (Chairman)	New – clarifies Chairman’s responsibility for NED training & appraisal
2.7	2.7	Role of the Board	Role of the Unitary Board	Amended – clarifies unitary nature of Board (rather than ‘corporate’ board)
n/a	2.9	NED portfolio leads	Lead Role for Board Members	New – clarifies statutory/regulatory requirement for designation of Board Leads
3.1	3.1 (1)	Governance assurance cycle	Calling Meetings	Amended – to quarterly Board meetings in public (from 2-monthly; Governance Review, Sep 2016)) New – defines and expands on the meaning of ‘ordinary (quarterly) meetings’: “In these Standing Orders the expression ‘ordinary meeting’ includes: - An ‘ordinary’ physical meeting; - a video conference, an internet

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				<p>video facility or similar electronic method allowing simultaneous visual and audio participation; and - telephone conferencing.</p> <p>Participation in a meeting shall constitute being present at the meeting and count towards quorum.</p> <p>"Notwithstanding the definition of 'meeting' [at xxx], ordinary meeting of the Board will be held quarterly at such times and places as the Board may determine (SO 3.1 refers)</p>
3.3	3.3	Notice of Agenda	Agendas	Amended – to 6 'clear' days (rather than 'working' days) which is consistent with other periods of notice throughout SOs
3.9	3.9	Requirement to appoint Deputy Chairman	Chair of Meeting	Amended – deleted "(if the Board has appointed one)": conflicted with 1.2.12 which prescribes the appointment of a Deputy Chairman
3.11	3.11 (1) (ii)	Formal acting up status	Quorum	Amended - the phrase 'formal acting up' is not defined and has been deleted. See below - 3.12 (6), (7), (8) which clarifies the issues
3.12	3.12 (1), (2), (3)	Voting	Voting (including by electronic means)	Updated – to include the facility for voting of Board members electronically (in addition to the option of voting in person); and that the outcome of such electronic vote be reported to the Chairman by the Trust Secretary and reported to the next Board meeting, for recording in the minutes.

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
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SECTION B – STANDING ORDERS				
3.12	3.12 (6), (7), (8) X-ref to 1.2.13 and 2.6.(3)	Deputising / voting rights	Voting	New – links to: 3.11 (1) (ii) (above). Clarifies authority of Deputy Directors and board-level Interim appointees. Clarifies terms of office of the Deputy Chief Executive role apply when the Chief Executive is absent for any reason. a period in Excess of 3 months and then only on receipt of a formal offer in writing from the Trust Chairman (TEG, 12 Dec 16 agreed this point pertains to contractual terms of employment)
3.17	3.17	Minutes of proceedings	Minutes	Amended – from 5 to 10 days for minutes of meetings to be turned round (5 days is not feasible given the number of YAS Level 2 committees)
n/a	3.20	Requirement for AGM	Annual General Meeting	New – requirement for AGM (per legislation) not prescribed in original SOs
4.1	4.1	Appointment of Committees	Appointment of Committees	New – includes a statement that the Board may (in addition to appointing committees of the Trust) appoint “committees comprising the Trust and other health bodies for the furtherance of its purpose.” – e.g. Northern Ambulance Alliance Board. NB: supplements the existing statements re Joint Committees, at 4.4.

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION B – STANDING ORDERS				
n/a	4.1	Provision of reports	Appointment of Committees	New - sub-committees' requirement to furnish Level 2 committees with reports/workplans
4.6	4.6	Level 2 Committees	Committees Established by the Board	Amended – includes Auditor Panel
4.6.1	4.6.1 to 4.6.6 inclusive	Role of Level 2 Committees	[title] Committee	Amended – 1) description of role of each Level 2 Committee (including Auditor Panel) to reflect Governance Review; 2) Committee's NED representation, i.e. number of NEDs on each
4.6.1	4.6.1	Membership of Audit Committee	Membership of Audit Committee	Amended to include three Non-Executive Directors, excluding the Chairman of YAS who will not be a member, and excluding the Chairpersons of the Quality and Finance & Investment Committees who will be in attendance.
4.6.3	4.6.3	Membership of Finance & Investment Committee	Membership of Finance & Investment Committee	Amended to include three Non-Executive Directors, one of whom will act as Chairman of the Committee and a second being the Chair of the Quality Committee
4.6.4	4.6.4	Membership of Quality Committee	Membership of Quality Committee	Amended to include three Non-Executive Directors, one of whom will act as Chairman of the Committee and a second being the Chair of the Finance & Investment Committee

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION C – SCHEME OF POWERS DELEGATED AND RESERVED TO THE BOARD				
4.6.6	4.6.6	Membership of Charitable Funds Committee	Membership of Charitable Funds Committee	Amended to include two Non-Executive Directors, one of whom will act as Chairman of the Committee, together with the Executive Director of Finance or their nominated Deputy (text crossed-out / removed)
n/a	4.7	Confidentiality / disclosure	Confidentiality	New – explicit statement of confidentiality requirements
5.1.2	5.1.2	Erroneous statement	Delegation of Functions to Committees, Officers or Other Bodies	Deleted “In accordance with the Trust’s (Membership, Procedure)” etc as , in this context, these Regs are not in the Trust’s power to apportion
5.1.2	5.1.2 (iii)	Obsolete legislation	Delegation of Functions to Committees, Officers or Other Bodies	Deleted “in relation to arrangements made under S63(1)” etc – repealed by NHS Act 2007
5.5.4	5.5.4	Ratification	Scheme of Delegation	Amended – ‘ratification’ has no meaning in best practice governance terms. Where applicable, amended throughout SOs & scheme of powers - to ‘retrospective approval’
5.5.4	5.5.4	Timescale to disclose non-compliance with SOs	Scheme of Delegation	Amended – “as soon as possible” to “within 3 clear working days”
5.6.2	5.6.2	Policy incorporation in SOs	Specific Policy Statements	New – statement of incorporation of Business Conduct Policy and Disciplinary Policy into SOs
6.4.2	6.4.2	Register of Interests annual review	Register of Interests	New – clarifies that an annual review of the Register of Interests is received by <i>the Board</i>

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TABLE ONE - Cross reference old to new Standing Orders (SOs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION C – SCHEME OF POWERS DELEGATED AND RESERVED TO THE BOARD				
5.1.2	5.1.2 (iii)	Obsolete legislation	Delegation of Functions to Committees, Officers or Other Bodies	Deleted “in relation to arrangements made under S63(1)” etc – repealed by NHS Act 2007
6.5.2 (v)	6.5.2 (v)	Consistency	Exclusion in proceedings of the Board	New – addition of “or joint committee” to make consistent with other statements in SOs
8.2	8.2	Signature of Documents	Signature of Documents	New – Head of Legal Services suggests including, “Such authority may be extended to the Trust Solicitor, within the relevant SFI authorisation level.
n/a	9.1.2 (5)	Appoint, appraise etc - the (Trust) Secretary	Appointments / Dismissal	Amended – to delete reference to the Board’s role in appointing Trust Secretary (this is a function of the Chair)
n/a	9.1.5 (1)	Approve appointment of External Auditor	Audit	New – introduces role of Auditor Panel (in line with legislation and its own TOR)
n/a	9.1.6 (1)	Quality Account approval	Annual Report and Accounts	New – reference to regulatory requirement for Board approval of Quality Account
n/a	9.2	Scheme of Powers Delegated to Committees	Scheme of Powers Delegated to Committees	New – refers to the delegated powers of Level 2 Committees being included in each Committee’s TOR - as <i>separate documents</i> - i.e. <i>excluding the Committees’ TOR from the SOs per se precludes the need to update SOs annually (per requirement to review Committee TOR annually)</i>
n/a	9.3	Scheme of Powers Delegated to Officers	Scheme of Powers Delegated to Officers	<i>Please refer to Section 9.3 for cross references. Note: the Scheme has now been re-ordered ‘By Role’ i.e. all CEO delegations grouped; DoF delegations</i>

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				<i>grouped, and so on.</i>
n/a	9.3	Reporting non-compliance with SOs	Board Members and All Employees	New – makes explicit that non-compliance with SOs must be reported to Audit Committee.

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TABLE TWO: Cross reference old to new Standing Financial Instructions (including the Scheme of Financial Delegation (SFIs))

This note provides cross-referencing between the existing SFIs and the location of the equivalent section in the revised SFIs.

- Amendments in blue reflect feedback from TEG (21 November 2016) and subsequent amendments/updates
- Amendments in green reflect feedback from TEG/other senior team (since TEG, 12 December 2016)

Referencing starts from “10” as this is the point in the document at which the SFI detail starts.

Unless otherwise stated (i.e. “rewritten” noted in comments), instructions are largely unchanged other than to update references e.g. to external bodies or to remove obsolete or redundant material. **Substantially rewritten sections are noted as such below.**

TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
10.	10.	INTRODUCTION	INTRODUCTION	
10.1	10.1 10.2	General Responsibilities and delegation	Purpose of Standing Financial Instructions Legislative Basis and Interpretation	Rewritten
	10.1.11	Delegated Limits Capital Expenditure	New guidance issued from NHSI on 18/11/16	Rewritten
10.2	11.		Roles and Responsibilities	Moved to start of document
10.2	11.1		Trust Board	
10.2	11.2		Chief Executive	
10.2	11.3		Director of Finance	Rewritten
10.2	11.4		Trust Employees	Rewritten. Overview at 12.3, full details in
10.2	A.1		Budget holders	Appendix 1

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TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
11.	13	AUDIT		Moved to allow information about responsibilities, planning and budgeting to be moved together.
11.1 11.2 11.3	13.1 13.3 11.3	Audit Committee Security, Fraud, Corruption Director of Finance & Performance	Included as part of roles and responsibilities	Subject to changes from portfolio – Subject to changes from portfolio - Internal Audit
11.4 11.5 11.6	13.2 13.2 13.3.1	Internal Audit External Audit Security Management		
12.		FINANCIAL GOVERNANCE		
12.1 12.2 12.3 12.4 12.5 12.6 12.7	12.1/2 12.3 12.4 A10 11.3.1 11.3.1 & 14 A4	Budgets Non Pay Expenditure Pay Expenditure Capital Expenditure Monitoring Returns Annual Accounts and Reports Bank and Government Banking Services Accounts	Main responsibilities are now in Section 12, With detail provided in Appendix 1 and 2 (budgets and non pay) and Appendix 10 (capital) Banking is now in Appendix as specialist area See below for detail on Annual Accounts	Section has been split according to audience and subject and rewritten for clarity See below for additional detail on budgets and delegation

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TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
More detail on Planning, Budgets, Financial Management and Control, and Financial Accounts:				
	12 12.1 12.2 12.3 12.3.5 12.4		Planning, Budgeting, Financial Management and Control Preparation and Approval of Plans and Budgets Budgetary Delegation Budgetary Delegation Budgetary Control and Reporting Capital Expenditure	Rewritten for clarity Including 12.3.5 Delegated authority to commit expenditure may be suspended where financial performance does not meet plan, at the discretion of the Executive Director of Finance in discussion with the Chief Executive. In such cases financial autonomy will be suspended and decision making rights will be suspended until the position has been recovered.
			Key responsibilities are now in section 16, with detail in appendix 3 With the exception of 13.1.3 (responsibility to manage the Internal Audit service) Detail is not changed at the moment – potentially subject to further review and simplification	13.1.3: responsibility to manage the Internal Audit service has moved from the Executive Director of Finance to Executive Director of Quality, Governance and Performance Assurance

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TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
13	15	TENDERING AND CONTRACTING PROCEDURE	13	15
13.1	A3		13.1	A3
13.2	A3	Governance	13.2	A3
13.3	A3	Formal Competitive	13.3	A3
13.4	A3	Tendering	13.4	A3
13.5	A3	Contract Tendering	13.5	A3
13.6	A3	Procedure	13.6	A3
13.7	A3	Quotations	13.7	A3
		Authorisation for Tenders and Competitive Quotations		
		Tendering for Disposals		
		Tendering for In House Services		

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TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
14.		SPECIFIC AREAS REQUIRING INSTRUCTION	Move to Appendix 7. Detail is not changed at the moment – potentially subject to further review and simplification	Contracts now in a section by itself
14.1	A7	Contracts (including Service Level Agreements)	In Appendix 7	
14.2	A7	Commissioning	In Appendix 7	
14.3	n/a	Financial Framework		
14.4	A6	Stores & Receipt of Goods	In Appendix 6	
14.5	A6	Disposals &	In Appendix 6	
14.6	A5	Condemnations, Losses and	In Appendix 6	
14.7	A4.10	Special Payments	In Appendix 5	
14.8	A4.11	Information Technology	In Appendix 4	
14.9	11.4.2	Patient Property	In Appendix 4	
14.10	11.5	Funds Held on Trust	Key responsibility, moved to main	
14.11	A8	Acceptance of Gifts by Staff	responsibilities	
		Retention of Records	In main text	
		Risk Management and Insurance	In Appendix 8	

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TABLE TWO - Cross reference old to new Standing Financial Instructions (SFIs)				
Original Ref	New Ref	Subject	New Section / description	Comment
SECTION D – STANDING FINANCIAL INSTRUCTIONS				
App 2	A2.3	Scheme of Financial Delegation	Scheme of Financial Delegation	Amended – to maintain full procurement control on spend: 1. threshold dropped from £10k to £5 under which formal competitive quotations are not required. 2. Amended – contracts with a value between £5k and £25k require formal competitive quotations. 3. £25,000 – £100k formal tendering process required. 4. Above £100k – must be tendered by the Procurement Team.
App 4	A4.10.1	Patient's Property	Patient's Property	Amended to state, patients 'without capacity'
App 5	A5.2	Responsibilities and duties of other Directors and Officers in relation to computer systems of a general application	Responsibilities and duties of other Directors and Officers in relation to computer systems of a general application	Updated to include: A5.2.1. Ensure that adequate controls are in place to secure disposal and reuse of equipment. A5.2.2. Storage devices containing Trust data will be physically destroyed or positively overwritten to prevent subsequent compromise of information. All items of computing equipment containing storage media, for example hard disks, will be checked to ensure

				<p>that any Trust data and licensed software has been removed or overwritten prior to disposal.</p> <p>A5.2.4. Ensure that adequate controls are in place to secure the Trust's equipment off-premises.</p> <p>A5.2.5. Regardless of ownership, equipment used outside the Trust premises for information processing to support business activities will be authorised by management. The security provided will be equivalent to that for on-site equipment used for the same purposed, taking into account the risks of working outside of the Trust's premises.</p>
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